



ISO 9001 : 2008

## Indag Rubber Limited

Regd. Office : Khemka House, 11, Community Centre, Saket, New Delhi - 110017, India  
Phone : 26963172-73, 26961211, 26863310, 41664818, 41664043, Fax : 011- 26856350  
E-mail : info@indagrubber.com, Website: www.indagrubber.com, CIN-L74899DL1978PLC009038

Works : Village Jhiriwala, Tehsil, Nalagarh, Distt. Solan, Himachal Pradesh - 174101, India  
Phone : 09736000123

April 26, 2019

The Bombay Stock Exchange  
Phiroze Jeejeebhoy Towers,  
Dalal Towers  
Mumbai-400001

(Company code-1321)  
(Scrip code-509162)

### Re: Scrutinizer's Report on Postal Ballot

Dear Sir,

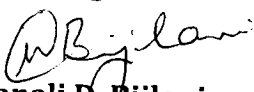
In pursuance of Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, we would like to inform you that the special resolution set out on the Notice of Postal Ballot dated March 25, 2019 for seeking approval for re-appointment of following Independent Directors of the Company for the second term was passed by more than 3/4<sup>th</sup> votes cast in the favour of the resolution on April 26, 2019 are as under-

S.No.	Name	Second Term	Period
1.	Mr.P.R.Khanna (DIN-00048800)	5 Years	01.04.2019 to 31.03.2024
2.	Mr.R.Parameswar (DIN-01879913)	2 Years	01.04.2019 to 31.03.2021
3.	Ms.Bindu Saxena (DIN-00167802)	5 Years	01.04.2019 to 31.03.2024

The Scrutinizer's Report dated April 26, 2019 issued by Mr.Kanishk Arora is enclosed for reference.

You are requested to kindly take above information on your records.

Yours faithfully,  
For Indag Rubber Limited

  
Manali D. Bijlani  
Company Secretary



**SCRUTINIZER'S REPORT**

To,  
CEO and Whole Time Director  
Indag Rubber Limited  
Khemka House, 11 Community Centre,  
Saket, New Delhi-110017.

Scrutinizer's Report on:

- i) voting done through remote e-voting conducted between Thursday, 28<sup>th</sup> March, 2019 (09:00 A.M.) to Friday, 26<sup>th</sup> April, 2019 (05:00 P.M.) and;
- ii) Voting by Postal Ballot conducted pursuant to 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.

Dear Sir,

I, Kanishk Arora, Company Secretary in Practice having Office at 208, II<sup>nd</sup> Floor, Ganga Chamber, 6A/1 WEA, Karol Bagh, New Delhi-110005 appointed as Scrutinizer(s) of Indag Rubber Limited ("the Company") pursuant to 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, for the purpose of scrutinizing the e-voting and Postal Ballot process in a fair and transparent manner and ascertaining the requesting majority on e-voting and Postal Ballot carried out as per the provision of the Companies Act, 2013.

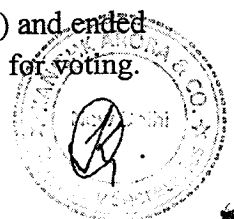
I submit my report as under:

**1. Remote E-Voting:**

1.1 The Company has mailed notices to all the members of the Company on 28<sup>th</sup> March, 2019 through Registered Post as well as through E-mails.

1.2 Remote E-voting facility was provided to the members of the company whose names appear on the Register of Members as on Friday, 22<sup>nd</sup> March, 2019 being the record date fixed for the purpose to exercise their right to vote in respect of the special resolution to be passed through Postal Ballot.

1.3 Remote E-voting period commenced on Thursday, 28<sup>th</sup> March, 2019 (09:00 A.M.) and ended on Friday, 26<sup>th</sup> April, 2019 (05:00 P.M.). Thereafter the portal was disabled by NSDL for voting.



1.4 After the time fixed for closing of the remote e-voting i.e. 05:00 p.m. on 26<sup>th</sup> April, 2019, a final report of the e-voting was generated by me through the NSDL e-voting website, <https://www.evoting.nsdl.com> in the presence of Mr. Vijay Kumar and Mr. Nitin Kumar Singh, both of whom are not in employment of the company. They have signed below in confirmation of the votes being unblocked in their presence:

  
Vijay Kumar

  
Nitin Kumar Singh

## 2. Postal Ballot Voting:

1. The Postal Ballots received by post by Company till the time fixed for closing of the Postal Ballot i.e. 05:00 p.m. on 26<sup>th</sup> April, 2019, were scrutinized and reconciled with the records maintained by the Company and the authorisations lodged with the Company on test check basis.

