ITL Industries Ltd.

Technology with Time .....

ITL/BSE/2023-24/41 **September 30, 2023**

To,
The BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street,
MUMBAI-400001

Online Filing at:-listing.bseindia.com
BSE Code: 522183

Sub. : Disclosure of Remote E-voting and E-voting Results in compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 in relation to 35th Annual General Meeting of the Company held on September 29, 2023.

Dear Sir,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and, we are enclosing herewith the details of Voting Results (Remote E-voting and E-voting) of 35th Annual General Meeting of the Company held on September 29, 2023 through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The Annual General Meeting of the Company commenced at 12:15 PM and concluded at 1:06 PM. The said results along with the consolidated report of the Scrutinizer are also being uploaded on the website of the Company at www.itl.co.in and Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

We are also uploading the above mentioned Voting Results (Remote E-voting and E-voting) in XBRL mode.

This is for your information and record purpose.

Thanking You,

Yours faithfully,
For **ITL Industries Limited**

MANOJ
MAHESHWARI

Digitally signed by MANOJ MAHESHWARI
DN: c=IN, postalCode=452010, st=MADHYA PRADESH, street=162 A PARAG NAGAR ,ROYAL BUNGLOW ,INDORE,SUKHLIYA ,452010, l=INDORE, o=Personal, serialNumber=b89339e2ccb821b46eabd8027169982df513be6422a4e12492a9e83c614acafd, pseudonym=dd972206bcdc4c74b16bde466c9b819e, 2.5.4.20=a54045f17de58e6cabeebb121098601eb766a9753d8a2d30d1e9435c4a135b46, email=MANOJMAHESHWARI3@GMAIL.COM, cn=MANOJ MAHESHWARI
Date: 2023.09.30 18:16:21 +05'30'

ManojMaheshwari
Company Secretary
M.N.: F-7878

ITL Industries Ltd. (Since 1985) a BSE listed Public Limited Co, ISO 9001:2015 Certified Company
Address : 111, Sector-B, Sanwer Road, Industrial Area, Indore-452015 (M.P.) BHARAT (India)
Phone :+91 731-7104400-409, Mktg +91 731-7104411-13, Sales +91 731-7104416, Fax :+91 731-7104410
E-mail : info@itl.co.in, Website : www.itl.co.in. CIN No. : L28939MP1989PLC005037 GSTIN : 23AAACI3932N1ZK

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Details of Voting Results

As per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations 2015, the Voting Results of the 35th Annual General Meeting of the Company are as follows

Sr. No.	Description	Particulars
1.	Venue, Date and Time of the Annual General Meeting	Annual General Meeting held through Video Conferencing (VC)/Other Audio Visual Means (OAVM) for which purpose the registered office of the company shall be deemed as the venue of the meeting. 29.09.2023 12.15 PM
2.	Total No. of Shareholders as on record date i.e. September 22, 2023 for the purpose of determine shareholders eligible to vote at Annual General Meeting	4987
3.	Number of Shareholders present in the Annual General Meeting either in person or proxy: Promoters and Promoters Group: Public:	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through Video Conferencing/ Other Audio-Visual Means
4.	Number of Shareholders attend the Annual General Meeting through video conferencing: Promoters and Promoters Group: Public: (Including Speaker Shareholder)	 8 38

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.				
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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend of Rs. 1/- per Equity Shares for the financial year 2022-2023.				
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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24860	39	99.8434	0.1566
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24860	39	99.8434	0.1566
Total		3204300	1354698	42.2775	1354659	39	99.9971	0.0029
					Whether resolution is Pass or Not.		Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Mahendra Jain (DIN: 00256047), who retires by rotation and being eligible, offers himself for re-appointment.				
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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Rajesh Jain (DIN: 01216467) as an Independent Director of 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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Cost Auditors' Remuneration				
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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Cost Auditors' Remuneration				
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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (7)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To consider and approve payment of Remuneration Mr. Niranjan Chakarborty (DIN 00443524) Non Executive & Independent Director in excess of the limits prescribed under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations

