INDO COTSPIN LIMITED

REGD. OFF: DELHI MILE STONE 78 K.M, G.T, ROAD,N.H-1 VILLAGE JHATTIPUR
POST BOX NO. 3 ,POST OFFICE SAMALKHA, PANIPAT-132103(HARYANA) INDIA

CIN: L17111HR1995PLC032541 , ISIN: INE407P01017
SCRIP CODE: 538838 , SCRIP ID: ICL , PAN NO. AAACI4596A
EMAIL ID: rajpalaggarwal2000@yahoo.com , www.indocotspin.com
EMAIL ID : info@indocotspin.com , 9896034879

To,
The Shareholders of INDO COTSPIN LIMITED
And
To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Re: 25th Annual General Meeting of the Equity Shareholders of Indo Cotspin Limited held on Saturday, 29th August, 2019 at 11.30 A.M. at the registered office of the Company at Delhi Mile Stone 78 K.M, NH-1 ,G.T, Road, Village Jhattipur,Post Box No. 3 , Post Office, Samalkha, Panipat-132103 (Haryana)

Declaration of Results of remote e-voting and poll

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 25th Annual General Meeting (AGM). The remote e-voting period commences on 26th August, 2019 (9:00 a.m. IST) and ends on 28th August, 2019 (5:00 p.m. IST). Shareholder of the Company were entitled to cast their votes electronically, who were holding shares of the Company as on the cut-off date 22nd August, 2019.

In the AGM, the Chairman of the Company had called for a Poll to facilitate the members present in the meeting, who could not participate in the remote e-voting to record their votes through the poll process. Therefore, at the AGM, voting was conducted by means of poll.

After the closure of remote e-voting and on the basis of Poll at the AGM; and on the basis of the report from the Scrutinizer on the remote e-voting and Poll at AGM; the Consolidated Results on each of the resolutions is as follows:

Sl. No.	Particulars of resolution	Ordinary/ Special resolution	Voting	No. of Shareholders Voted	Votes in favour		Votes Against		Invalid Votes
					No. of Shares	% of total valid Votes	No. of Shares	% of total valid Votes	No. of Shares
1	Adoption of Financial Statements	Ordinary Resolution	E-voting	6	111	100	0	0	0
			Poll	6	583295	100	0	-	0
			Total	12	583406	100	**0**	**0**	**0**

2	Re-Appointment of Director	Ordinary Resolution	E-voting	6	111	100	0	0	0
			Poll	6	583295	100	0	0	0
			Total	12	583406	0	**0**	**0**	**0**
3	Ratification of Appointment of Auditors.	Ordinary Resolution	E-voting	6	111	0	0	0	0
			Poll	6	583295	100	0	-	0
			Total	12	583406	100	**0**	**0**	**0**
4	Appointment of Mr. Shubham Singla, Independent Director	Special Resolution	E-voting	6	111	100	0	0	0
			Poll	6	583295	100	0	0	0
			Total	12	583406	100	**0**	**0**	**0**
5	Appointment of Ms. Shally Aggarwal woman Independent Director	Special Resolution	E-voting	6	111	100	0	0	0
			Poll	6	583295	100	0	0	0
			Total	12	583406	100	**0**	**0**	**0**

Accordingly, in view of the above, all Resolutions as set out in the Notice of the Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For Indo Cotspin Limited

INDO COTSPIN LIMITED Director

Bal Kishan Aggarwal
Chairman
DIN: 00456219

Date: 29th August, 2019
Place: Panipat
Encl.: a.a.

M/s. Kumar Dinesh & Associates

Company Secretaries
Room No. 7, Chaturbhuj Leelawati Charitable Trust Building,
Geeta Mandir Road, Panipat 132103
ACS-32489; CP-12307 , Ph:9254107191

Combined Scrutinizer Report for e-voting & Poll for the purpose of the 25th Annual General meeting of INDO COTSPIN LIMITED

To,
The Chairman,
INDO COTSPIN LIMITED
Delhi Mile Stone 78 KM, NH-1 , GT Road
Village Jhattipur, Post Office Samalkha
Panipat-132103 (Haryana)

Re: 25th Annual General Meeting of the Equity Shareholders of Indo Cotspin Limited held on Thursday, 29th August, 2019 at 11.30 A.M. at the registered office of the Company at Delhi Mile Stone 78 K.M, NH-1 , G.T, Road, Village Jhattipur, Post Box No. 3 ,Post Office, Samalkha, Panipat-132103 (Haryana)

Dear Sir,

Pursuant to the Resolution passed by the Board of Indo Cotspin Limited (hereinafter referred to as the **"Company"**), in terms of Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended till date), the undersigned has been appointed as the Scrutinizer for the remote e-voting process for the purpose of Annual general Meeting (AGM) of the Company and also for the purpose of Poll at the said AGM.

The undersigned has submitted separate Scrutinizer Report in respect of remote e-voting and poll conducted at the aforesaid AGM.