**The result of the scrutiny of the above Postal Ballot & E-Voting in respect of passing of the resolution contained in Postal Ballot Notice is as under:**

### I. Special Business

**Special Resolution No. 1: Reappointment of Mr. P.R. Khanna (DIN-00048800) as an Independent Director for a second consecutive term of 5 years.**

#### i) Voted in Favour of the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	50	19645962	99.948
Postal Ballot	18	6775	0.034
<b>Total</b>	<b>68</b>	<b>19652737</b>	<b>99.982</b>

#### ii) Voted against the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	7	3371	0.017
Postal Ballot	2	12	0.000
<b>Total</b>	<b>9</b>	<b>3383</b>	<b>0.017</b>



iii) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
Postal Ballot	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

II. Special Business

**Special Resolution No. 2: Reappointment of Mr. R. Parameswar (DIN-01879913) as an Independent Director for a second consecutive term of 2 years.**

i) Voted in Favour of the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	51	19645992	99.948
Postal Ballot	18	6775	0.034
<b>Total</b>	<b>69</b>	<b>19652767</b>	<b>99.982</b>

ii) Voted against the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	7	3371	0.017
Postal Ballot	2	12	0.000
<b>Total</b>	<b>9</b>	<b>3383</b>	<b>0.017</b>

iii) Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
Postal Ballot	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



### III Special Business

**Special Resolution No. 3: Reappointment of Ms. Bindu Saxena (DIN-00167802) as an Independent Director for a second consecutive term of 5 years.**

i) Voted in Favour of the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	54	19649118	99.964
Postal Ballot	18	6775	0.034
<b>Total</b>	<b>72</b>	<b>19655893</b>	<b>99.998</b>

ii) Voted **against** the Resolution:

Particulars	No. of Members who voted	No. of votes cast by them	% of total No. of Valid Votes Cast
Remote E-voting	3	215	0.001
Postal Ballot	2	12	0.000
<b>Total</b>	<b>5</b>	<b>227</b>	<b>0.001</b>

iii) Invalid Votes:

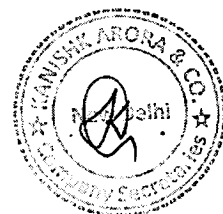
Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
Postal Ballot	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

### **3. The Consolidation of the aforesaid results is given as under:**

**Special Resolution 1: Reappointment of Mr. P.R. Khanna (DIN-00048800) as an Independent Director for a second consecutive term of 5 years.**

Particulars	E-Voting	Postal Ballot	Total	Percentage (%)
Assent	19645962	6775	19652737	99.982
Dissent	3371	12	3383	0.017

**Results- Passed with more than 3/4<sup>th</sup> of total votes in favour of the resolution**



**Special Resolution 2: Reappointment of Mr. R. Parameswar (DIN-01879913) as an Independent Director for a second consecutive term of 2 years**

Particulars	E-Voting	Postal Ballot	Total	Percentage (%)
Assent	19645992	6775	19652767	99.982
Dissent	3371	12	3383	0.017

**Results- Passed with more than 3/4<sup>th</sup> of total votes in favour of the resolution**

**Special Resolution 3: Reappointment of Ms. Bindu Saxena (DIN-00167802) as an Independent Director for a second consecutive term of 5 years**

Particulars	E-Voting	Postal Ballot	Total	Percentage (%)
Assent	19649118	6775	19655893	99.998
Dissent	215	12	227	0.001

**Results- Passed with more than 3/4<sup>th</sup> of total votes in favour of the resolution**

**Notes:**

1. The Postal Ballot papers and all other relevant records were sealed and handed over to the Compliance Officer authorised by the Board for safe keeping.

You may accordingly declare the results of the voting by postal ballot and remote E-voting.

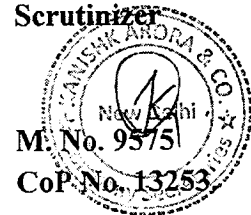
Thanking You.

Yours Faithfully.

**For Kanishk Arora & Co.**

*Company Secretaries*

**Kanishk Arora**  
Scrutinizer



**KANISHK ARORA**  
Company Secretary  
M. No. 9575 COP No.: 13253

Date: 26<sup>th</sup> April, 2019  
Place: New Delhi