

India Radiators Limited

CIN: L27209TN1949PLC000963

Regd. Off. 88, Mount Road, Guindy, Chennai 600 032

Admin.Off: 88, Mount Road, Guindy, Chennai 600 032

E-mail: cs@indiaradiators.com

Website: www.indiaradiators.com Contact No : 044-40432210

30 September, 2020

To
The Manager
Listing Department
Department of Corporate Affairs
Bombay Stock Exchange Limited
First Floor, New Trading Ring, Rotunda Building,
Phiroze jeejeebhoy towers,
Dalal Street, Mumbai – 400 001.

Sir/Madam,

Scrip Code: 505100

Sub: Results of Evoting/ Scrutinizer Report

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the Scrutinizer report along with voting results of the 70th Annual General Meeting of the Company held on 28 September, 2020 via Video Conferencing/Other Audio Visual Means (OAVM).

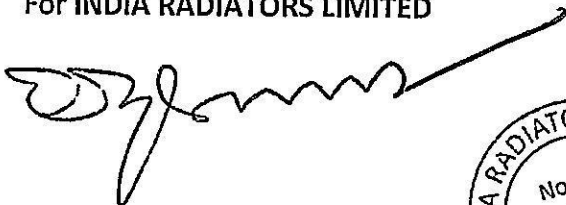
As per the Report provided by Mr. R Kannan, Practising Company Secretary, all the resolutions proposed in the notice of the AGM have been duly passed with requisite majority.

The meeting commenced at 03.00 PM and concluded at 03.05 PM.

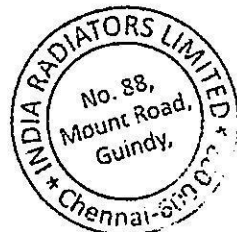
Kindly take our submission on record.

Yours Faithfully,

For INDIA RADIATORS LIMITED



E N RANGASWAMI
WHOLE TIME DIRECTOR
DIN: 06463753



OS R.KANNAN M.Com., GDMM., ACMA., F.C.S
Practicing Company Secretary
Trade Mark Agent
Ex - Insolvency Professional

SRI SANKARA GURUKRIPA ILLAM
No. 6A, 10th Street,
New Colony, Adambakkam,
Chennai - 600 088
E-mail : (Off) gkrkgram@yahoo.in
E-mail : (Per) : gkrkg@yahoo.in
Ph: 044 - 4355 9396

SCRUTINIZER'S REPORT

[Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 ["the Act"], read with Rule 20, 21 and 22 of the Companies [Management & Administration] Rules, 2014 and other applicable provisions of the Act]

Date: 29/09/2020

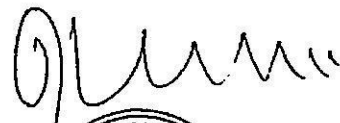

To:
Mr. BHIMSINGH NARENDRA
Chairman of the Meeting
India Radiators Limited
CTN: L27209TN1949PLC000963
No.88, Mount Road, Guindy, Chennai - 600032, Tamil Nadu

Dear Sir,

Sub: Passing of resolutions through Electronic means (EVSN - 200827008) conducted for the Annual General Meeting of India Radiators Limited held on 28/09/2020 at the deemed venue i.e Registered Office of the Company.

I, R. Kannan, M.Com., GDMM., ACMA., FCS. Practicing Company Secretary having office at No.6A, 10th Street, New Colony, Adambakkam, Chennai - 600 088 was appointed as the Scrutinizer by the Board of Directors of the Company held at its meeting on 06/08/2020 to scrutinize the remote e-voting process which commenced between 25th September 2020 at 9.00 am to 27th September 2020 at 5.00 p.m for the Annual General Meeting held through Video Conferencing (VC) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide the General Circular No.20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020, and the General Circular No. 17/2020 dated 13th April, 2020 (collectively called MCA Circulars) and voting at the meeting through the CDSL.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means on the Resolution(s) as set out in the Notice dated 06/08/2020.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the E-voting process for the Annual General Meeting is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution(s) set out in the notice of Annual General Meeting, based on the reports generated from the e-voting system provided by the CDSL, the authorised agency engaged by the Company for providing remote e-voting and e-voting facilities at the Annual General Meeting.

