

# INDRA INDUSTRIES LIMITED

CIN: L74140MP1984PLC002592

Registered Office: 406, Airen Heights, Opp. Orbit Mall, Scheme No.54, Vijay Nagar, A.B. Road,  
Indore (M.P.)-452010

Email id- info@indraindustries.in, Website-www.indraindustries.in

Tel. 0731- 4989811

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**Date: 20<sup>th</sup> September, 2023**

**To,**  
**The Secretary**  
**The BSE Limited**  
Corporate Relationship Department  
**Phiroze Jeejeebhoy Towers,**  
Dalal Street, Mumbai- 400001

**Sub: - Submission of Voting Results along with Combined Scrutinizer's Report on Remote E-voting and e-voting facility during the 39<sup>th</sup> Annual General Meeting of the Company.**

**Ref: INDRA INDUSTRIES LIMITED (BSE Scrip Code: 539175; ISIN: INE924N01016)**

Dear Sir,

The 39<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Wednesday, 20<sup>th</sup> September, 2023 at 12.30 P.M. (IST) through Video Conference (VC) / Other Audio Visual Means (OAVM) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, the Government of India and the Securities and Exchange Board of India.

In this regard, we are enclosing the following:-

- The voting results of the businesses transacted at the AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI Listing Regulations – Annexure A
- The Combined Scrutinizer's report of the Scrutinizer on remote e-voting prior and during the AGM – Annexure-B

The above is also being uploaded on the Company's website at [www.indraindustries.in](http://www.indraindustries.in) and on the website of Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com).

Kindly take the same on record.

Thanking You,

Yours Faithfully,

**For, INDRA INDUSTRIES LIMITED**

**Virendraa K Jain**  
**Chairman of 39<sup>th</sup> Annual General Meeting**  
**Managing Director**  
**DIN: 00326050**

General information about company	
Scrip code	539175
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE924N01016
Name of the company	INDRA INDUSTRIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	20-09-2023
Start time of the meeting	12:39 PM
End time of the meeting	12:52 PM

Scrutinizer Details	
Name of the Scrutinizer	L. N. JOSHI
Firms Name	L. N. JOSHI & Co.
Qualification	CS
Membership Number	5201
Date of Board Meeting in which appointed	08-08-2023
Date of Issuance of Report to the company	20-09-2023

Voting results	
Record date	13-09-2023
Total number of shareholders on record date	2557
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	15
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the reports of the Board of Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2417475	2417475	100	2417475	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2417475	2417475	100	2417475	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4059595	23753	0.5851	23753	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4059595	23753	0.5851	23753	0	100	0
Total		6477070	2441228	37.6903	2441228	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mrs. Astha Jain (DIN: 00408555) Non Executive Non Independent Director of the Company, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers herself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2417475	1548475	64.0534	1548475	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2417475	1548475	64.0534	1548475	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4059595	23753	0.5851	23753	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4059595	23753	0.5851	23753	0	100	0
Total		6477070	1572228	24.2738	1572228	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				RE-APPOINTMENT OF MR. VIRENDRAA K JAIN (DIN: 00326050) AS MANAGING DIRECTOR OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2417475	1547000	63.9924	1547000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2417475	1547000	63.9924	1547000	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4059595	23753	0.5851	23753	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4059595	23753	0.5851	23753	0	100	0
Total		6477070	1570753	24.251	1570753	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



**L N JOSHI & CO.**

**PRACTISING COMPANY SECRETARY**

122, Krishna Business Centre, 11, P.U. 4, Next to Medanta Hospital,  
Rasoma Square, Indore - 452010 (M.P.) | Ph.: (0731) 4266708, 4959087

**L N Joshi**

M. Com., LL.B. (Hons), FCS  
Insolvency Professional

Cell

+91 94250 60308

E-mail

lnjoshics@gmail.com

**Combined Scrutinizer's Report**

[Pursuant to Sections 108 of the Companies Act 2013 read with Rule 20 of the Companies  
(Management and Administrations) Rules 2014 as amended]

