



# Indo COTSPIN Limited

Regd. Off/Works : Delhi Mile Stone, 78 K.M. G. T. Road, , NH-1, Village Jhattipur,  
Post Box No. 3, Post Office Samalkha, Distt. Panipat-132103 Haryana  
CIN : L17111HR1995PLC032541

**TO,**  
**The Shareholders of INDO COTSPIN LIMITED**

**AND**

**To,**  
Delhi Stock Exchange Ltd      Jaipur Stock Exchange Ltd      Ahmedabad Stock Exchange Ltd  
DSE House      Stock Exchange Building, JLN      Kamdhenu Complex, Opp.  
3/1, Asaf Ali Road      Marg, Malviya Nagar, Jaipur-      Sahajanand College, Panjana  
New Delhi 110 002      302017, Rajasthan      Pole, Ahmedabad-380015

**20<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON 30<sup>TH</sup> SEPTEMBER, 2014 AT 11.30 A.M. AT DELHI MILE STONE 78 KM, GT ROAD, N.H-1, VILLAGE JHATTIPUR, POST OFFICE SAMALKHA, PANIPAT-132103 (HARYANA)**

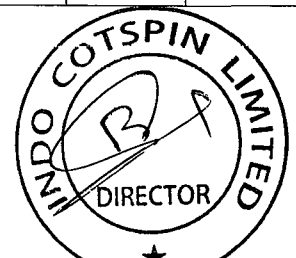
### Declaration of Results of e-voting and poll

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 20<sup>th</sup> Annual General Meeting (AGM). The e-voting was open for three days from, 22<sup>nd</sup> September, 2014 (10.00 a.m.) to 24<sup>th</sup> September, 2014 (6.00 p.m.).

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 e-voting to record their votes through the poll process. Therefore, at the 20<sup>th</sup> AGM, voting was conducted by means of poll.

After the closure of e-voting and on the basis of Poll at the AGM; and on the basis of the report from the Scrutinizer on the 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
					No. of Shares	% of total valid Votes	No. of Shares	% of total valid Votes	
1	Adoption of Financial Statements for the financial year ended 31 <sup>st</sup> March, 2014	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
2	Re-appointment of director retiring	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0



	by rotation- Mr. Raj Pal Aggarwal		<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
3	Appointment of Auditors	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
4	Appointment of Mr. Pawas Aggarwal as an Independent Director	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
5	Appointment of Mr. Vinod Kumar Garg as an Independent Director	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
6	Appointment of Mrs. Saroj Garg as an Independent Director	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
7	Appointment of Mr. Anil Aggarwal as an Independent Director	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
8	Appointment of Mr. Ankush Aggarwal as an Independent Director	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>

Accordingly, in view of the above, all Resolutions as set out in the Notice of 20<sup>th</sup> Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Fair summary of proceedings of the Annual General Meeting is enclosed herewith.

For Indo Cements Limited



**Bal Kishan Aggarwal**  
Chairman

**DIN: 00456219**

Date: 3<sup>rd</sup> October, 2014

Place: Panipat

Encl.: a.a.

**LALITA BANSAL**  
**COMPANY SECRETARIES**  
**G-3, INDUSTRIAL AREA, SARAWATI VIHAR**  
**PANIPAT-132103**  
**ACS-32489, CP. NO. 12307**  
**MOBILE NO. 09254107191, E-MAIL: csparveenbansal@gmail.com**

**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, GT Road, N.H-1  
Village Jhattipur, Post Office Samalkha  
Panipat-132103 (Haryana)

**Re: 20<sup>th</sup> Annual General Meeting of the Equity Shareholders of Indo Cotspin Limited held on 30<sup>th</sup> September, 2014 at 11.30 A.M. at Delhi Mile Stone 78 KM, GT Road, N.H-1, Village Jhattipur, 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 20<sup>th</sup> Annual General Meeting of the Equity Shareholders of Indo Cotspin Limited held on 30<sup>th</sup> September, 2014 at 11.30 A.M. at Delhi Mile Stone 78 KM, GT Road, Village Jhattipur, Post Office Samalkha, Panipat-132103 (Haryana), 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



**(A) Ordinary Resolution – Item No.1**

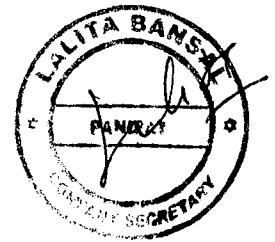
**Adoption of Financial Statements**

	<b>Number of Members Present and voting (in person or by proxy)</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
(i) Voted in favour of the resolution	20	2434050	100
(ii) Voted against the resolution	0	-	-
	<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes cast by them</b>	
(iii) Invalid votes	0	-	

**(B) Ordinary Resolution – Item No. 2**

**Re-appointment of director retiring by rotation- Mr. Raj Pal Aggarwal**

	<b>Number of Members Present and voting (in person or by proxy)</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
(i) Voted in favour of the resolution	20	2434050	100
(ii) Voted against the resolution	0	-	-
	<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes cast by them</b>	
(iii) Invalid votes	0	-	



**(C) Ordinary Resolution – Item No. 3**

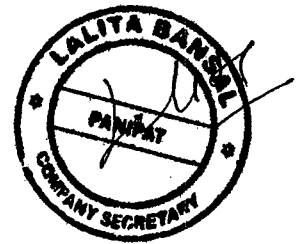
**Appointment of Auditors**

	<b>Number of Members Present and voting (in person or by proxy)</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
(i) Voted in favour of the resolution	20	2434050	100
(ii) Voted against the resolution	0	-	-
	<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes cast by them</b>	
(iii) Invalid votes	0	-	-

