



# INDSIL HYDRO POWER AND MANGANESE LIMITED

Regd. Office :  
"Indsil House",  
T.V. Samy Road (West), R.S. Puram  
Coimbatore - 641 002.  
Phone : (+91/0) (422) 4522922, 23  
Fax : (+91/0) (422) 4522925  
e-mail : [indsilho@indsil.com](mailto:indsilho@indsil.com)  
website : [www.indsil.com](http://www.indsil.com)  
CIN : L27101TZ1990PLC002849

December 16, 2022

To  
The Manager  
Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

Scrip Code: 522165

Dear Sir,

**Sub: Declaration of results on the voting on resolutions set out in the Postal Ballot Notice dated November 7, 2022**

Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), the consent of the Members of the Company was sought, for passing the resolution set out in the Postal Ballot Notice dated November 7, 2022 by means of voting through electronic means (remote e-voting) only.

Postal Ballot Notice containing the resolution together with the statement setting out material facts concerning the resolution set out in the Notice was sent through email to all the Members whose names appeared in the Register of Members / List of Beneficiaries as on November 11, 2022 ("cut-off date") and in accordance with the aforesaid MCA circulars, the Company had provided the Members the facility to vote through remote electronic voting only. The last date for receipt of voting through electronic means was Thursday, December 15, 2022, 5:00 PM. The Board of Directors at their meeting held on November 7, 2022, had appointed Mr. M D Selvaraj, FCS of M/s. MDS & Associates, Company Secretaries, Coimbatore, as Scrutinizer to conduct the postal ballot voting through remote electronic voting means in a fair and transparent manner and for the purpose of ascertaining the requisite majority.



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Accordingly, the Scrutinizer has submitted his report on postal ballot (remote e-voting) and based on his report, it is hereby declared that the resolution set out in the Postal Ballot Notice dated November 7, 2022, have been duly passed by the members of the Company with requisite majority. A copy of the report of the Scrutinizer dated December 16, 2022, is attached hereto.

The details of the voting results on the resolution passed through postal ballot process (remote e-voting) are given hereunder:

1.	Date of declaration of Postal Ballot Results	Friday, December 16, 2022
2.	Total number of Members as on cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights	11,121 (as on November 11, 2022)
3.	No. of shareholders in the meeting either in person or through proxy: Promoters and Promoter Group: Public	Not Applicable
4.	No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	Not Applicable
5	Mode of voting	Remote e-voting

## **Item No. 1 – Ordinary Resolution**

Appointment of Sri. Ganesan K (DIN: 09760661) as the Non-executive Non-Independent Director (Nominee of Sunmet Holdings India Private Limited) of the Company

Particulars	No. of remote e-votes	No. of shares	Percentage of valid votes
(a) Total remote e-votes received	97	1,77,05,262	-
(b) Less: Invalid ballot forms / abstained	-	-	-
(c) Net valid ballot forms / e-votes	97	1,77,05,262	100.00
- Assent	91	1,76,55,258	99.72
- Dissent	6	50,004	0.28

Accordingly, the above resolution has been declared as passed as an Ordinary Resolution with requisite majority.



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CIN : L27101TZ1990PLC002849

For INDSIL HYDRO POWER AND MANGANESE LIMITED

Date: 16.12.2022  
Place: Coimbatore



RAJKUMARI

Digitally signed by RAJKUMARI  
DN: c=IN, o=PERSONAL,  
pseudonym=9978b20d136641c1942b9128e673289f,  
2.5.4.20=a4c95877b81175d4df6f05759c16902a4408e3fe096419  
bbb094e65fac84f0d9, postalCode=641001, st=TAMIL NADU,  
serialNumber=2b03c247c62dd71ddf49e275d195fd7e640c03473  
0996dd44d51ffa08662c2ab, cn=RAJKUMARI  
Date: 2022.12.16 12:31:09 +05'30'

**Rajkumari R**  
**Company Secretary & Compliance Officer**

Encl: Scrutinizer Report dated December 16, 2022



"Surya Enclave", 37, Mayflower Avenue, Sowripalayam Road, Coimbatore - 641 028  
Phone : 0422-2318780, 2316755 E-mail : mds@mdsassociates.in

**SCRUTINIZER'S REPORT ON POSTAL BALLOT (REMOTE E-VOTING)**  
**CONDUCTED PURSUANT TO THE POSTAL BALLOT NOTICE**  
**DATED 7<sup>TH</sup> NOVEMBER 2022**

