

Insilco Limited

(Under voluntary liquidation wef 25.06.2021)

19th September 2024

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 36th Annual General Meeting of the Company held on Wednesday, 18th September 2024 at 02:00 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 19th September 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules 2014 as amended.**

Ref : **Scrip 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 36th Annual General Meeting of the Members of the Company held on Wednesday, 18th September 2024 at 02:00 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 dated 8th April 2020, 17/2020 dated 13th April 2020 and other subsequent circulars issued in this regard, the latest being General Circular No. 09/2023 dated 25th September 2023, issued by the Ministry of Corporate Affairs ("MCA Circulars") has permitted the holding of the AGM through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the shareholders at a common venue upto 30th September 2024. The Securities and Exchange Board of India ('SEBI') pursuant to its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (the validity of which had been extended till December 31, 2021 by SEBI, vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021) and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and latest circular no SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 ("SEBI Circulars") has provided certain relaxations from compliance with certain provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Registered Office:
B-23, Sector-63, Noida
Uttar Pradesh-201301
India

Phone : +91 9837823893
+91 9837923893

Email : insilco2@gmail.com

Website: www.insilcoindia.com

CIN : L34102UP1988PLC010141

Insilco Limited

(Under voluntary liquidation wef 25.06.2021)

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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 and on the website of National Securities Depository Limited www.evoting.nsdl.com.

| 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 on 31 st March 2024 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 re-appoint 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: 2024.09.19
19:32:24 +05'30'

Geetika Varshney
Company Secretary & Compliance officer

M.No. A53579

Registered Office:
B-23, Sector-63, Noida
Uttar Pradesh-201301
India

Phone : +91 9837823893
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CIN : L34102UP1988PLC010141

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

| | |
|--|--|
| Date of AGM | 18th September, 2024 (Adjourned AGM) 11th September, 2024 |
| Total number of shareholders as on the Cut-Off date : | 38,399 |
| 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: | 10 |

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 on 31st March 2024 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 | 100.0000 | 45,853,315 | - | 100.0000 | 0.0000 |
| | Poll | 45,853,315 | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | | 45,853,315 | 45,853,315 | 100.0000 | 45,853,315 | - | 100.0000 |
| Public- Institutional holders | E-voting | | - | - | - | - | - | - |
| | Poll | 37,740 | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | | 37,740 | - | - | - | - | - |
| Public- Others | E-voting | | 131,171 | 0.7797 | 127,730 | 3,441 | 97.3767 | 2.6233 |
| | Poll | 16,823,945 | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | | 16,823,945 | 131,171 | 0.7797 | 127,730 | 3,441 | 97.3767 |
| Grand Total | | | 62,715,000 | 45,984,486 | 73.3229 | 45,981,045 | 3,441 | 99.9925 |

Resolution 2: To consider and re-appoint 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 | | - | - | - | - | - | - |
| | Total | 45,853,315 | 45,853,315 | 100.0000 | 45,853,315 | - | 100.0000 | 0.0000 |
| Public- Institutional holders | E-voting | 37,740 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 37,740 | - | - | - | - | - | - |
| Public- Others | E-voting | 16,823,945 | 131,171 | 0.7797 | 127,680 | 3,491 | 97.3386 | 2.6614 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 16,823,945 | 131,171 | 0.7797 | 127,680 | 3,491 | 97.3386 | 2.6614 |
| Grand Total | | 62,715,000 | 45,984,486 | 73.3229 | 45,980,995 | 3,491 | 99.9924 | 0.0076 |

Geethika




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]

To,
The Chairperson
Insilco Limited
(Under Voluntary Liquidation)
B-23, Sector 63, Noida, Gautam Buddha Nagar,
Noida, Uttar Pradesh, India, 201301

Subject: Consolidated Report of Scrutinizer on voting through e-voting system and through remote e-voting for the 36th Adjourned Annual General Meeting of INSILCO LIMITED held on Wednesday, September 18, 2024 at 02:00 pm (IST) through Video Conferencing / Other Audio Video Mode (VC/OAVM).

Dear Madam,

I, Nityanand Singh, Proprietor of M/s. Nityanand Singh & Co., Practicing Company Secretaries, having office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, has been appointed as Scrutinizer by the Board of Directors in pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, to conduct the remote e-voting and e-voting process in a fair and transparent manner on the resolutions contained in the notice of 36th Annual General Meeting ("AGM") of Insilco Limited issued in accordance with the General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') and SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and subsequent circulars issued in this regard, the latest circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (collectively referred to as 'SEBI Circulars').

The 36th Annual General Meeting of the Company was scheduled on Wednesday, September 11, 2024 at 02:00 P.M. (IST) through VC/OAVM. However due to lack of quorum required, the said AGM was adjourned and rescheduled on Wednesday, September 18, 2024 at 02:00 P.M. (IST) through VC/OAVM.

Pursuant to the aforementioned MCA Circulars and SEBI Circulars, the notice dated August 12, 2024 was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories.

