

INDO GULF INDUSTRIES LTD

[CIN]: L74900DL1981PLC011425)

Registered Office: 4237, IIInd Floor, D-4, Narendra Bhawan, 1, Ansari Road, Daryaganj,
New Delhi-110002

Phone : 09719699999 Fax: 011-41029017

e-mail: rj.headoffice@gmail.com

Website: www.indogulfind.com

√ BSE LIMITED

The Corporate Relationship Department
1st Floor, New Trading Wing,
Rotunda Building,
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai-400001

Scrip Code: 506945

Ahmedabad Stock Exchange Limited

Kamdhenu Complex
Opposite Sahajanand College
Panjara Ploe Ambawadi
Ahmedabad-380015

Scrip Code: 26110

Dear Sir

Sub: **Summary of proceeding of 34th Annual General Meeting (AGM) and voting results**

This is to inform That the shareholders of the Company at their AGM held on i.e 29th day of August, 2017 at the registered office of the Company situated at 4237, IIInd Floor, D-4, Narendra Bhawan, 1, Ansari Road, Daryaganj, New Delhi-110002 have approved with majority the following matters as detailed in the AGM notice dated 22nd July, 2017

1	Acquisition of Shares by Ganesh Explosives Private Limited and classification as the Holding Company.
2	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2017, including the Balance Sheet as at 31 st March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon
3	Re-appointment of M/s Hemant Arora & Co.LLP, Chartered Accountants as the Statutory Auditors of the Company.
4	Appointment of Rajesh Jain as the Director (DIN: 01200520) of the Company, who retires by rotation.
5	Regularisation of Mr. Rishabh Jain Additional Director (DIN: 02329777), as the Director of the Company.
6	Regularisation of Mr. Ashok Sarkar (DIN: 07892315), Additional(Independent) as the Director of the Company.
7	Regularisation of Ms. Shivani Naithani (DIN: 07881480), Additional (Independent) as the Director of the Company.
8	Re-designation of Mr. Rajesh Jain as the Managing Director of the Company

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The Company has availed e-voting facility from Karvy Computershare Private Limited (KARVY). The remote e-voting facility commenced on 25th August, 2017 at 11.00 A.M and ended on 28th August, 2017 at 5.00 P.M. and was forthwith blocked by Karvy. The chairman, after discussion on the aforesaid resolutions allowed voting by ballot papers to all those members who were present at the meeting and whose names appeared in the register of members as on the cut off date i.e 22nd August, 2017 but has not casted their votes by availing e-voting Facility.

The voting by ballot paper was conducted as per the prescribed procedure in the presence of the scrutinizer Mr. Sourabh Gupta (M/s. Sourabh Gupta & Associates, Company Secretaries).

After following the prescribed procedure the consolidated Scrutinizer Report dated 30th August, 2017 was submitted to the Chairman.

In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are sending herewith the voting results in the prescribed format of the aforesaid AGM along with Consolidated scrutinizer report as received from the scrutinizer.

This is for your information and record Please.

Thanking you,

Yours truly,

For Indo Gulf Industries Limited



Company Secretary

Sourabh Gupta & Associates

Company Secretaries

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Syndicate House, Old Rohtak Road,
Inderlok, Delhi - 110035
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COMBINED SCRUTINIZER'S REPORT FOR E-VOTING & POLL FOR INDO GULF INDUSTRIES LIMITED

To,
The Chairman,
34th Annual General Meeting of Equity Shareholders of Indo Gulf Industries Limited
4237, IInd Floor, Narendra Bhawan,
1, Ansari Road, Daryaganj, New Delhi-110002

Sub: Passing of Resolution(s) through Electronic AND Poll conducted at the 34th AGM of Indo Gulf Industries Limited (Hereinafter referred as the "Company") held on Tuesday, the 29th day of August, 2017 at 10.00 A.M. at 4237, IInd Floor, Narendra Bhawan, 1, Ansari Road, Daryaganj, New Delhi-110002.

