

Insilco Limited

(Under voluntary liquidation wef 25.06.2021)

27th September 2023

The Listing Department
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Scrip Code: 500211

Sub: Proceedings/Outcome of the Adjourned 35th Annual General Meeting of the Company held on 27th September 2023 at 05.00 p.m. (IST)

Ref: Regulations 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

The Adjourned 35th Annual General Meeting (35th AGM) of the Company was convened on Wednesday, 27th September, 2023 at 05:00 P.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), in , compliance with all the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January, 2021, 14th December, 2021, 5th May 2022 and 28th December, 2022 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIRP/P/2022/62 and SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated 12th May 2020, 15th January 2021, 13th May 2022 and 5th January, 2023 respectively, issued by the Securities and Exchange Board of India ("SEBI Circulars"), without the physical presence of the Members at a common venue.

Mr. Dara Phirozeshaw Mehta, Chairman of the Board, chaired the proceedings of the Meeting. The number of shareholders as on cut-off date 13th September, 2023 were 38,418. The details of number of shareholders present in the meeting are as follows:

Regd. Office & Works;
A-5, UPSIDC Indl. Area,
Bhartiagram, Gajraula - 244223
Distt. Amroha (U.P.)

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Fax +91 (5924) 252348
Email insilco2@gmail.com
Website www.insilcoindia.com
CIN: L34102UP1988PLC010141

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Category	Promoter and Promoter Group	Public	Total
In Person	N.A	N.A	-
Through Proxy / Authorised Representative		-	
Video Conference	1	11	12
Total	1	11	12

The Chairman informed the Members that pursuant to Section 103(1)(a)(iii) of the Companies Act, 2013 the quorum for conducting this Annual General Meeting of the Company shall be minimum 30 members and accordingly decided to wait for half-an-hour pursuant to the requirements of Section 103(2) of the Companies Act, 2013.

Thereafter, the Chairman informed the Members that If the quorum is not present within half an hour then the member present, being not less than two in number, shall be the quorum of the meeting pursuant to Section 103 (3) of the Companies Act, 2013 read with Secretarial Standard-2 on General meeting issued by ICSI.

The Chairman called the meeting to order as requisite quorum was present. The Chairman thereafter, requested other Board Members to introduce themselves. The Chairman also formally acknowledged the participation of the partners or authorized representative of Statutory Auditors, M/s Shiv & Associates and authorized representative of Secretarial Auditors, M/s APK & Associates, Company Secretaries and Ms. Kapila Gupta, Liquidator of Insilco Limited.

Ms. Geetika Varshney, on the request of Chairman, briefed the members that the Annual General Meeting is being held through video conferencing (VC)/other audio-visual means (OVAM) in accordance with the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI. She informed the members that the Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangements, have been made available electronically for inspection by the members during the AGM.

Ms. Geetika Varshney further informed that the members who have not cast their votes through remote e-voting and who are participating in this meeting will have an opportunity to cast their votes during the meeting through the e-voting system provided and administered by NSDL and the voting period for the same commenced at 05:30 P.M. after ascertaining the quorum and the voting shall be allowed till 15 minutes after the conclusion of the meeting.

Thereafter, the Chairman informed the Members that the Report of Board of Directors, the Accounts for the financial year ended 31st March, 2023 and the Notice convening the 35th AGM were taken as read as the same had already been circulated to the Members. However, as there were qualifications in the Audit Report; the qualifications in the Audit Report and the Board's response to the qualifications was read at the meeting by the Company Secretary of the company.

The Chairman informed the Members that the facility for voting through e-voting system was made available during the Meeting for

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Members who had not cast their vote prior to the Meeting. The Company had appointed M/s APK & Associates, Practicing Company Secretaries, as the Scrutiniser for the purpose of scrutinising the process of remote e-voting held prior and e-voting during the AGM. Further, the Members were also informed by the Chairman that the result of remote e-voting and e-voting at the AGM will be announced within two working days from the conclusion of the Meeting and the results shall also be placed on the website of the Company and be intimated to National Securities Depository Limited and Bombay Stock Exchange where the securities of the Company are listed in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thereafter, the following resolutions as set out in the Notice convening the 35th Annual General Meeting were placed before the Members:

S.No	Particulars of business	Nature of Business
1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 along with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To consider and appoint a Director in place of Mr. Christian Schlossnikl (DIN:07557639), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary

On the invitation of Ms. Geetika Varshney, to the Members who had registered themselves as speaker shareholders, sought clarifications on the Company's accounts, on the operations of the Company, liquidation process etc. The Liquidator responded to the queries of the Members and provided clarifications. It was also informed that for the questions unanswered, the Company shall suitably reply over the e-mail.

The Meeting ended with a vote of thanks by the Chairman.

The meeting concluded at 05:52 p.m.

**For Insilco Limited
(Under Voluntary Liquidation)**

GEETIKA
VARSHNEY

Digitally signed by
GEETIKA VARSHNEY
Date: 2023.09.27
18:27:28 +05'30'

**Geetika Varshney
Company Secretary & Compliance officer
M.No. A53579**

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Bhartiagram, Gajraula - 244223
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