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August 29, 2019

To,
Bombay Stock Exchange Limited
Corporate Relationship Department
P J Towers, Dalal Street,
Mumbai 400 001

Ref.: Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Disclosure of Voting Results of 33rd Annual General Meeting of the Company

Dear Sir,

At the 33rd AGM of the Company held on August, 28, 2019 at 10:30 a.m. at the registered office of the Company, all the business contained in the notice of the AGM dated 6th August, 2019 were transacted and approved by the shareholders with requisite majority. The details of the combined voting results (which includes the remote e-voting and Poll conducted at the AGM) in the format prescribed under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report are enclosed herewith.

Kindly acknowledge the receipt and take the same on your record.

Thanking you,

Yours faithfully,
For IND AGIV COMMERCE LIMITED

Tauseef

ACS Tauseef Ahmed
Company Secretary
M.No. A52806

TAUSEEF AHMED ★ M.NO.A52806 COMPANY SECRETARY

IND-AGIV COMMERCE LTD. MUMBAI

IND-AGIV COMMERCE LIMITED

Regd. Office: B-301, Kanara Business Centre, Off. Andheri - Ghatkopar Link Road, Near. Laxmi Nagar, Ghatkopar (East), Mumbai – 400 075.
Corp. Office: B-306/307, Kanara Business Centre, Off. Andheri - Ghatkopar Link Road, Near. Laxmi Nagar, Ghatkopar (East), Mumbai – 400 075.
Tel – 91-22-2500 3492 / 93 ▪ E-mail: info@agivavit.com ▪ www.agivavit.com ▪ CIN - L 32100MH 1986 PLC 039004
BRANCHS : DELHI, BENGALURU, LUDHIANA

S. S. Rauthan & Associates
Company Secretaries

CS Surjan Singh Rauthan
B.Com., F.C.S

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto]

To,
The Chairman
IND-AGIV Commerce Limited
(CIN:L32100MH1986PLC039004)
301 /B- Wing, 3rd Floor, Kanara Business Centre,
Laxmi Nagar, Ghatkopar (East), Mumbai - 400075.

Dear Sir,

I, Surjan Singh Rauthan (C.P. 3233), Practicing Company Secretary, Proprietor of M/s. S. S. Rauthan & Associates, Company Secretaries, has been appointed as a Scrutinizer by the Board of Directors of IND-AGIV- COMMERCE LIMITED (herein after referred as "the Company") for the purpose of scrutinizing the remote e-voting and voting undertaken at the venue of 33rd Annual General Meeting (AGM) of the Company held on Wednesday, 28th August, 2019 at Registered Office of the Company at 301 /B- Wing, 3rd Floor, Kanara Business Centre, Laxmi Nagar, Ghatkopar (East), Mumbai-400075 on the resolution contained in the Notice convening the said AGM and ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

The notice of the Annual General Meeting for convening the AGM along with explanatory statement setting out material facts according to the provisions of Section 102 of the Company Act, 2013 ("ACT") were sent to the shareholders on 03rd August, 2019 through permitted mode to be considered at the Annual General Meeting held on 28th August, 2019.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the Equity Shareholders of the Company.

The e-voting period commenced from Sunday, 25th August, 2019 at 9.00 a.m. and concluded on to Tuesday, 27th August, 2019 at 5.00 p.m.

The shareholder holding Equity Shares as at the closure of business hours on Wednesday, 21st August, 2019 (Cut-Off-Date) were entitled to vote on the proposed resolutions as set in the Notice of Annual General Meeting dated 30th July, 2019, and their shareholding as on that date has been reckoned with for the purpose of arriving at the result of the remote e-voting and voting by poll at the Meeting.

S. S. Rauthan & Associates C.P. No 3233 MUMBAI Company Secretaries

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Surjan Singh Rauthan
B.Com., F.C.S

Further, the Chairman has announced the poll at the Annual General Meeting for the shareholders who attended the meeting but has not cast their vote earlier through remote e-voting. After the time fixed for voting through poll at AGM venue i.e. between 11.00 a.m. to 11.45 a.m., ballot box kept for polling was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the record maintained by M/s Universal Capital Securities Private Limited, Registrar and Transfer Agent of the Company and the authorisations lodged with the Company.

