

//Online submission//  
August 23, 2024

**IPR/SECL/EXCH/24-25**

The Deputy General Manager – Listing  
Department of Corporate Services,  
BSE Limited, P.J. Towers Dalal Street,  
Mumbai-400001  
Stock Code: 523638

Dear Sir/Madam,

**Sub: Voting Results and Report of the Scrutinizer for the Thirty Third Annual General Meeting.**

The Thirty Third Annual General Meeting (“AGM”) of the Company commenced at 11:30 A.M. [Indian Standard Time (IST)] on **Thursday, August 22, 2024**, by means of Video Conference (“VC”)/ Other Audio Visual Means (“OAVM”) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and Securities Exchange Board of India.

In this regard, we furnish the following;

1. Consolidated report of the Scrutinizer on Remote e-voting and e-voting at the AGM issued by Mr. R. Mukundan, Scrutinizer, dated August 22, 2024 – **Annexure-1**
2. Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”) – **Annexure-2**

The above intimation is also being uploaded in the Website of the Company at <https://iprings.com/>

We request you to take the above on record and note the compliance under relevant regulations of SEBI LODR.

Thanking you,

For **IP Rings Limited**

**M. Sathyanarayanan**  
Company Secretary

*Encl: As above*

*R. Mukundan*

*Company Secretary in Practice*

B-3, 'Casa Milano'  
5, Bhakthavatchalam Nagar I St  
Adyar, Chennai 600 020  
Mobile: 98409 70898  
rmmukund@gmail.com

## **REPORT OF SCRUTINIZER**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the  
Companies (Management and Administration) Rules, 2014]

The Managing Director  
IP Rings Ltd.  
Maraimalai Nagar 603 209

**Re: 33<sup>rd</sup> Annual General Meeting (AGM) of IP Rings Ltd. held on Thursday, August 22, 2024 at 11.30 a.m through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') – Report on e-Voting.**

- A. I, R Mukundan, Practising Company Secretary, Chennai, appointed as 'Scrutinizer' by the Board of Directors of IP Rings Ltd. (the Company) at their meeting held on 27.05.2024, for the purpose of scrutinizing e-Voting process (both e-voting at the AGM and remote e-Voting), pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned Resolutions proposed at the 33<sup>rd</sup> AGM of the Equity Shareholders of the Company held on Thursday, August 22, 2024 at 11.30 a.m. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').
- B. Pursuant to the Circular Nos. 14/2020, 17/2020, 20/2020, 2/2021, 10/2022 and 9/2023 dt. 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020, 13<sup>th</sup> January 2021, 28<sup>th</sup> December 2022 and 25<sup>th</sup> Sept. 2023 respectively issued by the Ministry of Corporate Affairs (MCA Circulars) read with Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 12<sup>th</sup> May 2020 and 5<sup>th</sup> January 2023 respectively issued by Securities and Exchange Board of India (SEBI), the notice dt. 15.07.2024, as confirmed by the Company, was sent to the Shareholders in respect of below mentioned resolutions through electronic mode to those Members, whose email addresses are registered with the Company / Depositories.
- C. As per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) as also in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility of remote e-voting and e-voting at the AGM to the Shareholders to cast their votes electronically on all the resolutions proposed in the Notice of the 33<sup>rd</sup> AGM.

- D. The Company had appointed M/s. National Securities Depository Limited (NSDL) as Service Provider, who provided the facilities for conducting the remote e-voting for participation by the Shareholders in the AGM through VC / OAVM and e-voting during the said AGM.
- E. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by the Shareholders on the Resolutions proposed in the Notice of the 33<sup>rd</sup> AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Managing Director on the Resolutions, based on the reports generated from the electronic voting platform provided by National Securities Depository Limited (NSDL).
- F. Based on the reports generated from the e-voting portal provided by NSDL, I submit my report on e-voting as under:
1. In accordance with the Notice of the 33<sup>rd</sup> AGM sent to the shareholders, the remote e-voting opened at 9.00 a.m. on August 19, 2024 and remained open up to 5.00 p.m. on August 21, 2024.
  2. The Equity Shareholders holding shares as on August 16, 2024, "Cut-off date", were entitled to vote on the Resolutions stated in the Notice of the 33<sup>rd</sup> AGM of the Company.
  3. The votes on remote e-Voting were unblocked at around 12.32 p.m. on 22<sup>nd</sup> August 2024, after conclusion of e-voting at the AGM and the e-Voting results / list of shareholders who have voted for and against were downloaded from the e-Voting portal of NSDL (<https://www.evoting.nsdl.com>) and the same are being handed over to the Managing Director of the Company.
  4. The votes on remote e-Voting were downloaded in the presence of two witnesses who are not the employees of the Company.
  5. The total votes cast in favour or against all the Resolutions proposed in the Notice of the 33<sup>rd</sup> AGM are as under:

**a. Resolution – 1: (Ordinary Resolution)**

Audited Financial Statements of the Company and Reports of the Board of Directors and Auditors for the FY ended March 31, 2024.