To facilitate the Company to declare the result on the resolutions; the undersigned is submitting the combined scrutinizer comprising of votes cast by the shareholders through the e-voting process and through the Poll process at the AGM:

The result of the E-voting together with the votes cast at the Poll conducted the AGM is as under:

Sl. No.	Particulars of resolution	Ordinary/ Special resolution	Voting	No. of Shareholders Voted	Votes in favour		Votes Against		Invalid Votes
					No. of Shares	% of total valid Votes	No. of Shares	% of total valid Votes	No. of Shares
1	Adoption of Financial Statements	Ordinary Resolution	E-voting	6	111	100	0	0	0
			Poll	6	583295	100	0	0	0
			Total	12	583406	100	**0**	**0**	**0**
2	Re-appointment of Mr RajPal Aggarwal, Whole-Time Director	Ordinary Resolution	E-voting	6	111	100	0	0	0
			Poll	6	583295	100	0	0	0
			Total	12	583406	100	**0**	**0**	**0**
3	Appointment of Auditors.	Ordinary Resolution	E-voting	6	111	100	0	0	0
			Poll	6	583295	100	0	0	0
			Total	12	**583406**	100	**0**	**0**	**0**
4	Appointment of Mr. Shubham Singla, Independent Director	Special Resolution	E-voting	6	111	100	0	0	0
			Poll	6	583295	100	0	0	0
			Total	12	**583406**	100	**0**	**0**	**0**
5	Appointment of Ms. Shally Aggarwal woman Independent Director	Special Resolution	E-voting	6	111	100	0	0	0
			Poll	6	583295	100	0	0	0
			Total	12	**583406**	100	**0**	**0**	**0**

You may accordingly declare the result of the voting and take other necessary steps in this regard.

Thanking You,
For Kumar Dinesh & Associates
Company Secretaries

KUMAR DINESH & ASSOCIATES Company Secretaries PANIPAT

Lalita Bansal
ACS - 32489; C.P. No. 12307

Date: 29th August, 2019
Place: Panipat

M/s. Kumar Dinesh & Associates

Company Secretaries
Room No. 7, Chaturbhuj Leelawati Charitable Trust Building,
Geeta Mandir Road, Panipat 132103
ACS-32489; CP-12307 , Ph:9254107191

Scrutinizer's Report on Remote E-voting carried out for the purpose of the Annual General Meeting of INDO COTSPIN LIMITED

To,
The Chairman,
INDO COTSPIN LIMITED
Delhi Mile Stone 78 KM, NH-1, GT Road
Village Jhattipur, Post Office Samalkha
Panipat-132103 (Haryana)

Re: 25th Annual General Meeting of the Equity Shareholders of Indo Cotspin Limited held on Thursday, 29th August, 2019 at 11.30 A.M. at the registered office of the Company at Delhi Mile Stone 78 K.M, NH-1 , G.T, Road, Village Jhattipur, Post Box No. 3 ,Post Office, Samalkha, Panipat-132103 (Haryana)

Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended till date)

Dear Sir,
Pursuant to the Resolution passed by the Board of **Indo Cotspin Limited** (hereinafter referred to as the **"Company"**), the undersigned has been appointed as the Scrutinizer for the remote e-voting process in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014(as amended till date).
In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended till date), the Company had provided to their shareholders, the facility to exercise their right to the vote at the Annual General Meeting by electronic means through remote e-Voting Services provided by National Securities Depository Limited (NSDL).
The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under, provisions of the listing agreement and other applicable provisions, relating to voting through electronic means on the resolution contained in the notice to the AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted only to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by NSDL, the authorized agency to provide e-voting facilities, engaged by the Company.

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

a. remote e-voting period commences on **26th August, 2019** (9:00 a.m. IST) and ends on **28th August, 2019** (5:00 p.m. IST).
b. Shareholder of the Company were entitled to cast their votes electronically, who were holding shares of the Company as on the cut-off date – **22nd August, 2019**.

c. The e-voting results with details of equity shareholders who have voted in favours of the Resolutions or against the Resolutions and those who have abstained from voting were

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downloaded from the website of National Securities Depository Ltd (NDSL), i.e., (https://www.evoting.nsdl.com/).

As a scrutinizer the report of the remote e-Voting carried out by the shareholders was duly complied, the details of which are as follows:

Sl. No.	Particulars of resolution	Ordinary/ Special resolution	No. of Shareholders Voted	Votes in favour		Votes Against		Invalid Votes
				No. of Shares	% of total valid Votes	No. of Shares	% of total valid Votes	No. of Shares
1	Adoption of Financial Statements	Ordinary Resolution	6	111	100	0	0	0
2	Re-appointment of Mr. RajPal Aggarwal, Whole-Time Director	Ordinary Resolution	6	111	100	0	0	0
3	Appointment of Auditors	Ordinary Resolution	6	111	100	0	0	0
4	Appointment of Mr. Shubham Singla, Independent Director	Special Resolution	6	111	100	0	0	0
5	Appointment of Ms. Shally Aggarwal woman Independent Director	Special Resolution	6	111	100	0	0	0

You may accordingly declare the result of the voting in due course and take other necessary steps in this regard.

