



# ISHAN INTERNATIONAL LIMITED

(Formerly known as Ishan International Pvt. Ltd.)

(Government of India Certified Star Export House)

ISO 9001 : 2015 (TUV Nord)

September 21, 2023

To,  
The National Stock Exchange of India Limited  
Exchange Plaza  
Plot No. C/1,  
G Block Bandra-Kurla  
Complex Bandra (E)  
Mumbai - 400 001

Dear Sir / Madam,

**Sub: Submission of Scrutinizer's Report along with e-voting results**

**Ref: Ishan International Limited**

This is to inform you, that the Annual General Meeting ("AGM") of Ishan International Limited ("the Company") was held on Thursday, September 21, 2023, at 11:00 A.M. through Video Conferencing / Other Audio Visual Means, to transact the businesses as stated in the Notice dated August 3, 2023.

Please find attached, the Results and the Scrutinizer's Report dated September 21, 2023, with respect to the remote e-voting carried out on the Resolutions passed at the AGM of the Company.

We request you to take the same on record.

Thanking you,  
Yours faithfully

*Ketan Ch*



**Ketan Chaurasia**

**Head – Legal and Compliance & Company Secretary**

**Corporate Office: 1616, World Trade Tower, Sector-16, Noida 201301, India**

**Tel: (+91) 0120-4205695, 4211766**

**Registered Office: 607, Chiranjiv Towers, 43, Nehru Place, New Delhi-110019, India**

**Email ID: admin@ishangroup.co.in; cs@ishangroup.co.in**

**Website: www.ishanglobal.com**

**CIN No. U74899DL1995PLC069144**

**RESULT DECLARED FOR THE ANNUAL GENERAL MEETING OF THE  
COMPANY HELD ON SEPTEMBER 21, 2023**

Pursuant to the provisions of Section 96 and 101 of the Companies Act 2013, the Annual General Meeting (“AGM”) of the Company was convened on Thursday, September 21, 2023 at 11:00 a.m. through Video Conferencing / Other Audio Visual Means, to seek the approval of the Members of the Company on the Resolutions contained in the Notice dated August 03, 2023.

Further, pursuant to the provisions of Section 108, 109 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, the Company had provided a facility to the Members as on the “Cut-Off” date Thursday, 14<sup>th</sup> September, 2023 to vote electronically (“remote e-voting”) on the Resolutions contained in the Notice dated August 03, 2023 and for Members who had not casted their votes through remote e-voting earlier and present at the EGM through VC/OAVM were provided the facility of voting through remote e-voting at the Meeting.

The Company had appointed Ms. Tanisha Srivastava, representing M/s Tanisha Srivastava & Associates, Company Secretary in Practice, as a Scrutinizer to conduct the remote e-voting process in a fair and a transparent manner. The remote e-voting period commenced on Monday, September 18, 2023 at 9:00 a.m. and concluded on Wednesday, September 20, 2023 at 5:00 p.m. Members who had cast their votes through remote e-voting prior to and during the AGM were considered by the Scrutinizer and he has submitted a Consolidated Scrutinizers Report dated September 21, 2023, on the same.

The result of e-voting and the summary of the Scrutinizer Report for Item Nos. 1 to 6 are, as under:

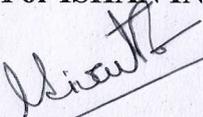
Item No. and brief text of Resolution	Number of Votes in favour of the resolution		Number of Votes against the resolution		Invalid Votes
	Number of Votes	% of total number of valid votes cast	Number of Votes	% of total number of valid votes Cast	
<b>ORDINARY RESOLUTION-</b>  To consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended 31st March 2023 together with the reports of the Board of Directors and Auditors	<b>4919793</b>	<b>100</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

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<b>ORDINARY RESOLUTION:</b> To appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the sixth consecutive Annual General Meeting and to fix their remuneration:	<b>4919793</b>	<b>100</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>ORDINARY RESOLUTION:</b> Appointment of Mrs Neelam Gupta (DIN: 06823562), as a Director retires by rotation and being eligible, offers herself for re-appointment:	<b>4919793</b>	<b>100</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>SPECIAL RESOLUTION:</b> For transferring unused amount of Issue Related Expenses under the head Working Capital Requirement subject to the approval of Shareholders:	<b>4919793</b>	<b>100</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>ORDINARY RESOLUTION:</b> Cancellation of Joint Venture-taking on record:	<b>4919793</b>	<b>100</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>ORDINARY RESOLUTION:</b> Adoption of New Joint Venture Agreement and taking it on record:	<b>4919793</b>	<b>100</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

Accordingly, the aforementioned Resolutions has been passed by the requisite majority of the Members of the Company.