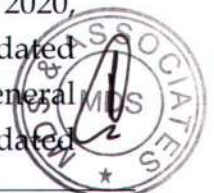
Date: 16<sup>th</sup> December 2022

To  
The Chairman  
**M/s. Indsil Hydro Power and Manganese Limited**  
(CIN: L27101TZ1990PLC002849)  
Indsil House, Door No. 103-107,  
T.V. Samy Road (West), R. S. Puram,  
Coimbatore - 641 002,  
Tamil Nadu

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot through Remote E-voting conducted pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant MCA circulars issued thereunder**

I, M D Selvaraj, FCS, Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. Indsil Hydro Power and Manganese Limited**, ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting for postal ballot carried out in accordance with the provisions of Sections 108 & 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act and Rules made thereunder, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated



December 8, 2021 and General Circular No. 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs, Government of India (hereinafter collectively referred to as "MCA Circulars") in respect of the resolution as set out in the Postal ballot Notice dated 7<sup>th</sup> November 2022.

### **Responsibility of the Management**

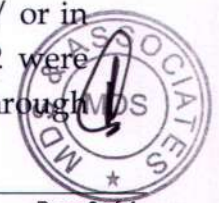
The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through Postal Ballot and electronic means on the resolution, as set out in the Postal Ballot Notice dated 7<sup>th</sup> November 2022.

### **Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the Postal Ballot through Remote E-voting process, is restricted to the preparation of the Scrutinizer's Report on the votes cast "in favour" or "against" the resolution, as set out in Item No.1 of the Postal Ballot Notice dated 7<sup>th</sup> November 2022, based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the Authorized Agency engaged by the Company for providing remote e-voting facilities.

Further in addition to the above, I submit my report as under:

- The Postal Ballot Notice dated 7<sup>th</sup> November 2022 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Tuesday, 15<sup>th</sup> November 2022 by the Registrar & Share Transfer Agent (RTA) viz. SKDC Consultants Limited through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on Friday, 11<sup>th</sup> November 2022 ("cut-off date") and who had registered their email ID with the Company/ RTA/ Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.
- The shareholders of the Company holding shares as on the "cut-off" date on Friday, 11<sup>th</sup> November 2022 were entitled to vote on the proposed resolution as set out in Item No. 1 of the Postal Ballot Notice.
- The remote e-voting period remained open from 9:00 AM on Wednesday, 16<sup>th</sup> November 2022 till 5:00 PM on Thursday, 15<sup>th</sup> December 2022. During the said period, the members of the Company, holding shares in physical and / or in dematerialized form, as on the cut-off date i.e., 11<sup>th</sup> November 2022 were entitled to vote on the resolution set out in the Notice of postal ballot through remote e-voting.



- The e-voting module of NSDL was disabled on Thursday, 15<sup>th</sup> December 2022 at 5:00 PM and I, as the Scrutinizer, unblocked the votes cast, on Thursday, 15<sup>th</sup> December 2022 at 5:55 PM in the presence of Mr. Sarathraj S and Ms. Pooja Lakshmi S, who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).
  
- I have scrutinized the remote e-voting for the postal ballot and the votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).

I now hereby submit my report on the result of the remote e-voting in respect of the said resolution, as under:



**Resolution No: 1**

**Ordinary resolution**

Appointment of Sri. Ganesan K (DIN: 09760661) as the Non-executive Non-Independent Director (Nominee of Sunmet Holdings India Private Limited) of the Company

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Number of Members Voted through electronic voting system	Number of votes cast in favour of the resolution	Percentage of Total Number of votes cast
91	1,76,55,258	99.72

**VOTES CAST AGAINST THE RESOLUTION**

Number of Members Voted through electronic voting system	Number of votes cast against the resolution	Percentage of Total Number of votes cast
6	50,004	0.28

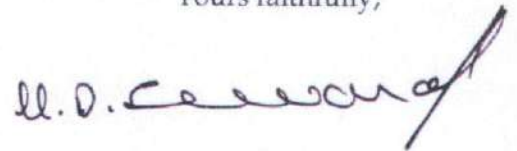
**INVALID VOTES**

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
Nil	Nil

Note: Thus, the Ordinary Resolution as given in Item No. 1 may be considered as passed with requisite majority.

*Based on the Scrutinizer's Report  
 Resolution No. 1 has been passed  
 with requisite majority*

Yours faithfully,



**For INDSIL HYDRO POWER AND MANGANESE LIMITED**



  
**DIRECTOR**  
 DIN: 09760661

**MDS & ASSOCIATES**  
 Prop : M.D.SELVARAJ M.Com, MBA,FCS,  
 COMPANY SECRETARY IN PRACTICE  
 FCS - 960, CP - 411  
 "SURYA" 35, MAYFLOWER AVENUE  
 SOWRIPALAYAM ROAD, COIMBATORE - 641 028  
**UDIN: F000960D002727521**