Thanking You,

For Kumar Dinesh & Associates
Company Secretaries

KUMAR DINESH & ASSOCIATES Company Secretaries PANIPAT

Lalita Bansal
ACS - 32489; C.P. No. 12307

Witness (not in employment of the Company), in whose presence the voting was unlocked by the Scrutinizer:

1.

Signature
Name RAVI RAHEJA
Address 359/10 Near New Subzi Mandi

2.

Signature
Name SAHIL
Address 48/14 ROHTAK GATE GOHANA

Date: 29th August, 20199
Place: Panipat

M/s. Kumar Dinesh & Associates

Company Secretaries
Room No. 7, Chaturbhuj Leelawati Charitable Trust Building,
Geeta Mandir Road, Panipat 132103
ACS-32489; CP-12307 , Ph:9254107191

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
INDO COTSPIN LIMITED
Delhi Mile Stone 78 KM,NH-1 , GT Road
Village Jhattipur, Post Office Samalkha
Panipat-132103 (Haryana)

Re: 25th Annual General Meeting of the Equity Shareholders of Indo Cotspin Limited held on Thursday, 29th August, 2019 at 11.30 A.M. at the registered office of the Company at Delhi Mile Stone 78 K.M, NH-1 , G.T, Road, Village Jhattipur, Post Box No. 3 ,Post Office, Samalkha, Panipat-132103 (Haryana)

Dear Sir,

I, Lalita Bansal, Company Secretaries, G-3, Industrial Area, Sarawati Vihar, Panipat, 132103, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 24th Annual General Meeting of the Equity Shareholders of Indo Cotspin Limited held on 29th September, 2018, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the Poll is as under

KUMAR DINESH & ASSOCIATES Company Secretaries PANIPAT

(A) Ordinary Resolution – Item No.1
Adoption of Financial Statements

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	12	583406	100
(ii) Voted against the resolution	0	-	-
	Total number of members (in person or by proxy) whose votes were declared invalid	**Total Number of votes cast by them**	
(iii) Invalid votes	0	-	

(B) Ordinary Resolution – Item No. 2
Re-Appointment of Director

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	12	583406	100
(ii) Voted against the resolution	0	-	-
	Total number of members (in person or by proxy) whose votes were declared invalid	**Total Number of votes cast by them**	
(iii) Invalid votes	0	-	

KUMAR DINESH & ASSOCIATES
Company Secretaries
PANIPAT

(C) Ordinary Resolution – Item No. 3
Ratification of Appointment of Auditors

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	12	583406	100
(ii) Voted against the resolution	0	-	-
	Total number of members (in person or by proxy) whose votes were declared invalid	**Total Number of votes cast by them**	
(iii) Invalid votes	0	-	

(D) Special Resolution – Item No. 4

Appointment of Mr. Shubham Singla Independent Director

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	12	583406	100
(ii) Voted against the resolution	0	-	-
	Total number of members (in person or by proxy) whose votes were declared invalid	**Total Number of votes cast by them**	
(iii) Invalid votes	0	-	

(E) Special Resolution – Item No.5

Appointment of Ms. Shally Aggarwal Woman Independent Director

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Company Secretaries
PANIPAT

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	12	583406	100
(ii) Voted against the resolution	0	-	-
	Total number of members (in person or by proxy) whose votes were declared invalid	**Total Number of votes cast by them**	
(iii) Invalid votes	0	-	

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary, authorized by the Board for safe keeping.

In connection with the aforesaid annual general meeting and voting thereat, it is clarified that the Management of the Company is responsible for compliance with the requirements of the Companies Act, 2013 and rules made there under, provisions of the listing agreement and other applicable provisions. My responsibility as a Scrutinizer is restricted only to the extent of scrutinizing the Ballot Papers and other responsibilities as per Rule 21 of the Companies (Management & Administration) Rules, 2014.

For Kumar Dinesh & Associates
Company Secretaries

KUMAR DINESH & ASSOCIATES Company Secretaries PANIPAT

Lalita Bansal
ACS - 32489; C.P. No. 12307

Witness (not in employment of the Company), in whose presence the ballot box was opened by the Scrutinizer:

1.

Signature
Name RAVI RAHEJA
Address 359/10 Near New Subzi Mandi Panipat

2.

Signature
Name SAHIL
Address 48/14 ROHTAK GATE GOHANA

Date: 29th August, 2019
Place: Panipat

Received and Signed by Mr. Bal Kishan Aggarwal, Chairman

INDO COTSPIN LIMITED Director

Signature
(Bal Kishan Aggarwal)