Mode of Voting	Number of Members Voted	Number of Votes cast	Number of Votes for	% to total votes cast	Number of Votes against	% to total votes cast
Remote e-Voting	40	7534777	7534776	99.98	1	0
e-Voting at AGM	3	1804	1804	0.02	0	0
Total	43	7536581	7536580	100.00	1	0

**b. Resolution -2: (Ordinary Resolution)**

Re-Appointment of Mr Ryosuke Hasumi, Director.

Mode of Voting	Number of Members Voted	Number of Votes cast	Number of Votes for	% to total votes cast	Number of Votes against	% to total votes cast
Remote e-Voting	40	7534777	7534776	99.98	1	0
e-Voting at AGM	3	1804	1804	0.02	0	0
Total	43	7536581	7536580	100.00	1	0

**c. Resolution – 3: (Spl Resolution)**

Re-Appointment of Mr Vikram Vijayaraghavan as an Independent Director for Second Term.

Mode of Voting	Number of Members Voted	Number of Votes cast	Number of Votes for	% to total votes cast	Number of Votes against	% to total votes cast
Remote e-Voting	40	7534777	7534664	99.98	113	0
e-Voting at AGM	3	1804	1804	0.02	0	0
Total	43	7536581	7536468	100	113	0

**d. Resolution – 4 (Spl Resolution)**

Re-Appointment of Mr Navin Paul as an Independent Director for Second Term.

Mode of Voting	Number of Members Voted	Number of Votes cast	Number of Votes for	% to total votes cast	Number of Votes against	% to total votes cast
Remote e-Voting	40	7534777	7534664	99.98	113	0
e-Voting at AGM	3	1804	1804	0.02	0	0
Total	43	7536581	7536468	100	113	0

**e. Resolution – 5 (Spl Resolution)**

**Appointment of Ms Anadhi Iyer as an Independent Director**

Mode of Voting	Number of Members Voted	Number of Votes cast	Number of Votes for	% to total votes cast	Number of Votes against	% to total votes cast
Remote e-Voting	40	7534777	7534664	99.98	113	0
e-Voting at AGM	3	1804	1804	0.02	0	0
Total	43	7536581	7536468	100	113	0

**f. Resolution – 6 (Ordinary Resolution)**

Appointment of Mr M Govindarajan as a Non-Executive [Non Independent] Director.

Mode of Voting	Number of Members Voted	Number of Votes cast	Number of Votes for	% to total votes cast	Number of Votes against	% to total votes cast
Remote e-Voting	40	7534777	7534564	99.98	213	0
e-Voting at AGM	3	1804	1804	0.02	0	0
Total	43	7536581	7536368	100	213	0

**g. Resolution – 7 (Spl Resolution)**

Payment of Minimum Remuneration to Non-Executive Directors

Mode of Voting	Number of Members Voted	Number of Votes cast	Number of Votes for	% to total votes cast	Number of Votes against	% to total votes cast
Remote e-Voting	40	7534777	7534583	99.98	194	0
e-Voting at AGM	3	1804	1804	0.02	0	0
Total	43	7536581	7536387	100	194	0

**h. Resolution – 8 (Ordinary Resolution)**

Ratification of Remuneration payable to Cost Auditors

Mode of Voting	Number of Members Voted	Number of Votes cast	Number of Votes for	% to total votes cast	Number of Votes against	% to total votes cast
Remote e-Voting	40	7534777	7534483	99.98	294	0
e-Voting at AGM	3	1804	1804	0.02	0	0
Total	43	7536581	7536287	100	294	0

6. There were no Invalid Votes.

7. All electronic data and relevant physical records of voting generated from NSDL Portal will remain in my custody until the Managing Director (Chairman for 33<sup>rd</sup> AGM) considers, approves and signs the minutes of the 33<sup>rd</sup> AGM and the same shall be handed over thereafter to the Managing Director / Company Secretary for safe keeping.