For ISHAN INTERNATIONAL LIMITED

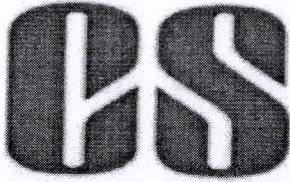
  
**Shantanu Srivastava**  
**Managing Director & CEO**

**DIN: 00022662**

**Noida**

**September 21, 2023**





**TANISHA SRIVASTAVA & ASSOCIATES  
COMPANY SECRETARIES**

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606, CHIRANJIV TOWER,  
43, NEHRU PLACE, NEW DELHI-110019  
MOBILE: +91 8743808927  
email id: tanishasrivastava0591@gmail.com

To,  
The Chairman,  
M/s Ishan International Limited,  
CIN: L74899DL1995PLC069144  
607, Chiranjiv Tower, 43 Nehru Place,  
South Delhi - 110019

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Annual General Meeting of Ishan International Limited held on Thursday, September 21, 2023 at 11.00 A.M. (IST) and concluded at 11:43 A.M. Through video conferencing ('VC') / other audio visual means ('OAVIV').

I, Tanisha Srivastava, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Ishan International Limited pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the Annual General Meeting ("AGM") of The ISHAN INTERNATIONAL LIMITED on Thursday, September 21, 2023 at 11.00 A.M. (IST) concluded at 11:43 A.M.(IST) through Video Conferencing / Other Audio Visual Means.

I was appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated August 03, 2023, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021 and No. 2/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars').

The Company had availed the e-voting facility offered by KFINTECH (Kfin (RTA) Technologies limited) for e-voting system for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced at, 09:00 A.M. on Monday, September 18, 2023 and ended at 5:00 P.M. on Wednesday, September 20, 2023.



The Company had also provided Instapoll e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Thursday, 14<sup>th</sup> September 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data received from the KFINTECH (Kfin (RTA) Technologies limited) for e-voting system

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.



### Resolution 1: Ordinary Resolution

To consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended 31st March 2023 together with the reports of the Board of Directors and Auditors:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	4919793	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes :

Numbers of members whose votes were declared invalid	Numbers of invalid votes cast by them
NIL	NIL



**Resolution 2: Ordinary Resolution**

To appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the sixth consecutive Annual General Meeting and to fix their remuneration:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	4919793	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes :

Numbers of members whose votes were declared invalid	Numbers of invalid votes cast by them
NIL	NIL



### Resolution 3: Ordinary Resolution

Appointment of Mrs Neelam Gupta (DIN: 06823562), as a Director retires by rotation and being eligible, offers herself for re-appointment:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	4919793	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes :

Numbers of members whose votes were declared invalid	Numbers of invalid votes cast by them
NIL	NIL



#### Resolution 4: Special Resolution

For transferring unused amount of Issue Related Expenses under the head Working Capital Requirement subject to the approval of Shareholders:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	4919793	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes :

Numbers of members whose votes were declared invalid	Numbers of invalid votes cast by them
NIL	NIL



**Resolution 5: Ordinary Resolution**

Cancellation of Joint Venture-taking on record:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	4919793	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes :

Numbers of members whose votes were declared invalid	Numbers of invalid votes cast by them
NIL	NIL



**Resolution 6: Ordinary Resolution**

Adoption of New Joint Venture Agreement and taking it on record:

(i) Voted in favour of the resolution:

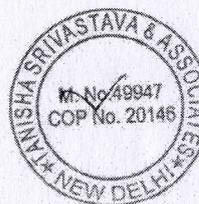
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	4919793	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes :

Numbers of members whose votes were declared invalid	Numbers of invalid votes cast by them
NIL	NIL



\*Shareholders who have split their votes in "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members under the head "assent".

Thanking you,  
Yours faithfully,

*Tanisha Srivastava*

Tanisha Srivastava :  
Practicing Company Secretary  
MNo: 49947  
CP NO. : 20146

606, Chiranjiv Tower ,  
43, Nehru Place, New Delhi 110019  
New Delhi — 110019  
Place: Delhi  
Dated: September 21, 2023.  
UDIN: A049947E001051673  
P/R No.: 2916/2023



ISHAN INTERNATIONAL LIMITED



COMPANY SECRETARY