Subsequently, the e-voting module was unblocked on Wednesday, 28th August, 2019 at 11.55 a.m. in presence of two witnesses, Mr. Shankar Shinde and Mr. Yogesh Palange who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness No.1	**Witness No.2**

Our report is based on Register of Voting, i.e. vote cast through remote e-voting and voting through poll at AGM.

The vote cast through poll papers and e-voting which were incomplete and /or otherwise found defective have been treated as invalid.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules made thereunder relating to poll and remote e-voting on the resolutions contained in the Notice of Annual General Meeting.

My responsibility as scrutinizer for the poll and remote e-voting to conduct the same in fair and transparent manner and to report of the votes cast in favor/ascent or against/dissent the resolutions proposed.

Based on the data downloaded from official website of CDSL for the e-voting process and further based on the votes cast through poll at the AGM, we now submit our consolidated report (e-voting and poll) as under:
The consolidated results of the valid remote e-voting together with that of voting at the venue of the AGM is as under:

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Item No.1 - As an Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019 and the Reports of the Directors' and Auditors thereon.

VOTES CAST IN FAVOR/ASCENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	5	28	0.0038
Poll	16	733946	99.9962
Total Voting	21	733974	100.0000

VOTES CAST AGAINST/DISSENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL

INVALID VOTES

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast
E-voting	NIL	NIL
Poll	1	7
Total Voting	1	7

Result: The Ordinary Resolution as set out in Item No.01 of the AGM Notice dated 30th July, 2019 has been approved by the shareholders unanimously.

S. S. Rauthan & Associates C.P. No. 3233 MUMBAI Company Secretaries

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Item No.2 - As an Ordinary Resolution:

To declare a dividend at the rate of Rs.0.50 (fifty Paise Only) per Equity Shares of Rs.10/- each

VOTES CAST IN FAVOR/ASCENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	5	28	0.0038
Poll	16	733946	99.9962
Total Voting	21	733974	100.0000

VOTES CAST AGAINST/DISSENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL

INVALID VOTES

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast
E-voting	NIL	NIL
Poll	1	7
Total Voting	1	7

Result: The Ordinary Resolution as set out in Item No.02 of the AGM Notice dated 30th July, 2019 has been approved by the shareholders unanimously.

S. S. Rauthan & Associates
C.P. No.
3233
MUMBAI
Company Secretaries

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S. S. Rauthan & Associates
Company Secretaries

CS Surjan Singh Rauthan
B.Com., F.C.S

Item No.3 - As an Ordinary Resolution:

Approval for re-appointment of Mr. Vasudev B. Rupani (DIN:01402074) as a Director of the Company who retires by rotation :

VOTES CAST IN FAVOR/ASCENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	5	28	0.0038
Poll	16	733946	99.9962
Total Voting	21	733974	100.0000

VOTES CAST AGAINST/DISSENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL

INVALID VOTES

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast
E-voting	NIL	NIL
Poll	1	7
Total Voting	1	7

Result: The Ordinary Resolution as set out in Item No.03 of the AGM Notice dated 30th July, 2019 has been approved by the shareholders unanimously.

S. S. Rauthan & Associates C.P. No. 3233 MUMBAI Company Secretaries

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Surjan Singh Rauthan
B.Com., F.C.S.

Item No.4 - As an Ordinary Resolution:

Approval for re-appointment of Ms. Sushila B. Rupani (DIN: 02662096) as a Director of the Company who retires by rotation:

VOTES CAST IN FAVOR/ASCENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	5	28	0.0038
Poll	16	733946	99.9962
Total Voting	21	733974	100.0000

VOTES CAST AGAINST/DISSENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL

INVALID VOTES

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast
E-voting	NIL	NIL
Poll	1	7
Total Voting	1	7

Result: The Ordinary Resolution as set out in Item No.04 of the AGM Notice dated 30th July, 2019 has been approved by the shareholders unanimously.

