

Insilco Limited

(Under voluntary liquidation wef 25.06.2021)

23rd November 2022

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

Scrip Code: 500211

Sub: Proceedings of the adjourned Extra-ordinary General Meeting (EGM) of the Company held on 22nd November 2022

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

Dear Sir / Madam,

The adjourned Extraordinary General Meeting (**EGM**) of the Members of the Company was convened on Tuesday, 22nd November 2022 at 02:00 p.m. through Video Conference (VC) / Other Audio Visual Means (**OAVM**) in compliance with the unprecedented current environment caused by the COVID-19 pandemic, the Ministry of Corporate Affairs (**MCA**), Government of India pursuant to the General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021 and 3/2022 dated 8th April 2020, 13th April 2020, 15th June 2020, 28th September 2020, 31st December 2020, 23rd June 2021, 08th December 2021 and 05th May 2022 respectively, issued by the Ministry of Corporate Affairs and The Securities and Exchange Board of India (**SEBI**) pursuant to its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 (the validity of which had been extended till December 31, 2021 by SEBI, *vide* its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021) and Circular No. SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated 13th May, 2022 (**SEBI Circulars**), and any other applicable circulars issued in this regard have permitted the companies to conduct their EGM through OAVM till 31st December, 2022 without physical presence of the Members at a common venue.

Mr. Dara P. Mehta, Chairman of the Board, took the Chair pursuant to Article 60 of Articles of Association of the Company. Mr. Dara Phirozeshaw Mehta, Chairman of the Board, chaired the proceedings of the Meeting. The number of shareholders as on cut-off date 8th November 2022 were 38452. The details of number of shareholders that were present during the adjourned EGM are as follows:

Regd. Office & Works :
A-5, UPSIDC Indl. Area,
Bhartiagram, Gajraula-244 223
Distt. Amroha (U.P.)
Phone : 09837823893, 09837923893
Fax : (05924) 252348
E.mail : insilco2@gmail.com
Web : www.insilcoindia.com
CIN : L34102UP1988PLC010141

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Category	Promoter and Promoter Group (Through Proxy/Authorised Representative)	Public	Total
In Person	N.A	N.A	-
Video Conference	1	16	17

The Chairman welcomed everyone and called the meeting to order considering the number of members present as quorum for the meeting. The Chairman, thereafter, requested other Board Members to introduce themselves. Mr. Mehta further stated that the Company had taken all feasible efforts under the prevailing circumstances to enable members to participate through OAVM and vote at the EGM.

Mr. Rajeev Agarwal, Chief Financial Officer of the Company, on the request of Chairman, briefed the members that the adjourned EGM was being held through video conference in accordance with the Companies Act 2013 and circulars issued by the MCA and SEBI. He informed the members that facility for joining the adjourned EGM through OAVM was made available for the members on a first-come-first-served basis. He also apprised the members that the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection was not available.

Mr. Rajeev Agarwal further informed that the Company had received requests from few members to register them as speakers at the meeting and accordingly, the floor was opened for these members to ask questions or express their views. He added that members who could not cast their votes through remote e-voting and who are participating in this meeting had an opportunity to cast their votes during the meeting through the e-voting system provided and administered by NSDL. The voting period for the same commenced at 02:00 p.m. was allowed till conclusion of the meeting. Mr. Rajeev thereafter requested the Chairman to take over and to move the resolution to be considered at this adjourned EGM.

The Chairman took over and stated that Notice of adjourned EGM along with Explanatory Statement had been circulated to the shareholders. Thereafter, the following item of business as included in the Notice convening the said adjourned EGM was transacted:

1. Replacement of the Liquidator

The objective and implications of the business item contained in the Notice convening the adjourned EGM of the Company was briefed in the meeting.

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Mr. Rajeev Agarwal, on request of the Chairman informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members, who had not cast their vote prior to the adjourned EGM. The Company had appointed M/s APK & Associates, Practising Company Secretary, as the Scrutiniser for the purpose of scrutinising the process of remote e-voting held prior and e-voting during the adjourned EGM. Further, the Members were also informed by the Chairman that the result of E-voting and voting at the adjourned EGM will be announced within two working days from the conclusion of the adjourned EGM 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.

On the invitation, Members who had registered themselves as speakers, addressed the Meeting through VC / OAVM and sought clarifications.

The meeting concluded at 2.53 p.m.

Thanking You

Yours Faithfully

For Insilco Limited

Digitally signed
by RAJEEV
AGARWAL
Date: 2022.11.23
10:17:43 +05'30'

Rajeev Agarwal
Chief Financial Officer

Regd. Office & Works :
A-5, UPSIDC Indl. Area,
Bhartiagram, Gajraula-244 223
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