

# Insilco Limited

(Under voluntary liquidation wef 25.06.2021)

29<sup>th</sup> September 2023

The Secretary  
Bombay Stock Exchange Limited  
Corporate Relationship Department  
1st Floor, New Trading Ring  
Rotunda Building, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001

- Sub: 1. **Details of voting results of the Adjourned 35<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 27<sup>th</sup> September 2023 at 05:00 p.m. as per Regulation 44(3) of the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015 & amendments thereto. (Annexure-1)**
2. **Report of the Scrutinizer dated 28th September 2023, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules 2014 as amended.**

Ref : **Scrp Code: 500211**

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find details of the Voting Results of the Adjourned 35<sup>th</sup> Annual General Meeting of the Members of the Company held on Wednesday, 27<sup>th</sup> September 2023 at 05:00 P.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), in compliance with all the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020, 13<sup>th</sup> January 2021, 14<sup>th</sup> December 2021, 5<sup>th</sup> May 2022 and 28<sup>th</sup> December 2022 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIRP/P/2022/62 and SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated 12<sup>th</sup> May 2020, 15<sup>th</sup> January 2021, 13<sup>th</sup> May 2022 and 5<sup>th</sup> January 2023 respectively, issued by the Securities and Exchange Board of India ("SEBI Circulars"), without the physical presence of the Members at a common venue.

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting prior and e-voting during the AGM. The above are also being uploaded on the Company's website [www.insilcoindia.com](http://www.insilcoindia.com) and on the website of National Securities Depository Limited [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Regd. Office & Works;  
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Email [insilco2@gmail.com](mailto:insilco2@gmail.com)  
Website [www.insilcoindia.com](http://www.insilcoindia.com)  
CIN: L34102UP1988PLC010141

# Insilco Limited

(Under voluntary liquidation wef 25.06.2021)

| S . No. | Particulars of business  | Nature of Business | Mode of voting                                    |
|---------|--|--------------------|---|
| 1       | To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2023 along with the Reports of the Board of Directors and Auditors thereon. | Ordinary           | Remote e-voting prior and e-voting during the AGM |
| 2.      | To consider and appoint a Director in place of Mr. Christian Schlossnikl (DIN:07557639), who retires by rotation and being eligible, offers himself for re-appointment.                            | Ordinary           | Remote e-voting prior and e-voting during the AGM |

You are requested to please take the same on records.

Thanking you

Yours faithfully

**For Insilco Limited**  
**(Under Voluntary Liquidation)**

GEETIKA  
VARSHNEY

Digitally signed by  
GEETIKA VARSHNEY  
Date: 2023.09.29  
11:06:36 +05'30'

**Geetika Varshney**  
**Company Secretary & Compliance officer**

**M.No. A53579**

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A-5, UPSIDC Indl. Area,  
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Website www.insilcoindia.com  
CIN: L34102UP1988PLC010141

Annexure-I  
Insilco Limited  
Voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements), 2015

|  |  |
|--|--|
| Date of AGM  | 27th September, 2023 (Adjourned)<br>20th September, 2023 |
| Total number of shareholders as on the Cut-Off date :                          | 38,418   |
| No. of Shareholders present in the meeting either in person or through proxy : |  |
| Promoters and Promoter Group:  | N.A  |
| Public:  | N.A  |
| No. of shareholders attended the meeting through video conferencing /          |  |
| Promoters and Promoter Group:  | 1  |
| Public:  | 11   |

**Agenda-wise Disclosure**

The Mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.

| Resolution 1: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 along with the Reports of the Board of Directors and Auditors thereon.  |                |                    |                     |   |                         |                       |                                      |                                    |
|--|----------------|--------------------|---------------------|---|-------------------------|-----------------------|--------------------------------------|------------------------------------|
| Resolution required :Ordinary Resolution   |                |                    |                     |   |                         |                       |                                      |                                    |
| Whether Promoter/ Promoter Group interested in the agenda/ resolution: Promoter/ Promoter Group of the Company are not, in anyway concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in 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       | 45,853,315         | 45,853,315          | 100.0000                                | 45,853,315              | -                     | 100.0000                             | 0.0000                             |
|  | Poll           |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|  | Postal Ballot  |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|  | <b>Total</b>   | <b>45,853,315</b>  | <b>45,853,315</b>   | <b>100.0000</b>                         | <b>45,853,315</b>       | <b>-</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public- Institutional holders  | E-voting       | 202,820            | -                   | -                                       | -                       | -                     | -                                    | -                                  |
|  | Poll           |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|  | Postal Ballot  |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|  | <b>Total</b>   | <b>202,820</b>     | <b>-</b>            | <b>-</b>                                | <b>-</b>                | <b>-</b>              | <b>-</b>                             | <b>-</b>                           |
| Public- Others   | E-voting       | 16,658,865         | 160,596             | 0.9640                                  | 154,541                 | 6,055                 | 96.2297                              | 3.7703                             |
|  | Poll           |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|  | Postal Ballot  |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|  | <b>Total</b>   | <b>16,658,865</b>  | <b>160,596</b>      | <b>0.9640</b>                           | <b>154,541</b>          | <b>6,055</b>          | <b>96.2297</b>                       | <b>3.7703</b>                      |
| <b>Grand Total</b>   |                | <b>62,715,000</b>  | <b>46,013,911</b>   | <b>73.3699</b>                          | <b>46,007,856</b>       | <b>6,055</b>          | <b>99.9868</b>                       | <b>0.0132</b>                      |



