

IRSL:STEXCH:2023-24:
29th March 2024

Corporate Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051.
Thru.: **NEAPS**
Stock Code NSE: **INDORAMA**

Corporate Relations Department
BSE Limited
Floor 25, P. J. Towers,
Dalal Street,
Mumbai - 400 001.
Thru.: **BSE Listing Centre**
Stock Code BSE: **500207**

ISIN: INE156A01020

Indo Rama Synthetics (India) Limited - CIN L17124MH1986PLC166615

Sub.: Declaration of Results of Postal Ballot

Dear Sir/Madam,

In continuation to our earlier letter dated 27th February 2024 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find herewith Scrutinizer's Report on the result of Postal Ballot for seeking members' approval through Ordinary Resolution relating to approval of material Related Party Transactions by way of ratification entered with Indorama Petrochem Limited, Thailand.

You are requested to kindly take the same on record.

Thanking you.

Yours faithfully,
for **Indo Rama Synthetics (India) Limited**


Manish Rai

Company Secretary and Compliance Officer

**MANISH
KUMAR RAI**

Digitally signed by MANISH
KUMAR RAI
DN: cn=MANISH KUMAR RAI, c=
IN, o=Personal, email=manishk.ra
@indorama-ind.com
Date: 2024.03.29 13:21:46 +05'30'



Encl.: As above.

INDO RAMA SYNTHETICS (INDIA) LTD.



JAYA YADAV & ASSOCIATES
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e-mail id: jayayadav@whitespan.in
Mobile no.+91 98180 49356
Peer Review No. 1539/2021
Unique Id No. I2013HR1041100

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014, as amended]

Date: 28th March 2024

To,
The Chairman
Indo Rama Synthetics (India) Limited
A-31, MIDC Industrial Area,
Butibori, Nagpur - 441122,
Maharashtra.

Scrutinizer's Report on Postal Ballot Voting held by Way of Remote Voting by Electronic means in Respect of Passing of the Resolutions set out in the Notice dated February 08, 2024

Dear Sir,

I, **Jaya Yadav, Company Secretary in Practice**, C/o M/s Jaya Yadav & Associates, having office at Unit No. 416, 4th Floor, Tower - A, Spazedge Commercial Complex, Sohna Road, Sector-47, Gurugram, Haryana 122018, have been appointed as the Scrutinizer by the Board of Directors of Indo Rama Synthetics (India) Limited ("**the Company**") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process only ("**e-voting**") in a fair and transparent manner and ascertain the requisite majority on the resolutions contained in the postal ballot notice dated February 08, 2024 ("**Notice**") issued in accordance with the provisions of Section 108 and 110 of Companies Act, 2013 ("**the Act**"), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("**Rules**") as amended from time to time and subject to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 ("**LODR Regulations**") in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("**the MCA**"), vide General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April, 2020, and subsequent circulars of which latest being 09/ 2023 dated September 25, 2023 (collectively "**the MCA Circulars**") allowing the companies to conduct postal ballot process through e-voting. (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time).

Jaya Yadav

1. The said appointment as Scrutinizer is under the provisions of Section 108 and 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

2. Management Responsibility

The Management of the Company is responsible to ensure the compliance with the requirement of (i) the Act and the Rules made thereunder; (ii) MCA Circulars; and (iii) SEBI (Listing Obligation Disclosure Requirements) Regulations, 2015 ("LODR") relating to e-voting on the resolutions contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of electronic voting system.

3. Scrutinizer's Responsibility

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "In Favour" or "Against" by the members in respect of the resolutions contained in the notice. My report is based on verification of data and the report generated from the e-voting system provided by National Security Depositories Limited ("**NSDL**"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till 5:00 PM IST on March 27, 2024.