The Board of Company July 22, 2017, had appointed me as scrutinizer for the e-voting held on between August 25, 2017 at 11:00 A.M. till August 28, 2017 at 5:00 P.M. and the Chairman of the 34th Annual General Meeting (AGM) has appointed me as scrutinizer for the poll held at the 34th AGM of the Company on August 29, 2017.

The Company had appointed Karvy Computershare Private Limited (Karvy) as the service provider, for extending the facility of electronic voting to the shareholders of the Company from August 25, 2017 at 11:00 A.M. till August 28, 2017 at 5:00 P.M. The e-voting results were unblocked by me on August 28, 2017 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated August 30, 2017, attached herewith.

At the 34th AGM of the Company held on August 29, 2017, the Chairman of the Company had suo-moto called for 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. The chairman of the AGM had appointed me as scrutinizer for the same. For Further details kindly refer to my Scrutinizer report in Form MGT-13 dated August 30, 2017.

The result of E-voting together with that of Poll is as under:

(A) As an Ordinary Resolution - Item No. 1. Passed with the requisite majority.

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2017, including the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon.



	Number of Members voted in the e-voting	Number of votes cast - e-voting	Number of Members voted in Poll	Number of votes cast - Poll	Total Number of Votes cast	% of total number of valid votes cast
(i) In Favour of the resolution	3	5162640	38	19426	5182066	100%
(ii) Against the resolution	0	0	0	0	0	0
(iii) Invalid Votes	0					

(B) As an Ordinary Resolution - Item No. 2. Passed with the requisite majority.

Appointment of M/s Hemant Arora & Co. LLP, Chartered Accountant, Firm Registration No. 002141C, as the statutory auditor of the company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 39th AGM of the Company subject to ratification at every AGM, on such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors, plus other applicable taxes and also reimbursement of actual travel and out of pocket expenses incurred incidental to their functions and subject to ratification of the appointment and fixation of remuneration for the relevant year at the Annual General Meeting in each of the subsequent years during the aforesaid term of their appointment.

	Number of Members voted in the e-voting	Number of votes cast - e-voting	Number of Members voted in Poll	Number of votes cast - Poll	Total Number of Votes cast	% of total number of valid votes cast
(i) In Favour of the resolution	3	5162640	38	19426	5182066	100%
(ii) Against the resolution	0	0	0	0	0	0
(iii) Invalid Votes	0					

(C) As an Ordinary Resolution - Item No. 3. Passed with the requisite majority.

Appointment of Mr. Rajesh Jain (holding DIN 01200520) in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013(as amended), as a Director (Non-Independent) of the Company, whose period of office is liable to determination by retirement of Directors by rotation.

	Number of Members voted in the e-voting	Number of votes cast - e-voting	Number of Members voted in Poll	Number of votes cast - Poll	Total Number of Votes cast	% of total number of valid votes cast
(i) In Favour of the resolution	3	5162640	38	19426	5182066	100%
(ii) Against the resolution	0	0	0	0	0	0



<i>(iii) Invalid Votes</i>	0
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(D) As an Ordinary Resolution - Item No. 4. Passed with the requisite majority.

Confirmation/Regularization of appointment of Mr. Rishabh Jain (holding DIN: 02329777), who was appointed as an Additional Director (Non-Independent) by the Board of Directors of the Company with effect from May 20, 2017 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013(as amended), as a Director (Non-Independent) of the Company, whose period of office is liable to determination by retirement of Directors by rotation.

	Number of Members voted in the e-voting	Number of votes cast - e-voting	Number of Members voted in Poll	Number of votes cast - Poll	Total Number of Votes cast	% of total number of valid votes cast
<i>(i) In Favour of the resolution</i>	3	5162640	38	19426	5182066	100%
<i>(ii) Against the resolution</i>	0	0	0	0	0	0
<i>(iii) Invalid Votes</i>			0			

(E) As an Ordinary Resolution - Item No. 5. Passed with the requisite majority.