S. S. Rauthan & Associates C.P. No. 3233 MUMBAI Company Secretaries

Item No.5 - As an Ordinary Resolution:

Approval for ratification of appointment of M/s Shah & Bhosale, Chartered Accountants, (Firm Registration No.129657W) as Statutory Auditor of the Company:

VOTES CAST IN FAVOR/ASCENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	5	28	0.0038
Postal Ballot Forms	16	733946	99.9962
Total Voting	21	733974	100.0000

VOTES CAST AGAINST/DISSENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Postal Ballot Forms	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL

INVALID VOTES

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast
E-voting	NIL	NIL
Poll	1	7
Total Voting	1	7

Result: The Ordinary Resolution as set out in Item No.05 of the AGM Notice dated 30th July, 2019 has been approved by the shareholders unanimously.

S. S. Rauthan & Associates C.P. No. 3233 MUMBAI Company Secretaries

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Surjan Singh Rauthan
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Item No.6 - As a Special Resolution:

Approval for borrowing money in excess of net worth of the company from any one or more Banks, Directors under Section 180(1)(c) of the Companies Act, 2013:

VOTES CAST IN FAVOR/ASCENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	5	28	0.0038
Postal Ballot Forms	16	733946	99.9962
Total Voting	21	733974	100.0000

VOTES CAST AGAINST/DISSENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Postal Ballot Forms	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL

INVALID VOTES

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast
E-voting	NIL	NIL
Poll	1	7
Total Voting	1	7

Result: The Special Resolution as set out in Item No.06 of the AGM Notice dated 30th July, 2019 has been approved by the shareholders unanimously.

S. S. Rauthan & Associates C.P. No. 3233 MUMBAI Company Secretaries

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Item No.7- As a Special Resolution:

Approval for authorization to Board to sale, create charges, mortgages and/or hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company under Section 180(1)(a) of the Companies Act, 2013.

VOTES CAST IN FAVOR/ASCENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	5	28	0.0038
Postal Ballot Forms	16	733946	99.9962
Total Voting	21	733974	100.0000

VOTES CAST AGAINST/DISSENT OF THE RESOLUTION

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Postal Ballot Forms	NIL	NIL	NIL
Total Voting	NIL	NIL	NIL

INVALID VOTES

Mode of Voting	Number of Members voted through electronic means and Postal Ballot	Number of votes cast
E-voting	NIL	NIL
Poll	1	7
Total Voting	1	7

Result: The Special Resolution as set out in Item No.07 of the AGM Notice dated 30th July, 2019 has been approved by the shareholders unanimously.

S. S. Rauthan & Associates
C.P. No. 3233
MUMBAI
Company Secretaries

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We observed that:
a) 16 Members had cast their votes at the AGM.
b) 5 Members had cast their votes through remote e-voting.

Based on the aforesaid results, we report that 5 Ordinary Resolutions as set out in Items Nos. 1 to 5 and 2 Special Resolutions as set out in Item Nos.6 & 7 of the Notice dated July, 30 2019 for the 33rd AGM held on 28th August, 2019 have been passed unanimously.

All the relevant records of e-voting is under my safe custody until the Chairman of the Company considers, approves and signs the minutes of the 33rd Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,

For S. S. Rauthan & Associates
Company Secretaries

S. S. Rauthan & Associates C.P. No. 3233 MUMBAI Company Secretaries

Surjan Singh Rauthan
Proprietor
FRN: S1999MH026900
FCS No.4807 C.P. No.3233
Scrutinizer for Remote e-voting and e-voting at AGM Venue

Place: Mumbai
Date : 28th August, 2019

Countersigned

Tauseef Ahmed Abdul Rauf
Company Secretary
Membership No: A52806