

Insilco Limited

25th June, 2021

The Listing Department
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Scrip Code: 500211

Sub: Proceedings of the Extraordinary General Meeting of the Company held on 25th June, 2021

Ref: Regulations 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

The Extraordinary General Meeting (EGM) of the Members of the Company was convened on Friday, 25th June, 2021 at 02:00 p.m. through Video Conference (VC) / Other Audio Visual Means (OAVM) in compliance with the General Circular Nos.14/2020, 17/2020, 22/2020, 33/2020, 39/2020 dated 8th April 2020, 13th April 2020, 15th June 2020, 28th September, 2020 and 31st December, 2020 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 12th May 2020 and 15th January, 2021 respectively, issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Mr. Vinod Paremal, Managing Director, of the Company welcomed the members and informed that all members were at mute mode to avoid any disturbances from background noise. Mr. Vinod, thereafter, requested Mr. Dara P. Mehta, Chairman of the Board, to take the Chair pursuant to Article 60 of Articles of Association of the Company. Mr. Dara Phirozeshaw Mehta, Chairman of the Board, chaired the proceedings of the Meeting. The number of shareholders as on cut-off date 18th June, 2021 were 38,666. The details of number of shareholders that were present during the EGM are as follows:

Insilco Limited
Regd. Office & Works;
A-5, UPSIDC Indl. Area,
Bhartiagram, Gajraula - 244223
Distt. Amroha (U.P.)

Phone +91 9837823893
+919837923893
Fax +91 (5924) 252348
Email insilco@evonik.com
Website www.insilcoindia.com
CIN: L34102UP1988PLC010141

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Category	Promoter and Promoter Group (Through Proxy / Authorised Representative)	Public	Total
In Person	N.A	N.A	-
Video Conference	1	40	41

The Chairman welcomed everyone and called the meeting to order as requisite quorum was present. The Chairman thereafter, requested other Board Members to introduce themselves. The Chairman also formally acknowledged the participation of authorized representative of Statutory Auditors, M/s Price Waterhouse & Co Chartered Accountants LLP. Mr. Mehta further stated that the Company had taken all feasible efforts under the prevailing circumstances to enable members to participate through video conference and vote at the EGM.

Ms. Swati Surhatia, on the request of Chairman, briefed the members that the Extra Ordinary General Meeting was being held through video conference in accordance with the Companies Act 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI. She informed the members that facility for joining the EGM through audio-visual mode was made available for the members on a first-come-first-served basis. She also apprised the members that the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection was not available.

Ms. Swati further informed that the Company had received requests from few members to register them as speakers at the meeting and accordingly, the floor was be open for these members to ask questions or express their views. She added that members who have not cast their votes through remote e-voting and who are participating in this meeting will have an opportunity to cast their votes during the meeting through the e-voting system provided and administered by NSDL and the voting period for the same commenced at 02:00 p.m and shall be allowed till 15 minutes of conclusion of the meeting. Ms. Swati thereafter requested the Chairman to take over and to move the resolution to be considered at this EGM.

The Chairman took over and stated that since the resolution forming part of the Notice had already been voted on through remote e-voting therefore as provided in the Secretarial Standards on General Meetings, there would be no proposing and seconding of resolution. Further, necessary explanations relating to Items to be transacted at this EGM had been provided in the Explanatory Statement forming part of the Notice.

Thereafter, the following items of business as included in the notice convening the said Extra-Ordinary General Meeting were transacted:

1. Voluntary Liquidation of the Company
2. Appointment of Mr. Vinod Paremal (DIN: 08803466) as a Managing Director of the Company

The objective and implications of each of the business items contained in the Notice convening the EGM of the Company was briefed in the meeting.

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The Chairman informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting. The Company had appointed M/s APK & Associates, Practising Company Secretary, as the Scrutiniser for the purpose of scrutinising the process of remote e-voting held prior and e-voting during the EGM. Further, the Members were also informed by the Chairman that the result of E-voting and voting at the EGM will be announced within two working days from the conclusion of the Meeting and the results shall also be placed on the website of the Company and be intimated to National Securities Depository Limited and Bombay Stock Exchange where the securities of the Company are listed.

On the invitation of the Managing Director, Members who had registered themselves as speakers, addressed the Meeting through VC / OAVM and sought clarifications.

The meeting concluded at 02:24 p.m.

For Insilco Limited

Swati Surhatia
Company Secretary & Compliance officer

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