**Resolution 2: To consider and appoint a Director in place of Mr. Christian Schlossnikl (DIN: 07557639), who retires by rotation and being eligible, offers himself for re-appointment.**

**Resolution required :Ordinary Resolution**

**Whether Promoter/ Promoter Group interested in the agenda/ resolution:** Promoter/ Promoter Group of the Company are not, in anyway concerned or interested, financially or otherwise,in the resolution, except to the extent of their shareholding in 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       | 45,853,315         | 45,853,315          | 100.0000                                | 45,853,315              | -                     | 100.0000                             | 0.0000                             |
|                               | Poll           |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|                               | Postal Ballot  |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|                               | <b>Total</b>   | <b>45,853,315</b>  | <b>45,853,315</b>   | <b>100.0000</b>                         | <b>45,853,315</b>       | <b>-</b>              | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public- Institutional holders | E-voting       | 202,820            | -                   | -                                       | -                       | -                     | -                                    | -                                  |
|                               | Poll           |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|                               | Postal Ballot  |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|                               | <b>Total</b>   | <b>202,820</b>     | <b>-</b>            | <b>-</b>                                | <b>-</b>                | <b>-</b>              | <b>-</b>                             | <b>-</b>                           |
| Public- Others                | E-voting       | 16,658,865         | 160,536             | 0.9637                                  | 154,481                 | 6,055                 | 96.2283                              | 3.7717                             |
|                               | Poll           |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|                               | Postal Ballot  |                    | -                   | -                                       | -                       | -                     | -                                    |                                    |
|                               | <b>Total</b>   | <b>16,658,865</b>  | <b>160,536</b>      | <b>0.9637</b>                           | <b>154,481</b>          | <b>6,055</b>          | <b>96.2283</b>                       | <b>3.7717</b>                      |
| <b>Grand Total</b>            |                | <b>62,715,000</b>  | <b>46,013,851</b>   | <b>73.3698</b>                          | <b>46,007,796</b>       | <b>6,055</b>          | <b>99.9868</b>                       | <b>0.0132</b>                      |

*Jeetika*





**Report of Scrutinizer**

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, as amended from time to time and as per MCA General Circular No. 14/2020 dated 08<sup>th</sup> April, 2020, General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, General Circular No. 20/2020 dated 05<sup>th</sup> May, 2020, General Circular No. 02/2021 dated 13<sup>th</sup> January, 2021, General Circular No. 19/2021 dated 08<sup>th</sup> December, 2021, General Circular No. 21/2021 dated 14<sup>th</sup> December, 2021, General Circular No. 2/2022 dated 05<sup>th</sup> May, 2022, General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 and other relevant circulars issued by the Ministry of Corporate Affairs and /pursuant to SEBI circular no. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January, 2023]

To,

The Chairman

**Insilco Limited**

A-5 UPSIDC Industrial Area,

Bhartiagram Gujraula, Distt. JP Nagar

Uttar Pradesh 244223

**Subject:** Consolidated Report for the 35<sup>th</sup> Adjourned Annual General Meeting held on Wednesday, the 27<sup>th</sup> September, 2023 at 05.00 p.m. IST through video conferencing ("VC")/other Audio Visual Means ("OAVM") on remote e-voting and e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration), Rule, 2014.

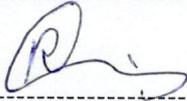
Dear Sir,

1. I, Ajay Kumar Prajapati, Proprietor of APK & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting as well as e-voting by the members on the resolutions contained in the notice of 35<sup>th</sup> Annual General Meeting.