To,  
The Chairman,  
**39<sup>th</sup> Annual General Meeting of  
INDRA INDUSTRIES LIMITED,**  
Registered office: 406, Airen Heights,  
Opp. Orbit Mall, Scheme No.54,  
Vijay Nagar, A.B. Road,  
Indore (M.P.) - 452010

**SUBJECT: Combined Scrutinizer's Report on Remote E-Voting and E-voting facility  
during the AGM to the members attending through Video Conferencing/Other Audio  
Visual Means (VC/OAVM) in respect of the 39<sup>th</sup> Annual General Meeting of Indra  
Industries Limited held on Wednesday, 20<sup>th</sup> September, 2023 at 12.30 P.M. (IST).**

Dear Sir,

I, L. N. Joshi, Practicing Company Secretary, having office at 122, Krishna Business Centre, 11, P U 4, Next to Medanta Hospital, Rasoma Square, Indore (M.P.) 452010, have been duly appointed as the Scrutinizer on 08<sup>th</sup> August, 2023 in the meeting of the Board of Directors of Indra Industries Limited (hereinafter referred to as "**the Company**") for the purpose of scrutinizing remote e-voting process and e-voting at the 39<sup>th</sup> Annual General Meeting ("AGM"), pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard-2 on General Meeting issued by the Institute of Company Secretaries of India pursuant to Section 118(10) of Companies Act, 2013, read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020, General Circular no. 02/2021 dated 13<sup>th</sup> January, 2021, General Circular no. 19/2021 dated December 08, 2021, General Circular no. 21/2021 dated December 14, 2021, General Circular No.02/2022 dated 5<sup>th</sup> May, 2022 and subsequent General Circular No.10/2022 dated 28<sup>th</sup> December, 2022 issued by the Ministry of Corporate Affairs (Collectively referred to as 'MCA Circulars') and in accordance with the circular SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, circular no. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 and read with subsequent

**Report of Scrutinizer on Remote E-Voting and E-Voting at the 39<sup>th</sup> AGM of INDRA INDUSTRIES LIMITED**





Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023 issued by the Securities and Exchange Board of India (Collectively referred to as 'SEBI Circulars') on the proposed resolutions contained in notice of 39<sup>th</sup> Annual General Meeting of the members of the Company dated 8<sup>th</sup> August, 2023 (the "notice").

The Management of the Company is responsible to ensure the compliance of the requirements of the Act, Rules and circulars issued by Ministry of Corporate Affairs and SEBI relating to remote e-voting and e-voting during the 39<sup>th</sup> AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the 39<sup>th</sup> AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by Central Depositories Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company, to provide platform for voting through remote e-voting and e-voting during the 39<sup>th</sup> AGM and platform for VC/OAVM facility for participation in the 39<sup>th</sup> AGM.

As mentioned in the Notice the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company and the same was deemed to be the venue of AGM.

I do hereby submit my report as under:-

- (i) The Company had appointed Central Depositories Services (India) Limited (CDSL) as the **service provider**, for the purpose of extending the facility of Remote E-Voting to the Members of the Company and for voting electronically at the meeting.
- (ii) Purva Shareregistry (India) Private Limited is the Registrar and Transfer Agent ("**RTA**") of the Company.
- (iii) CDSL had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted in the 39<sup>th</sup> AGM of the Company, which was held on Wednesday, 20<sup>th</sup> September, 2023.
- (iv) The voting rights were reckoned on Wednesday, 13<sup>th</sup> September, 2023, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting during the 39<sup>th</sup> Annual General Meeting.
- (v) Remote E-Voting platform remained open from Sunday, 17<sup>th</sup> September, 2023 (9.00 A.M.) up to Tuesday, 19<sup>th</sup> September, 2023 (5.00 P.M.) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the e-voting platform provided by CDSL.
- (vi) As prescribed in clause 3(A)(IV) of the Circular dated 5<sup>th</sup> May, 2020 read with Circular dated 13<sup>th</sup> January, 2021 and 05<sup>th</sup> May, 2022 and 28<sup>th</sup> December, 2022 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company

**Report of Scrutinizer on Remote E-Voting and E-Voting at the 39<sup>th</sup> AGM of INDRA INDUSTRIES LIMITED**





had released an advertisement prior to sending Notice of AGM to the Members which was published in English language in "Free Press Indore" and in Hindi language in "Choutha Sansar Indore" both on **19<sup>th</sup> August, 2023**.