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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
					Whether resolution is Pass or Not.		Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve Material Related Party Transactions of 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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for increase in remuneration of Mr. Ravish Jain holding an office or place of profit 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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for increase in remuneration of Mr. Prakhar Jain holding an office or place of profit 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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
						Whether resolution is Pass or Not.	Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for increase in remuneration of Mr. Manish Jain holding an office or place of profit 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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
						Whether resolution is Pass or Not.	Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (12)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	Approval for increase in remuneration of Mr. Shekhar Jain holding an office or place of profit 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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
						Whether resolution is Pass or Not.	Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

Resolution (13)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Vinod Kumar Jain (DIN: 10289373) as an Non-Executive Inde-pendent Director				
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	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1441241	1329799	92.2676	1329799	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	24899	1.4123	24899	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1763059	24899	1.4123	24899	0	100.0000	0.0000
Total		3204300	1354698	42.2775	1354698	0	100.0000	0.0000
					Whether resolution is Pass or Not.		Yes	

On the basis of the above-mentioned voting results the Chairman declared that Resolution was passed by Requisite Majority

For **ITL Industries Limited**

Rajendra Jain

Digitally signed by Rajendra Jain
DN: c=IN, o=Personal,
2.5.4.20=0b8a0fb1c9de88d264472eba58478f7fd82a693c9bae2e17327f7e6583e15653, postalCode=452001,
st=Madhya Pradesh,
serialNumber=e72e1dfbea3515255bf5d845e1470d552925ea2f98a44fef6d70856399601cb9, cn=Rajendra Jain
Date: 2023.09.30 18:17:24 +05'30'

Rajendra Jain
Managing Director
DIN: 00256515
Date: 30.09.2023

SCRUTINIZER'S REPORT

For Consolidated Result for Remote E-Voting and E-Voting at the 35th Annual General Meeting of

ITL INDUSTRIES LIMITED

(held on Friday, 29th day of September, 2023 Commenced at 12.15 P.M. concluded at 1.06 P.M. and the deemed venue of the 35th Annual General Meeting was at the registered office situated at 111 Sector "B", Sanwer Road, Industrial Area, Indore- 452015 (MP)

ISHA GARG
M/s I G & ASSOCIATES
Company Secretaries
Office: 608-A, The One, 5 R.N.T. Marg, Indore-452001(MP)
Ph. 0731-4041303 Mob: 09009403008
e-mail:igassociatescs@gmail.com

IG & Associates

Company Secretaries
Office: 608-A, The One, 5, R.N.T. Marg, Indore-452001 (M.P.)
Ph: 0731-4041303 Mob: 09009403008
e-mail: igassociatescs@gmail.com

ISHA GARG
B.Sc, MBA, FCS

IG/ITL-SR/2023-24 **September 30, 2023**

To,
The Chairman of the Board of Directors/AGM of
ITL Industries Limited
111 Sector "B", Sanwer Road,
Industrial Area,
Indore - 452015 (MP)

Sub: Submission of the Consolidated Scrutinizer's Report for Remote E-Voting and E-Voting at the 35th Annual General Meeting (AGM held on Friday, the 29th day of September, 2023 at 12.15 P.M. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Sir,

We refer to our appointment made as the scrutinizer by the Board of Directors of ITL Industries Limited (The Company) vide Board Meeting held on dated 25th August, 2023, to scrutinize the remote E-Voting and E-voting at the 35th AGM conducted in a fair and transparent manner in respect of the below mentioned resolutions as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies Management and Administration Rules, 2014 (the rule), as amended, and the various circular issued by the Ministry of Corporate Affairs and SEBI for the 35th AGM of ITL Industries Limited held on Friday, the 29th day of September, 2023 at 12.15 PM through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") for which purposes the registered office of the company situated at 111 Sector "B", Sanwer Road, Industrial Area, Indore - 452015 (MP) was deemed as the venue for the meeting and the proceedings of the 35th AGM made thereat.

