



27th September 2016

The Listing Department
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai – 400001

Sub: Voting Results of 28th Annual General Meeting

Ref :- Scrip Code No. 500211

Dear Sir / Madam,

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith voting results as per format prescribed (Annexure 1) and Consolidated Scrutinizer's Report (Annexure 2) on the business transacted as per Notice of the 28th Annual General Meeting of the Company held at A-5, UPSIDC Industrial Estate, Bhartiagram, Gajraula – 244223, Uttar Pradesh from 10:30 A.M. on 26th September 2016.

Kindly take the same in your records.

Thanking You

Yours Faithfully

For **Insilco Limited**

Sarvesh Kr Upadhyay
Company Secretary



Insilco Limited

"The Corenthum"
Office No. 2312, 3rd Floor,
2nd Lobe, Tower-A,
A-41, Sector-62
Noida 201309, Uttar Pradesh
India

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Web : www.insilcoindia.com
www.evonik.com
CIN : L34102UP1988PLC010141

VOTING RESULT

Date of Annual General Meeting	26 th September 2016
Total Number of Shareholders on record date	41252
Number of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group:	1
Public:	35
Number of Shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group:	Nil
Public:	Nil

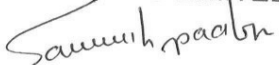
AGENDA WISE DISCLOSURE (SAPARATELY FOR EACH AGENDA ITEM)

Resolution No. 1

To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March 2016 and the Profit and Loss Account for the year ended on that date alongwith the Reports of Directors and Auditors thereon

Resolution Required (Ordinary / Special)		Ordinary						
Whether Promoter / Promoter Group are interested in the agenda/resolution?		No						
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 & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
	Total	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
Public - Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - others	E-Voting	1,431	1,431	100.00	1,221	210	85.32	14.68
	Poll	4,849	4,849	100.00	4,849	-	100.00	-
	Total	6,280	6,280	100.00	6,070	210	96.66	3.34
TOTAL		45,859,595	45,859,595	100.00	45,859,385	210	99.9995	0.0005

Conclusion : The above Ordinary Resolution was passed by the members.

For INSILCO LIMITED

 COMPANY SECRETARY

Resolution No. 2

To appoint a Director in Place of Mr. Brijesh Arora (DIN: 00952523), who retires by rotation and being eligible offers himself for re-appointment

Resolution Required (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda/resolution?			No					
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 & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
	Total	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
Public - Institutions	E Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - others	E-Voting	1,431	1,431	100.00	1,221	210	85.32	14.68
	Poll	4,849	4,849	100.00	4,849	-	100.00	-
	Total	6,280	6,280	100.00	6,070	210	96.66	3.34
TOTAL		45,859,595	45,859,595	100.00	45,859,385	210	99.9995	0.0005

Conclusion : The above Ordinary Resolution was passed by the members.

Resolution No. 3

Appointment of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants as Statutory Auditor

Resolution Required (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda/resolution?			No					
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 & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
	Total	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
Public - Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - others	E-Voting	1,431	1,431	100.00	1,221	210	85.32	14.68
	Poll	4,849	4,849	100.00	4,849	-	100.00	-
	Total	6,280	6,280	100.00	6,070	210	96.66	3.34
TOTAL		45,859,595	45,859,595	100.00	45,859,385	210	99.9995	0.0005

Conclusion : The above Ordinary Resolution was passed by the members.

For INSILCO LIMITED

Saunubh pabn
COMPANY SECRETARY

Resolution No. 4

Appointment of Ms. Sonia Prashar as a Director

Resolution Required (Ordinary / Special)		Ordinary						
Whether Promoter / Promoter Group are interested in the agenda/resolution?		No						
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 & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
	Total	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
Public - Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - others	E-Voting	1,431	1,431	100.00	1,221	210	85.32	14.68
	Poll	4,849	4,849	100.00	4,849	-	100.00	-
	Total	6,280	6,280	100.00	6,070	210	96.66	3.34
TOTAL		45,859,595	45,859,595	100.00	45,859,385	210	99.9995	0.0005

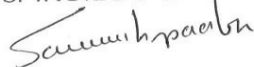
Conclusion : The above Ordinary Resolution was passed by the members.**Resolution No. 5**

Appointment of Mr. Christian Schlossnikl as a Director

Resolution Required (Ordinary / Special)		Ordinary						
Whether Promoter / Promoter Group are interested in the agenda/resolution?		No						
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 & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
	Total	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
Public - Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - others	E-Voting	1,431	1,431	100.00	1,221	210	85.32	14.68
	Poll	4,849	4,849	100.00	4,849	-	100.00	-
	Total	6,280	6,280	100.00	6,070	210	96.66	3.34
TOTAL		45,859,595	45,859,595	100.00	45,859,385	210	99.9995	0.0005

Conclusion : The above Ordinary Resolution was passed by the members.