In view of the above, I hereby submit my consolidated report on the results of the e-voting and e-voting at the Annual General Meeting in respect of the said resolution(s) as under:

- a. The votes cast through remote e-voting and e-voting during the Annual General Meeting were unblocked in presence of two witnesses who are not in employment of the company *namely*,

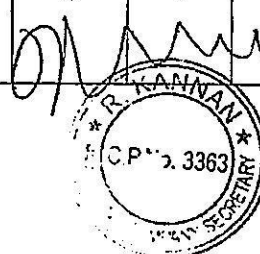
S no.	Name of witnesses	Signature
1.	B.Sharath	B. Sharath
2.	J.Ramakrishnan	J. Ramakrishnan

- b. Results:

Resolution: 1 – ORDINARY BUSINESS – ORDINARY RESOLUTION:

To receive, consider and adopt the Audited Financial Statements for the year ended 31 March 2020 and the Reports of Directors and Auditors thereon

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-Voting	26	3,93,467	99.96	1	150	0.04	-	-
E-voting at the AGM	1	5	100	0	0	0	-	-



Resolution: 2 – ORDINARY BUSINESS – ORDINARY RESOLUTION:

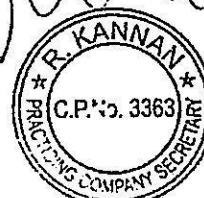
To appoint a Director in place of Mr. E. N. Rangaswami (DIN: 06463753), who retires at this meeting and being eligible, offers himself for re-appointment

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-Voting	26	3,93,467	99.96	1	150	0.04	-	-
E-voting at the AGM	1	5	100	0	0	0	-	-

Resolution: 3 – SPECIAL BUSINESS – SPECIAL RESOLUTION

To ratify the appointment of Mr. K. Nadanasundaram (DIN: 02135505), as a Whole Time Director upto 12 June, 2020

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-Voting	26	3,93,467	99.96	1	150	0.04	-	-
E-voting at the AGM	1	5	100	0	0	0	-	-



Resolution: 4 – SPECIAL BUSINESS – ORDINARY RESOLUTION

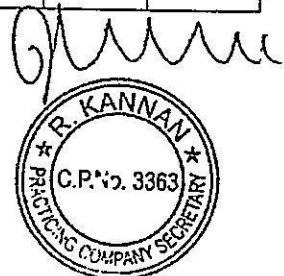
To approve the appointment of Mr. E. N. Rangaswami (DIN: 06463753), as Whole Time Director

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-Voting	26	3,93,467	99.96	1	150	0.04	-	-
E-voting at the AGM	1	5	100	0	0	0	-	-

Resolution: 5 – SPECIAL BUSINESS – ORDINARY RESOLUTION

To approve related party transactions with the Holding Company, Mercantile Ventures Limited.

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-Voting	26	3,93,467	99.96	1	150	0.04	-	-
E-voting at the AGM	1	5	100	0	0	0	-	-



Resolution: 6 – SPECIAL BUSINESS – ORDINARY RESOLUTION

To approve related party transactions with one of the promoters Riviera Capital Consulting And Research Private Limited.

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-Voting	23	47,765	99.69	1	150	0.31	-	-
E-voting at the AGM	1	5	100	0	0	0	-	-

Resolution: 7 – SPECIAL BUSINESS – ORDINARY RESOLUTION

To approve related party transactions with i3 Security Private Limited, Subsidiary of the Holding Company.

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-Voting	26	3,93,467	99.96	1	150	0.04	-	-
E-voting at the AGM	1	5	100	0	0	0	-	-



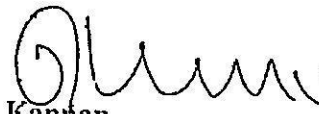
CS R.KANNAN M.Com., GDMM., ACMA., F.C.S
Practicing Company Secretary
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Ph: 044 - 4355 9396

Based on the aforesaid results, we report that ITEMS No. 1, 2 - Ordinary Resolutions; ITEM No. 3 - Special Business Special Resolution and ITEMS No. 4, 5, 6, 7 - Special Business Ordinary Resolution have all been passed with requisite majority.

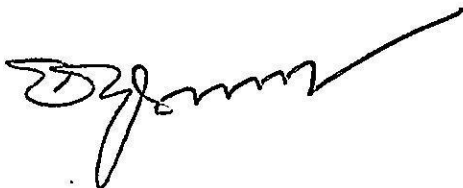
The Outcome of the 70th Annual General Meeting may be declared accordingly based on the voting results as reported herein above.


Date: 29-09-2020
Place: Chennai

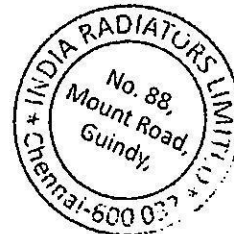

R. Kannan
Practicing Company Secretary
Membership No.: F6718
CP. No.: 3363
UDIN: F006718B000802392



COUNTERSIGNED BY CHAIRMAN OF THE MEETING
FOR INDIA RADIATORS LIMITED




B. Narendran
DIN No. 01159394



FOR THE DIRECTOR
F. RANGASWAMI
V. LE-TIME DIRECTOR