(vii) As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement after completion of dispatch of Notice along with Annual Report to Members, which was published in English language in "Free Press Indore" and in Hindi language in "Choutha Sansar Indore" both on **23<sup>rd</sup> August, 2023**.

(viii) At the end of the voting period on **19<sup>th</sup> September, 2023 at 5.00 P.M. (IST)**, the voting portal of service provider was blocked.

(ix) CDSL provided me the names, DP ID/folio numbers and shareholding of Members who had cast their votes through remote e-voting.

(x) At the 39<sup>th</sup> AGM after considering all the items, the facility to vote electronically was provided to facilitate those members who are attending the meeting through VC/OAVM but did not participate in the Remote E-voting to cast their votes. On 20<sup>th</sup> September, 2023, after tabulating the votes cast electronically by the system provided by CDSL, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Ayushi Chopra and Mr. Shivam Patwa who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the Rule 20 of the Companies (Management and Administration) Rules, 2014.

After the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

I submit my Combined Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the 39<sup>th</sup> AGM as under:

#### **Item No. 01 - Ordinary Resolution**

**To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2023 together with the reports of the Board of Directors and Auditors thereon.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8=(3+6)	9	10
Remote E-voting	30	2441228	100.00	0	0	0.00	2441228	0	0
E-voting during the AGM	0	0	0.00	0	0	0.00	0	0	0
Total	30	2441228	100.00	0	0	0.00	2441228	0	0

**Report of Scrutinizer on Remote E-Voting and E-Voting at the 39<sup>th</sup> AGM of INDRA INDUSTRIES LIMITED**





## Item No. 2- Ordinary Resolution

To appoint a Director in place of Mrs. Astha Jain (DIN: 00408555) Non Executive Non Independent Director of the Company, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers herself for re-appointment.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8=(3+6)	9	10
Remote E-voting	29	1572228	100.00	0	0	0.00	1572228	0	0
E-voting during the AGM	0	0	0.00	0	0	0.00	0	0	0
Total	29	1572228	100.00	0	0	0.00	1572228	0	0

## Item No. 3- Special Resolution

Re-Appointment of Mr. Virendraa K Jain (DIN: 00326050) as Managing Director of the Company.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8=(3+6)	9	10
Remote E-voting	29	1570753	100.00	0	0	0.00	1570753	0	0
E-voting during the AGM	0	0	0.00	0	0	0.00	0	0	0
Total	29	1570753	100.00	0	0	0.00	1570753	0	0

Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.

Based on the above information, you may kindly announce the result of remote e-voting prior and during the AGM.

All relevant record of electronic voting prior and during the 39<sup>th</sup> AGM will remain in my safe custody until the Chairman of the meeting considers, approves and signs the Minutes of 39<sup>th</sup>

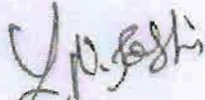
Report of Scrutinizer on Remote E-Voting and E-Voting at the 39<sup>th</sup> AGM of INDRA INDUSTRIES LIMITED



Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Meeting and the Company Secretary of the company for safe keeping.

The Company is hereby instructed to put up the results along with this report on its website and also that of the service provider and inform to the stock exchange accordingly not later than 48 hours of conclusion of 39<sup>th</sup> Annual General Meeting.

Thanking you,  
Yours Faithfully,

  
Scrutinizer

Name: L.N. Joshi  
Practicing Company Secretary  
FCS: 5201; CP: 4216



To be Countersigned by the Chairman



Virendraa K Jain

Date: 20<sup>th</sup> September, 2023  
Place: Indore  
UDIN: F005201E001042116  
Peer Review Certificate No. 1722/2022  
Unique Code No. S2002MP836100

The following were the witnesses to the unblocking the vote cast through remote E-voting.



Ms. Ayushi Chopra



Mr. Shivam Patwa

Report of Scrutinizer on Remote E-Voting and E-Voting at the 39<sup>th</sup> AGM of INDRA INDUSTRIES LIMITED