Confirmation/Regularization of appointment of Mr. Ashok Sarkar, (DIN: 07892315) Director of the Company, who was appointed as an Additional (Independent) Director of the Company by the Board of Directors at its meeting held on July 27, 2017 and whose term of office expires at this Annual General Meeting ('AGM') in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Independent Director, as an Independent Director of the Company, to hold office as such for a period of 3 (three) consecutive years, with effect from July 27, 2017 to July 26, 2020 and that he shall not be liable to retire by rotation.

	Number of Members voted in the e-voting	Number of votes cast - e-voting	Number of Members voted in Poll	Number of votes cast - Poll	Total Number of Votes cast	% of total number of valid votes cast
<i>(i) In Favour of the resolution</i>	3	5162640	38	19426	5182066	100%
<i>(ii) Against the resolution</i>	0	0	0	0	0	0
<i>(iii) Invalid Votes</i>			0			

(F) As an Ordinary Resolution - Item No. 6. Passed with the requisite majority.

Confirmation/Regularization of appointment Ms. Shivani Naithani, Director of the Company, who was appointed as an Additional (Independent) Director of the Company by the Board of Directors at its meeting held on July 12, 2017 and whose term of office expires at this Annual



General Meeting ('AGM') in respect of whom the Company has received a notice in writing from a Member proposing her candidature for the office of Independent Director, as an Independent Director of the Company, to hold office as such for a period of 3 (three) consecutive years, with effect from July 12, 2017 to July 11, 2020 and that she shall not be liable to retire by rotation.

	Number of Members voted in the e-voting	Number of votes cast - e-voting	Number of Members voted in Poll	Number of votes cast - Poll	Total Number of Votes cast	% of total number of valid votes cast
<i>(i) In Favour of the resolution</i>	3	5162640	38	19426	5182066	100%
<i>(ii) Against the resolution</i>	0	0	0	0	0	0
<i>(iii) Invalid Votes</i>			0			

(G) As an Ordinary Resolution - Item No. 7. Passed with the requisite majority.

To re-designate Mr. Rajesh Jain (DIN 01200520) from Director to Managing Director for a term of 5 years with effect from July 22, 2017 to July 21, 2022.

	Number of Members voted in the e-voting	Number of votes cast - e-voting	Number of Members voted in Poll	Number of votes cast - Poll	Total Number of Votes cast	% of total number of valid votes cast
<i>(i) In Favour of the resolution</i>	3	5162640	38	19426	5182066	100%
<i>(ii) Against the resolution</i>	0	0	0	0	0	0
<i>(iii) Invalid Votes</i>			0			

(H) As a Special Resolution - Item No. 8. Passed with the requisite majority.

For classification of Ganesh Explosives Private Limited and/or its holding/subsidiary companies/other affiliates/associates / other persons acting in concert as the sole Promoters/ Promoter Group of the Company, in place and stead of the erstwhile promoters/promoter group namely Balrampur Chini Mills Limited.

	Number of Members voted in the e-voting	Number of votes cast - e-voting	Number of Members voted in Poll	Number of votes cast - Poll	Total Number of Votes cast	% of total number of valid votes cast
<i>(i) In Favour of the resolution</i>	3	5162640	38	19426	5182066	100%
<i>(ii) Against the resolution</i>	0	0	0	0	0	0



(iii) Invalid Votes

0

All the resolutions stands passed according to the combined result of e-voting and voting by poll with the requisite majority.

I hereby confirm that I am maintaining the register received from the service provider both electronic and manually, in respect of votes cast through e-voting by the shareholders of the Company. I shall be arranging to hand over these records to the chairman of the Company or Such person to be authorized by him in due course as prescribed in the said Rules.

Thanking You,

For Sourabh Gupta & Associates
Company Secretaries



CS Sourabh Gupta
Proprietor
M. NO. 32052
C. P. No. 13183



New Delhi, August 30, 2017