For INSILCO LIMITED



COMPANY SECRETARY

Resolution No. 6

Appointment of Mr. Harishkumar K. Davey as a Director

Resolution Required (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda/resolution?			No					
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 & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
	Total	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
Public - Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - others	E-Voting	1,431	1,431	100.00	1,221	210	85.32	14.68
	Poll	4,849	4,849	100.00	4,849	-	100.00	-
	Total	6,280	6,280	100.00	6,070	210	96.66	3.34
TOTAL		45,859,595	45,859,595	100.00	45,859,385	210	99.9995	0.0005

Conclusion : The above Ordinary Resolution was passed by the members.**Resolution No. 7**

Appointment of Mr. Brijesh Arora as Managing Director

Resolution Required (Ordinary / Special)			Special					
Whether Promoter / Promoter Group are interested in the agenda/resolution?			No					
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 & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
	Total	45,853,315	45,853,315	100.00	45,853,315	-	100.00	-
Public - Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - others	E-Voting	1,431	1,431	100.00	1,221	210	85.32	14.68
	Poll	4,849	4,849	100.00	4,849	-	100.00	-
	Total	6,280	6,280	100.00	6,070	210	96.66	3.34
TOTAL		45,859,595	45,859,595	100.00	45,859,385	210	99.9995	0.0005

Conclusion : The above Special Resolution was passed by the members.

For INSILCO LIMITED



COMPANY SECRETARY


Resolution No. 8

Approval of material related party transactions with Evonik Resource Efficiency GmbH

Resolution Required (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the agenda/resolution?			Yes					
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 & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - others	E-Voting	1,431	1,431	100.00	1,221	210	85.32	14.68
	Poll	4,849	4,849	100.00	4,849	-	100.00	-
	Total	6,280	6,280	100.00	6,070	210	96.66	3.34
TOTAL		6,280	6,280	100.00	6,070	210	96.66	3.34

Note : Evonik Degussa GmbH, being interested party, abstained from voting in resolution no. 8.

Conclusion : The above Ordinary Resolution was passed by the members.

For Insilco Limited

Sarvesh kr. Upadhyay
 Company Secretary



To,
The
Insilco Limited
A-5, UPSIDC Industrial Estate,
Bhartiagram, Gujraula-244223
Uttar Pradesh

Sub.: Consolidated Scrutinizer's Report of e-voting and voting by Ballot at AGM

Reference: 28th Annual General Meeting ("the AGM") of the Company held on Monday, 26th September, 2016

Dear Sir,

I have submitted separate reports on 'e- voting" and voting by 'ballot' on the resolutions contained in the notice dated 4th August, 2016 convening the 28th Annual General Meeting on 26th September, 2016. I Submit herewith my combined report on the results on 'e-voting and voting by 'ballot' as under:

Resolution 1- Adoption of Financial Statements together with the Reports of the Board of Directors and Auditors' for the financial year ended 31st March 2016.

Votes in favour of resolution		Votes against the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
45859385	99.9995	210	0.0005	NIL

Resolution 2 - To appoint a Director in place of Mr. Brijesh Arora (holding DIN 00952523), who retires by rotation and being eligible offers himself for re-appointment.

Votes in favour of resolution		Votes against the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
45859385	99.9995	210	0.0005	NIL



Resolution 3 – Appointment of S.R. Batliboi & Co. LLP, Chartered Accountants, as Auditors from the conclusion of 28th AGM until conclusion of 33rd AGM.

Votes in favour of resolution		Votes against the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
45859385	99.9995	210	0.0005	Nil

Resolution 4 – Appointment of Ms. Sonia Prashar as a Director.

Votes in favour of resolution		Votes against the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
45859385	99.9995	210	0.0005	NIL

Resolution 5 – Appointment of Mr. Christian Schlossnikl as a Director.

Votes in favour of resolution		Votes against the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
45859385	99.9995	210	0.0005	NIL

Resolution 6 – Appointment of Mr. Harishkumar K. Davey as a Director.

Votes in favour of resolution		Votes against the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
45859385	99.9995	210	0.0005	NIL



Resolution 7 – Appointment of Mr. Brijesh Arora as a Managing Director.

Votes in favour of resolution		Votes against the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
45859385	99.9995	210	0.0005	NIL

Resolution 8 – Approval of material related party transactions with Evonik Resource Efficiency GmbH.

Votes in favour of resolution		Votes against the resolution		Invalid votes
No. of Votes	% of total number of valid votes cast	No. of votes	% of total number of valid votes cast	Nos.
6070	96.6560	210	3.344	NIL

Note: Evonik Degussa GmbH being interested party abstained from voting in resolution no. 8.

Thanking you,
Yours truly,
For Nityanand Singh & Co.,
Company Secretaries

Nityanand Singh (Prop.)
FCS 2668, CP 2388

Place: New Delhi
Date: 27th September, 2016



Acknowledge receipt of the Report

Brijesh Arora
Managing Director
Insilco Limited
DIN: 00952523