The 35<sup>th</sup> Annual General Meeting of the Company was scheduled on Wednesday, 20<sup>th</sup> September, 2023 at 05.00 p.m. through VC/OAVM. However due to lack of quorum required, the said AGM was adjourned and rescheduled on Wednesday, 27<sup>th</sup> September, 2022 at 05.00 p.m. through VC/OAVM.



2. As the Scrutinizer, I have scrutinized:
  - (i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the notice calling AGM ("remote e-voting").
  - (ii) Process of e-voting at the AGM through electronic voting system ("e-voting").
3. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL).
4. The voting period for remote e-voting commenced on Friday, 15<sup>th</sup> September, 2023 at 9:00 A.M. (IST) and ended on Tuesday, 19<sup>th</sup> September, 2023 at 5:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter.
5. The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.
6. The shareholders of the Company holding shares as on the "cut-off" date Wednesday, September 13, 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.
7. The Management and liquidator of the Company are responsible to ensure the compliances with the requirements of the Companies Act, 2013, MCA Circulars, SEBI Circulars and Rules relating to voting on the resolutions contained in the notice of the AGM of the members of the Company.
8. My responsibility as scrutinizer for the remote e-voting and e-voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions contained in the Notice of AGM, based on reports generated from electronic voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide Remote-voting and e-voting facilities, engaged by the Company.
9. After the completion of e-voting process at the Annual General Meeting, the votes cast through e-voting at the Meeting and through remote e-voting prior to the date of Meeting were unblocked and downloaded on Wednesday, 27<sup>th</sup> September, 2023 at around 07.05 P.M (IST) in the presence of two witnesses, Mr. Ramniwas, R/o House No. 16A, B Block, Near MCD School, Qutub Vihar, Phase 1, Goyla Dairy, Qutab Pur, New Delhi-110071 and Ms. Kanika Sharma, R/o RZH-180, Street No. 06, Raj Nagar II, Palam Colony, New Delhi-110077 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



**Ramniwas**



**Kanika Sharma**



I now submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at the AGM.

**Resolution 1: Ordinary Resolution**

**To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 along with the Reports of the Board of Directors and Auditors thereon.**

| S. No        | Particulars                | No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|--------------|----------------------------|----------------------|---------------------------|---------------------------------------|
| 1            | In favor of the resolution | 69                   | 4,60,07,856               | 99.9868                               |
| 2            | Against the resolution     | 8                    | 6,055                     | 0.0132                                |
| <b>Total</b> |                            | <b>77</b>            | <b>4,60,13,911</b>        | <b>100</b>                            |

| Total Number of Members whose vote(s) were declared invalid | Total number of Vote(s) cast by them |
|---|--------------------------------------|
| Nil   | Nil                                  |

Resolution as set out in Item no. 1 has been duly passed with the requisite majority.

**Resolution 2: Ordinary Resolution**

**To consider and appoint a Director in place of Mr. Christian Schlossnikl (DIN: 07557639), who retires by rotation and being eligible, offers himself for re-appointment.**

| S. No        | Particulars                | No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|--------------|----------------------------|----------------------|---------------------------|---------------------------------------|
| 1            | In favor of the resolution | 68                   | 4,60,07,796               | 99.9868                               |
| 2            | Against the resolution     | 8                    | 6,055                     | 0.0132                                |
| <b>Total</b> |                            | <b>76</b>            | <b>4,60,13,851</b>        | <b>100</b>                            |

| Total Number of Members whose vote(s) were declared invalid | Total number of Vote(s) cast by them |
|---|--------------------------------------|
| Nil   | Nil                                  |



Resolution as set out in Item no. 2 has been duly passed with the requisite majority.

Thanking you!

**For APK & Associates,  
(Company Secretaries)**



**C.P. No.: 22365  
Membership No.: ACS 49295  
UDIN: A049295E001114249  
Place: New Delhi  
Date: 28.09.2023**

**DARA  
PHIROZESH  
AW MEHTA**

**Counter signature**

Digitally signed by DARA PHIROZESHAW  
MEHTA  
DN: c=IN, o=PERSONAL,  
pseudonym=d42c6d1c7f16441095b6903  
896c2475e,  
2.5.4.20=9c906a2c7958f8c4d010e8da87  
b8ec1174a5a651589204254d9b88c17a  
83384, postalCode=400005,  
st=MAHARASHTRA,  
serialNumber=742392fa312c1186ab0c  
647479bac550a65a72b452dabbda991  
173b6c6e8, cn=DARA PHIROZESHAW  
MEHTA  
Date: 2023.09.29 10:43:07 +05'30'