

General information about company

Scrip code	539175
NSE Symbol	NA
MSEI Symbol	NA
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)	26-09-2022
Start time of the meeting	12:30 PM
End time of the meeting	12:41 PM

Scrutinizer Details

Name of the Scrutinizer	L.N. JOSHI
Firms Name	L.N. JOSHI AND COMPANY
Qualification	CS
Membership Number	5201
Date of Board Meeting in which appointed	09-08-2022
Date of Issuance of Report to the company	26-09-2022

Voting results

Record date	19-09-2022
Total number of shareholders on record date	2465
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	2
b) Public	15
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Textual Information(1)

Text Block

Textual Information(1)	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.
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Resolution(1)

Resolution required: (Ordinary / Special)	Ordinary
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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, 2022 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		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2417475	2417475	100	2417475	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4059595	1283618	31.6194	1283618	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4059595	1283618	31.6194	1283618	0	100
Total		6477070	3701093	57.1415	3701093	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	2417475	100	2417475	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2417475	2417475	100	2417475	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	4059595	1283618	31.6194	1283618	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4059595	1283618	31.6194	1283618	0	100
Total		6477070	3701093	57.1415	3701093	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)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			APPROVAL OF MATERIAL RELATED PARTY TRANSACTION OF THE COMPANY WITH ANANTA TRADING (PROPRIETERSHIP OF RELATIVE OF DIRECTOR).					
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	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		2417475	0	0	0	0	0
	E-Voting							

Public- Institutions	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4059595	1283618	31.6194	1283618	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4059595	1283618	31.6194	1283618	0	100	0
Total		6477070	1283618	19.8179	1283618	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,
**38th 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

SUB: Combined Scrutinizer's Report on Remote E-Voting and E-voting facility during the AGM (Insta Poll) to the members attending through Video Conferencing/Other Audio Visual Means (VC/OAVM) in respect of the 38th Annual General Meeting of Indra Industries Limited held on Monday, 26th September, 2022 at 12.30 P.M. (IST).

Dear Sir,

I, L. N. Joshi, Practicing Company Secretary, 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 09th August, 2022 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 38th 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 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020, General Circular no. 02/2021 dated 13th January, 2021, General Circular no. 19/2021 dated December 08, 2021, General Circular no. 21/2021 dated December 14, 2021 and subsequent General Circulars No.02/2022 dated 5th May, 2022 issued by the Ministry of Corporate Affairs (Collectively referred to as 'MCA

Report of Scrutinizer on Remote E-Voting and E-Voting at the 38th AGM of INDRA INDUSTRIES LIMITED



Circulars') and in accordance with the circular SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, circular no. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated 15th January, 2021 and read with subsequent Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 issued by the Securities and Exchange Board of India (Collectively referred to as 'SEBI Circulars') on the proposed resolutions contained in notice of 38th Annual General Meeting of the members of the Company dated 09th August, 2022 (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 38th 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 38th 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 38th AGM and platform for VC/OAVM facility for participation in the 38th 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 Sharegistry (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 38th AGM of the Company, which was held on Monday, 26th September, 2022.
- (iv) The voting rights were reckoned on Monday, 19th September, 2022, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting during the 38th Annual General Meeting.
- (v) Remote E-Voting platform remained open from Friday, 23rd September, 2022 (9.00 A.M.) up to Sunday, 25th September, 2022 (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.

Report of Scrutinizer on Remote E-Voting and E-Voting at the 38th AGM of INDRA INDUSTRIES LIMITED



- (vi) As prescribed in clause 3(A)(IV) of the Circular dated 5th May, 2020 read with Circular dated 13th January, 2021 and 05th May, 2022 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company 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" both on **20th August, 2022**.
- (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" both on **04th September, 2022**.
- (viii) At the end of the voting period on **25th September, 2022 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 38th AGM after considering all the items, the facility to vote electronically through insta poll 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 26th September, 2022, 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 Mr. Yash Trivedi 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 38th AGM as under:

Item No. 01 - Ordinary Resolution

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022 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

Report of Scrutinizer on Remote E-Voting and E-Voting at the 38th AGM of INDRA INDUSTRIES LIMITED



1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8=(3+6)	9	10
Remote E-voting	21	3701093	100	0	0	0	3701093	0	0
E-voting during the AGM	0	0	0	0	0	0	0	0	0
Total	21	3701093	100	0	0	0	3701093	0	0

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	21	3701093	100	0	0	0	3701093	0	0
E-voting during the AGM	0	0	0	0	0	0	0	0	0
Total	21	3701093	100	0	0	0	3701093	0	0

Item No. 3- Ordinary Resolution

Approval of Material Related Party Transaction of the Company with Ananta Trading (Proprietorship of Relative of Director).

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	17	1283618	100	0	0	0	1283618	0	0
E-voting during the AGM	0	0	0	0	0	0	0	0	0
Total	17	1283618	100	0	0	0	1283618	0	0

Report of Scrutinizer on Remote E-Voting and E-Voting at the 38th AGM of INDRA INDUSTRIES LIMITED



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 38th AGM will remain in my safe custody until the Chairman of the meeting considers, approves and signs the Minutes of 38th 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 38th Annual General Meeting.

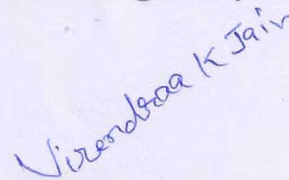
Thanking you,
Yours Faithfully,



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



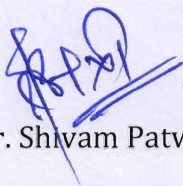
To be Countersigned by the Chairman



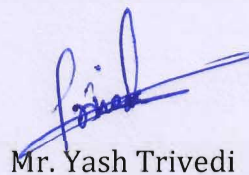
Virendra Jain

Date: 26th September, 2022
Place: Indore
UDIN: F005201D001050476

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



Mr. Shivam Patwa



Mr. Yash Trivedi

Report of Scrutinizer on Remote E-Voting and E-Voting at the 38th AGM of INDRA INDUSTRIES LIMITED