We have carried out the work as scrutinizer of the 35th AGM, commenced at 12.15 P.M. and concluded at 1.06 PM. on Friday, the 29th day of September, 2023 and scrutinized and reviewed the voting through remote E-Voting and voting by electronic mode through the platform provided by Central Depository Services India Limited (CSDL) for recording and voting and other technical support at the 35th AGM.

The Management of the Company is responsible to ensure compliance with the requirement of;

i. the Act, and Rules made thereunder;
ii. the MCA and Securities and Exchange Board of India, Circulars, as applicable; and
iii. the SEBI Listing obligations and Disclosure Requirement 2015, ("LODR") relating to e-voting on the resolutions contained in the notice calling of the 35th AGM.

The Management of the Company as well as CSDL is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Our responsibility as a Scrutinizer for the remote e-voting and vote through electronic mode is to make a Consolidate Scrutinizers' Report of the votes cast in "Favour" or "Against" or "Invalid" for the resolution stated in the Notice of the 35th AGM dated 25th day of August, 2023 based on the reports as generated and provided by CSDL, the authorized agency to provide remote e-voting facility and e-voting facility at the 35th AGM and for conducted meeting through VC/OAVM.

I, CS Isha Garg (FCS:9955 COP:12184) proprietor of M/s I G & Associates, Company Secretaries, Indore, (FRN: I2013MP1054000) submit my consolidated report for remote e-voting and e-voting at the 35th AGM along with the relevant details as under:

IG & ASSOCIATES FCS-9955 C.P. No. 12184 COMPANY SECRETARIES

Dispatch of Notice Converting the AGM:

i. The Company has informed that on the basis of the Register of Members and the details of beneficiaries of the equity shareholders of the Company as per records of the depositaries viz. CSDL and NDSL respectively made available by Ankit Consultancy Private Limited the Registrar and Share Transfer Agents ("RTA"), the RTA and CSDL have Completed dispatch of Notice of the 35th AGM dated 25th August, 2023 along with Annual Report for the Financial Year 2022-2023 by e-mail on 6th September 2023 to those Members/ beneficiaries who had registered their e-mail ids with the Company/RTA/Depositories.

ii. The Company also hosted the notice of the 35th AGM along with the Annual Report on its website: www.itl.co.in and also submitted to the same BSE Ltd.

iii. Notice of the 35th AGM through VC/OAVM was published in the news papers by the company in Free Press (in English) and Choutha Sansar (in Hindi) published on 8th September, 2023 as per the applicable rules and circulars of the MCA.

Cutoff date:

For ascertainment for eligibility for the voting right were reckoned as on Friday, 22nd September, 2023 being the cut-off date for the purpose of eligibility for e-voting by the members through the remote e-voting and voting through electronic mode at the 35th AGM.

Quorum:

As on the cut-off date, there were 4987 members holding total 3204300 equity shares of Rs. 10/- each, therefore there was a requirement of 15 Members present at the meeting to have valid quorum. However 46 members (including shareholders speakers) were present and attendant the 35th AGM through VC as per the Venue Attendance Report generated from CSDL portal.

Remote E-Voting Process:

i. The Company had appointed CSDL providing facility of casting votes by a members using remote e-voting system as well as e-voting on the day of the 35th AGM and allotted EVSN : 230905117on the same.

ii. The facility was provided for remote e-voting for the 35th AGM which commenced on Tuesday, 26th September 2023 at 9.00 AM (IST) remained open for 3 days ended on Thursday, 28th September 2023 at 5.00 PM (IST). The CDSL Remote E-voting facility was blocked by CSDL thereafter. The Company has also provided e-voting facilities to the shareholders who present at the 35th AGM through VC/OAVM and who has not casted their vote earlier through the remote e-voting.

Counting Process:

On Compliance of e-voting at the 35th AGM, we have unblocked the results of the remote e-voting and e-voting by Members at the 35th AGM, on the CSDL e-voting platform and downloaded the result for scrutiny.