Thanking you,

Yours faithfully

**MUKUNDAN  
RANGANATHAN**

Digitally signed by  
MUKUNDAN RANGANATHAN  
Date: 2024.08.23 10:34:37  
+05'30'

**R MUKUNDAN**

Scrutinizer

ACS 7876 / COP 12635

UDIN: A007876F001026245

Peer Review No: 2977/2023

Place: Chennai

Date: 22/08/2024

## ANNEXURE-2

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Financial Statement of the company for the year ended March 31, 2024 together with the reports of the Board of Directors and the Auditor thereon				
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 and Promoter Group	E-Voting	7172057	7172057	100.0000	7172057	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		7172057	7172057	100.0000	7172057	0	100.0000
Public-Institutions	E-Voting	200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5503608	364524	6.6234	364523	1	99.9997	0.0003
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		5503608	364524	6.6234	364523	1	99.9997
<b>Total</b>		12675865	7536581	59.4561	7536580	1	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Ryosuke Hasumi (DIN: 09368134), as a director, liable to retire by rotation and being eligible offers himself for re-appointment				
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 and Promoter Group	E-Voting	7172057	7172057	100.0000	7172057	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		7172057	7172057	100.0000	7172057	0	100.0000
Public-Institutions	E-Voting	200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5503608	364524	6.6234	364523	1	99.9997	0.0003
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		5503608	364524	6.6234	364523	1	99.9997
<b>Total</b>		12675865	7536581	59.4561	7536580	1	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Vikram Vijayaraghavan (DIN: 01944894) as an Independent Director for a second term.				
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 and Promoter Group	E-Voting	7172057	7172057	100.0000	7172057	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		7172057	7172057	100.0000	7172057	0	100.0000
Public-Institutions	E-Voting	200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5503608	364524	6.6234	364411	113	99.9690	0.0310
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		5503608	364524	6.6234	364411	113	99.9690
<b>Total</b>		12675865	7536581	59.4561	7536468	113	99.9985	0.0015
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Navin Paul (DIN: 00424944) as an Independent Director for a second term				
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 and Promoter Group	E-Voting	7172057	7172057	100.0000	7172057	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	7172057	7172057	100.0000	7172057	0	100.0000	0.0000
Public-Institutions	E-Voting	200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	200	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5503608	364524	6.6234	364411	113	99.9690	0.0310
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	5503608	364524	6.6234	364411	113	99.9690	0.0310
<b>Total</b>		12675865	7536581	59.4561	7536468	113	99.9985	0.0015
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Anandi Iyer (DIN: 03615357) as an Independent Director for first term				
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 and Promoter Group	E-Voting	7172057	7172057	100.0000	7172057	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		7172057	7172057	100.0000	7172057	0	100.0000
Public-Institutions	E-Voting	200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5503608	364524	6.6234	364411	113	99.9690	0.0310
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		5503608	364524	6.6234	364411	113	99.9690
<b>Total</b>		12675865	7536581	59.4561	7536468	113	99.9985	0.0015
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Muthalagu Govindarajan (DIN: 09264840) as a Non-Executive Non-Independent Director				
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 and Promoter Group	E-Voting	7172057	7172057	100.0000	7172057	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		7172057	7172057	100.0000	7172057	0	100.0000
Public-Institutions	E-Voting	200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5503608	364524	6.6234	364311	213	99.9416	0.0584
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		5503608	364524	6.6234	364311	213	99.9416
<b>Total</b>		12675865	7536581	59.4561	7536368	213	99.9972	0.0028
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Minimum remuneration to Non-Executive Directors				
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 and Promoter Group	E-Voting	7172057	7172057	100.0000	7172057	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	7172057	7172057	100.0000	7172057	0	100.0000	0.0000
Public-Institutions	E-Voting	200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	200	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5503608	364524	6.6234	364330	194	99.9468	0.0532
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	5503608	364524	6.6234	364330	194	99.9468	0.0532
<b>Total</b>		12675865	7536581	59.4561	7536387	194	99.9974	0.0026
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratifying the remuneration payable to Cost Auditor for the Financial Year 2024-25				
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 and Promoter Group	E-Voting	7172057	7172057	100.0000	7172057	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	7172057	7172057	100.0000	7172057	0	100.0000	0.0000
Public-Institutions	E-Voting	200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	200	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5503608	364524	6.6234	364230	294	99.9193	0.0807
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	5503608	364524	6.6234	364230	294	99.9193	0.0807
<b>Total</b>		12675865	7536581	59.4561	7536287	294	99.9961	0.0039
<b>Whether resolution is Pass or Not.</b>							Yes	