The Company had availed an e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting and e-voting at the AGM by the Shareholders of the Company.



The voting period for remote e-voting commenced on Friday, September 06, 2024 at 09:00 A.M. (IST) and ended on Tuesday, September 10, 2024 at 05:00 P.M. (IST) and the remote e-voting module shall be disabled by NSDL for voting thereafter.

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.

The shareholders of the Company holding shares as on the "cut-off" date i.e., Wednesday, September 04, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management and Liquidator of the Company are responsible to ensure compliances with the requirements of the Act, rules, MCA Circulars and SEBI Circulars relating to remote e-voting prior and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour 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.

After the conclusion of the 36th Adjourned Annual General Meeting, the votes cast by the members through e-voting system and e-voting facility were downloaded on Wednesday, September 18, 2024 at around 04:17 P.M. (IST) in the presence of two witness Ms. Bhawna Bisht R/o GH-9, 620, Paschim Vihar, New Delhi-110087 and Ms. Payal R/o K-2nd, 734, Sangam Vihar, New Delhi- 110080 who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.



Bhawna Bisht



Payal

I now submit my consolidated report as under on the result of the remote e-voting and e-voting in respect of the said resolutions.

Ordinary Businesses:

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March 2024 along with the Reports of the Board of Directors and Auditors thereon.**

Summary of votes cast through remote e-voting and e-voting in favour and against the **Ordinary Resolution** is as under:



| S. No. | Particulars | No. of members who cast valid votes | Number of Valid Votes cast by them | % of total number of valid votes cast |
|--------------|--|-------------------------------------|------------------------------------|---------------------------------------|
| 1 | Total number of votes cast in favour of the Resolution | 64 | 4,59,81,045 | 99.9925 |
| 2 | Total number of votes cast against the Resolution | 8 | 3,441 | 0.0075 |
| Total | | 72 | 4,59,84,486 | 100 |

Invalid Votes - NIL

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

Summary of votes cast through remote e-voting and e-voting in favour and against the **Ordinary Resolution** is as under:

| S. No. | Particulars | No. of members who cast valid votes | Number of valid votes cast by them | % of total number of valid votes cast |
|--------------|--|-------------------------------------|------------------------------------|---------------------------------------|
| 1 | Total number of votes cast in favour of the Resolution | 63 | 4,59,80,995 | 99.9924 |
| 2 | Total number of votes cast against the Resolution | 9 | 3,491 | 0.0076 |
| Total | | 72 | 4,59,84,486 | 100 |

Invalid Votes - NIL

On the basis of above results, resolutions as set out in Item no. 1 and 2 have been duly passed with the requisite majority.

The voting results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 are enclosed with this report as an **Annexure I**.

Thanking you,
Yours truly

For Nityanand Singh & Co.
(Company Secretaries)



Nityanand Singh (Proprietor)
C.P. No.: 2388
Membership No.: 2668
UDIN: F002668F001249861

SONIA
PRASHA
R
Digitally signed
by SONIA
PRASHAR
Date: 2024.09.19
19:07:26 +05'30'

Counter sign

Place: New Delhi
Date: 19.09.2024

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

| | |
|--|--|
| Date of AGM | 18th September, 2024 (Adjourned AGM) 11th September, 2024 |
| Total number of shareholders as on the Cut-Off date : | 38,399 |
| 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: | 10 |

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 on 31st March 2024 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 | 100.0000 | 45,853,315 | - | 100.0000 | 0.0000 |
| | Poll | 45,853,315 | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | | 45,853,315 | 45,853,315 | 100.0000 | 45,853,315 | - | 100.0000 |
| Public- Institutional holders | E-voting | | - | - | - | - | - | - |
| | Poll | 37,740 | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | | 37,740 | - | - | - | - | - |
| Public- Others | E-voting | | 131,171 | 0.7797 | 127,730 | 3,441 | 97.3767 | 2.6233 |
| | Poll | 16,823,945 | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | | 16,823,945 | 131,171 | 0.7797 | 127,730 | 3,441 | 97.3767 |
| Grand Total | | | 62,715,000 | 45,984,486 | 73.3229 | 45,981,045 | 3,441 | 99.9925 |

Resolution 2: To consider and re-appoint 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 | | - | - | - | - | - | - |
| | Total | 45,853,315 | 45,853,315 | 100.0000 | 45,853,315 | - | 100.0000 | 0.0000 |
| Public- Institutional holders | E-voting | 37,740 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 37,740 | - | - | - | - | - | - |
| Public- Others | E-voting | 16,823,945 | 131,171 | 0.7797 | 127,680 | 3,491 | 97.3386 | 2.6614 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot | | - | - | - | - | - | - |
| | Total | 16,823,945 | 131,171 | 0.7797 | 127,680 | 3,491 | 97.3386 | 2.6614 |
| Grand Total | | 62,715,000 | 45,984,486 | 73.3229 | 45,980,995 | 3,491 | 99.9924 | 0.0076 |

Geethika