Result:

a. As per the data provided by the CDSL, total 46 members were present (including shareholders speakers) at the meeting through VC/OAVM in the 35th AGM.

b. As per the data provided by the CDSL, total 26 Members voted through remote e-voting and 0 members had casted his vote through e-voting at AGM and 0 members has not exercise their voting rights in any manner.

c. After the closure of e-voting 35th AGM, the report on e-voting at the 35th AGM and the votes casted under remote e-voting facility prior to 35th AGM were unblocked in the presence of Mrs. Nishi Agrawal and Mr. Vijay Mohan Garg, witnesses who are not in the employment of the Company as prescribed under sub-rules 4 (xii) of Rule 20 of the Companies (Management and Administration) Rules 2014.

IG & ASSOCIATES
FCS-995
C.P. No. 12
COMPANY SECRETARIES

Report of the Scrutinizers to the Chairman of the Meeting:

a. I now submit the consolidated Scrutinizer's Report of the remote e-voting and e-voting at the 35th AGM in respect of the resolution placed before the 35th AGM as per Annexure-A with the Report .
b. I have scrutinized and reviewed the e-voting prior and during the 35th AGM and votes tendered therein based on the data downloaded from the CDSL e-voting system and validated with the list of members as on cut-off date Friday, 22nd September 2023 provided by the Ankit Consultancy Private Limited, the registrar and share transfer agent.
c. Based on the aforesaid result, we report that all the Ordinary Resolutions and /or Special Resolutions as set out in the notice of the 35th AGM dated 25th August, 2023 may be declared as that have been passed with requisite majority.
d. In the Resolutions No. 9 to 12, we did not consider the votes of share holders, who are interested in the Resolutions.
e. The registers all other papers and other relevant records relating to electronic voting shall remain in our safe custody until the chairman considers approved and declare the results for 35th AGM and the same shall thereafter be handed over to the Chairman/Company Secretary of the Company for safe keeping.

For I G & ASSOCIATES
COMPANY SECRETARIES
F.R. NO.: I2013MP1054000

IG & ASSOCIATES COMPANY SECRETARIES FCS-9955 C.P. No. 12184

CS ISHA GARG
(PROPRIETOR)
M. NO: FCS 9955 / CP: 12184
PEER REVIEW NO.: 914/2020
UDIN: F009955E001135992
Date : 30.09.2023
Place : Indore

Annexure-A

Consolidated Result of Remote E-Voting and E-Voting done at the 35th AGM of ITL Industries held on Friday, the 29th day of September, 2023.

Item No.1 Ordinary Resolution:
To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	26	1354698	0	0	26	1354698	100.000
Against	0	0	0	0	0	0	0.000
Total	26	1354698	0	0	26	1354698	100.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.2 Ordinary Resolution:
To declare dividend of Rs. 1/- per Equity Shares for the financial year 2022-2023.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	25	1354659	0	0	25	1354659	99.997
Against	1	39	0	0	1	39	0.003
Total	26	1354698	0	0	26	1354698	100.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority

Item No.3 Ordinary Resolution:
To appoint a Director in place of Mr. Mahendra Jain (DIN: 00256047), who retires by rotation and being eligible, offers himself for re-appointment.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	26	1354698	0	0	26	1354698	100.000
Against	0	0	0	0	0	0	0.000
Total	26	1354698	0	0	26	1354698	100.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

IG & ASSOCIATES
FCS-9955
C.P. No. 12184
COMPANY SECRETARIES

Item No.4 Special Business & Special Resolution:
Re-appointment of Mr. Rajesh Jain (DIN: 01216467) as an Independent Director of the Company.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	26	1354698	0	0	26	1354698	100.000
Against	0	0	0	0	0	0	0.000
Total	26	1354698	0	0	26	1354698	100.000

Result of Voting: I considered that, the aforesaid Special Resolutions may be declared as passed with Requisite Majority.