4. Cut-off date

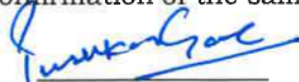
The Members of the Company as on the "cut-off" date as set out in the Notice i.e. Friday, February 23, 2024, were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

5. Remote e-voting process

- i. The remote e-voting period remained open from on Tuesday, February 27, 2024 (9:00 AM IST) to Wednesday, March 27, 2024 (5:00 PM IST).
- ii. The company has made an advertisement regarding dispatch of postal ballot notice in The Indian Express (English Language) and in Loksatta (Marathi Language) dated 27th February 2024.
- iii. Members were required to communicate their assent or dissent only through remote e-voting system.




- iv. The votes cast during the remote e-voting were unblocked on Friday, March 27, 2024, after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, Mr. Pushkar Garg and Mr. Ankit Mangla who are not in the employment of the Company and / or NSDL. They have signed below in confirmation of the same.


Mr. Pushkar Garg


Mr. Ankit Mangla

- v. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the remote e-voting website of NSDL, i.e., <https://eservices.nSDL.com>.
6. I submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated by NSDL, scrutinized on test-check basis, and relied upon by me as under:

RESOLUTION NO.1 - SPECIAL RESOLUTION:

APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS BY WAY OF RATIFICATION ENTERED WITH INDORAMA PETROCHEM LIMITED, THAILAND:

i. Votes in favour of the resolution

Mode	Number of Members Voted	No. of Votes cast in favour of the resolution	% of total number of valid votes cast
Postal Ballot (Remote e-voting)	124	17744197	99.9732
Total	124	17744197	99.9732

ii. Votes against the resolution

Mode	Number of Members Voted	No. of Votes cast against the resolution	% of total number of valid votes cast
Postal Ballot (Remote e-voting)	09	4752	0.0268
Total	09	4752	0.0268

iii. Invalid Votes

Mode	Number of Members Voted	No. of Votes Cast
Postal Ballot (Remote e-voting)	0	0
Total	0	0

- a. Aforesaid resolution contained in the Notice is passed with requisite majority by the Members of the Company.
- b. The figures in percentage have been rounded off to 4 decimal points.


Jaya Yadav & Associates
Company Secretaries

c. Pursuant to the provisions of Regulation 23(4) of SEBI (LODR) Regulations, 2015, none of the related parties voted on the above resolution.



7. The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to Mr. Manish Rai, Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves, and signs the minutes of the Postal Ballot.

8. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,
Yours faithfully,

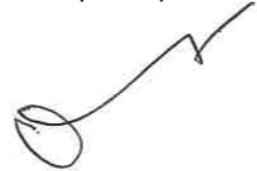
**For Jaya Yadav & Associates
Company Secretaries**

Jaya Yadav
Practising Company Secretary
Mem. No.: F10822
C.P. No.: 12070

Countersigned
For Indo Rama Synthetics (India) Limited





Om Prakash Lohia
Chairman

Place: Gurgaon

Date: March 28th, 2024

UDIN: F010822E003641064

Indo Rama Synthetics (India) Limited

Voting Results of Postal Ballot

Date of AGM/EGM	Not Applicable (Resolution passed through Postal Ballot on March 27, 2024)
Total number of shareholders on record date	29,322
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	Not Applicable

Item No. 1 Ordinary Resolution: - Approval of Material Related Party transaction(s) by way of ratification entered with INDORAMA PETROCHEM LIMITED, Thailand

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	Yes	
								(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting		0	0.0000	0	0	0.0000		0.0000
	Remote e-voting	19,54,20,067		0.0000	0	0	0.0000		0.0000
	Total		0	0.0000	0	0	0.0000		0.0000
Public-Institutions	E-voting		16,483	0.0063	16,483	0	100.0000		0.0000
	Remote e-voting	79,91,015		0.0000	0	0	0.0000		0.0000
	Total		16,483	0.0063	16,483	0	100.0000		0.0000
Public-Non Institutions	E-voting		17732466	6.7911	1773714	4,752	99.8804		0.0268
	Remote e-voting	5,77,02,069		0.0000	0	0	0.0000		0.0000
	Total		1,77,32,466	6.7911	1,77,27,714	4,752	99.8804		0.0268
Total		26,11,13,151	1,77,48,949	6.7974	1,77,44,197	4,752	99.9732		0.0268



M. S. Srinivasan