**(D) Ordinary Resolution – Item No. 4**

**Appointment of Mr. Pawas Aggarwal as an Independent Director**

	<b>Number of Members Present and voting (in person or by proxy)</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
(i) Voted in favour of the resolution	20	2434050	100
(ii) Voted against the resolution	0	-	-
	<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes cast by them</b>	
(iii) Invalid votes	0	-	-



**(E) Ordinary Resolution – Item No. 5**

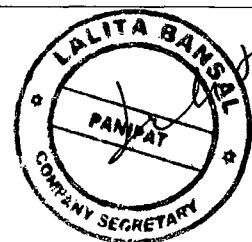
**Appointment of Mr. Vinod Kumar Garg as an Independent Director**

	<b>Number of Members Present and voting (in person or by proxy)</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
(i) Voted in favour of the resolution	20	2434050	100
(ii) Voted against the resolution	0	-	-
	<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes cast by them</b>	
(iii) Invalid votes	0	-	-

**(F) Ordinary Resolution – Item No. 6**

**Appointment of Mrs. Saroj Garg as an Independent Director**

	<b>Number of Members Present and voting (in person or by proxy)</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
(i) Voted in favour of the resolution	20	2434050	100
(ii) Voted against the resolution	0	-	-
	<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes cast by them</b>	
(iii) Invalid votes	0	-	-



**(G) Ordinary Resolution – Item No. 7**

**Appointment of Mr. Anil Aggarwal as an Independent Director**

	<b>Number of Members Present and voting (in person or by proxy)</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
(i) Voted in favour of the resolution	20	2434050	100
(ii) Voted against the resolution	0	-	-
	<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes cast by them</b>	
(iii) Invalid votes	0	-	-

**(H) Ordinary Resolution – Item No. 8**

**Appointment of Mr. Ankush Aggarwal as an Independent Director**

	<b>Number of Members Present and voting (in person or by proxy)</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
(i) Voted in favour of the resolution	20	2434050	100
(ii) Voted against the resolution	0	-	-
	<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes cast by them</b>	
(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 LALITA BANSAL**  
Company Secretary



Proprietor  
Membership No: 32489; CP No. 12307

Witness, in whose presence the ballot box was opened by the Scrutinizer:

1.

Signature  
Name **PARVEEN BASAL**  
Address **G-3, SARAWATI VIHAR**  
**PANIPAT-132103**

2.

Signature  
Name **MANISH JAIN**  
Address **G.T. ROAD,**  
**BEHIND REGENCY HOTEL**  
**PANIPAT-132103**

Date: 1<sup>st</sup> October, 2014  
Place: Panipat

Received and Signed by Mr. Bal Kishan Aggarwal, Chairman



Signature  
Bal Kishan Aggarwal



**LALITA BANSAL**  
**COMPANY SECRETARIES**  
**G-3, INDUSTRIAL AREA, SARAWATI VIHAR**  
**PANIPAT-132103**  
**ACS-32489, CP. NO. 12307**  
**MOBILE NO. 09254107191, E-MAIL: csparveenbansal@gmail.com**

**Combined Scrutinizer Report for e-voting & Poll for the purpose of the 20<sup>th</sup> Annual General meeting of INDO COTSPIN LIMITED**

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

**Sub: Passing of Resolution(s) through electronic voting & Poll conducted at the 20<sup>th</sup> Annual general Meeting of Indo Cotspin Limited held on 30<sup>th</sup> September, 2014 at 11.30 A.M. at Delhi Mile Stone 78 KM, GT Road, N.H-1, Village Jhattipur, 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**") on 11<sup>th</sup> August, 2014, in terms of Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, the undersigned has been appointed as the Scrutinizer for the 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 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:

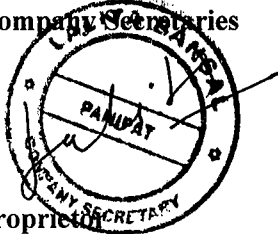


Sl. No.	Particulars of resolution	Ordinary/Special resolution	Voting	No. of Shareholders Voted	Votes in favour		Votes Against		Invalid Votes
					No. of Shares	% of total valid Votes	No. of Shares	% of total valid Votes	No. of Shares
1	Adoption of Financial Statements for the financial year ended 31 <sup>st</sup> March, 2014	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
2	Re-appointment of director retiring by rotation- Mr. Raj Pal Aggarwal	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
3	Appointment of Auditors	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
4	Appointment of Mr. Pawas Aggarwal as an Independent Director	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
5	Appointment of Mr. Vinod Kumar Garg as an Independent Director	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
6	Appointment of Mrs. Saroj Garg as an Independent Director	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
7	Appointment of Mr. Anil Aggarwal as an Independent Director	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>
8	Appointment of Mr. Ankush Aggarwal as an Independent Director	Ordinary Resolution	E-voting	0	-	-	-	-	-
			Poll	20	2434050	100	0	-	0
			<b>Total</b>	<b>20</b>	<b>2434050</b>	<b>100</b>	<b>0</b>	<b>-</b>	<b>0</b>



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

Thanking You,  
**FOR LALITA BANSAL**  
Company Secretaries



Proprietor  
Membership No: 32489, CP No. 12307

Date: 1<sup>st</sup> October, 2014  
Place: Panipat