Item No.5 Ordinary Resolution:
Ratification of Cost Auditors' Remuneration.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	26	1354698	0	0	26	1354698	100.000
Against	0	0	0	0	0	0	0.000
Total	26	1354698	0	0	26	1354698	100.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.6 Ordinary Resolution:
Ratification of Cost Auditors' Remuneration.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	26	1354698	0	0	26	1354698	100.000
Against	0	0	0	0	0	0	0.000
Total	26	1354698	0	0	26	1354698	100.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

IG & ASSOCIATES
COMPANY SECRETARIES

Item No.7 Special Resolution:
To consider and approve payment of Remuneration Mr. Niranjan Chakarborty (DIN 00443524) Non Executive & Independent Director in excess of the limits prescribed under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	26	1354698	0	0	26	1354698	100.000
Against	0	0	0	0	0	0	0.000
Total	26	1354698	0	0	26	1354698	100.000

Result of Voting: I considered that, the aforesaid Special Resolutions may be declared as passed with Requisite Majority.

Item No.8 Ordinary Resolution:
To approve Material Related Party Transactions of the Company:

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	26	1354698	0	0	26	1354698	100.000
Against	0	0	0	0	0	0	0.000
Total	26	1354698	0	0	26	1354698	100.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.9 Ordinary Resolution:
Approval for increase in remuneration of Mr. Ravish Jain holding an office or place of profit in the company.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	22	590685	0	0	22	590685	100.000
Against	0	0	0	0	0	0	0.000
Total	22	590685	0	0	22	590685	100.000
Invalid Votes	4	764013	0	0	4	764013	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

IG & ASSOCIATES COMPANY SECRETARIES FCS-5955 C.P. No.

Item No.10 Ordinary Resolution:
Approval for increase in remuneration of Mr. Prakhar Jain holding an office or place of profit in the company.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	22	926333	0	0	22	926333	100.000
Against	0	0	0	0	0	0	0.000
Total	22	926333	0	0	22	926333	100.000
Invalid Votes	4	428365	0	0	4	428365	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.11 Ordinary Resolution:

Approval for increase in remuneration of Mr. Manish Jain holding an office or place of profit in the company.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	21	585364	0	0	21	585364	100.000
Against	0	0	0	0	0	0	0.000
Total	21	585364	0	0	21	585364	100.000
Invalid Votes	5	769334	0	0	5	769334	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.12 Ordinary Resolution:

Approval for increase in remuneration of Mr. Shekhar Jain holding an office or place of profit in the company.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	22	926333	0	0	22	926333	100.000
Against	0	0	0	0	0	0	0.000
Total	22	926333	0	0	22	926333	100.000
Invalid Votes	4	428365	0	0	4	428365	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

IG & ASSOCIATES FCS-5955 C.P. No. COMPANY SECRETARIES

Item No.13 Special Resolution:
Appointment of Mr. Vinod Kumar Jain (DIN: 10289373) as an Non-Executive Independent Director.

Particular	Remote E-Voting		E-Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	26	1354698	0	0	26	1354698	100.000
Against	0	0	0	0	0	0	0.000
Total	26	1354698	0	0	26	1354698	100.000

Result of Voting: I considered that, the aforesaid Special Resolutions may be declared as passed with Requisite Majority.

For I G & ASSOCIATES
COMPANY SECRETARIES
F.R. NO.: I2013MP1054000

I G & ASSOCIATES
FCS-9955
C.P. No. 12184
COMPANY SECRETARIES

CS ISHA GARG
(PROPRIETOR)
M. NO: FCS 9955 / CP: 12184
PEER REVIEW NO.: 914/2020
UDIN: F009955E001135992
Date : 30.09.2023
Place : Indore

We the undersigned witnessed that the votes were unblocked/finalized from the e-voting website of CSDL (www.evotingindia.com) and the votes were reckoned after the conclusion of the 35th AGM of the Company in our presence on 29th September, 2023.

Nishi
NISHI AGRAWAL

विजय मोहन गर्ग
VIJAY MOHAN GARG