ITL Industries Limited

ITL/BSE/2026-27/31

September 23, 2026

To,
The BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street,
MUMBAI-400001

Online Filing at:-listing.bseindia.com
BSE Code: 522183

Sub.: **Disclosure of Remote E-voting and E-voting Results in compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to the 38th Annual General Meeting of the Company held on September 22, 2026**

Dear Sir,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the details of the **Voting Results (Remote E-voting and Voting by Poll)** of the **38th Annual General Meeting** of the Company held on **September 22, 2026** at the Registered Office of the Company. The Annual General Meeting commenced at **11:00 A.M.** and concluded at **12:15 P.M.** The said results along with the consolidated report of the Scrutinizer are also being uploaded on the website of the Company at www.itl.co.in and on the website of **Central Depository Services (India) Limited (CDSL)** at www.evotingindia.com.

Kindly note that the Chairman of the Meeting has declared the results of voting on **September 23, 2026** on the basis of the report submitted by the Scrutinizer for Remote E-voting and Voting by Poll at the AGM.

We are enclosing herewith the **Agenda-wise Voting Results along with the Scrutinizer's Report** for your reference and records. Further, the Voting Results will also be filed in **XBRL mode** separately within the stipulated time.

This is for your information and record purpose.

Thanking You,

Yours faithfully,
For **ITL Industries Limited**

Manoj Maheshwari

Digitally signed by Manoj Maheshwari
DN: c=IN, o=Personal, postalCode=452010, l=Indore, st=Madhya Pradesh, street=111 Royal Bungalow Indore Indore Madhya Pradesh India 452010, title=5235, 2.5.4.20=a54045f17de58e6cabeebb121098601eb766a9753d8a2d30d1e9435c4a135b46, serialNumber=b89339e2ccb821b46eabd8027169982df513be6422a4e12492a9e83c614acafd, email=manojmaheshwari3@gmail.com, cn=Manoj Maheshwari
Date: 2026.09.23 18:33:48 +05'30'

ManojMaheshwari
Company Secretary
M.N.: F-7878

Technology with Time.....

ITL Industries Limited

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Details of Voting Results

As per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations 2015, the Voting Results of the 38th Annual General Meeting of the Company are as follows :

Sr. No.	Description	Particulars
1.	Venue, Date and Time of the Annual General Meeting	Venue: Annual General Meeting held through Physical means at the registered office of the company. Date : 22.09.2026 Time: 11.00 AM
2.	Total No. of Shareholders as on record date i.e. September 15, 2026 for the purpose of determine shareholders eligible to vote at Annual General Meeting	4626
3.	Number of Shareholders present in the Annual General Meeting either in person or proxy:	Promoters and Promoters Group: 11 Public: 21
4.	Number of Shareholders attend the Annual General Meeting through video conferencing: Promoters and Promoters Group: Public: (Including Speaker Shareholder)	 0 0

ITL Industries Limited

"Agenda-wise Disclosure"

Item No.1: To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon.

Resolution (1)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors 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	1441241	1110260	77.0350	1110260	0	100.0000	0.0000
	Poll		244950	16.9958	244950	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1441241	1355210	94.0308	1355210	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	62893	3.5673	62891	2	99.9968	0.0032
	Poll		15810	0.8967	15810	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1763059	78703	4.4640	78701	2	99.9975	0.0025
Total		3204300	1433913	44.7496	1433911	2	99.9999	0.0001
					Whether resolution is Pass or Not.		Yes	
					Disclosure of notes on resolution		Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

On the basis of above mentioned voting results the Chairman declared that Resolution No.1 was passed by requisite majority.

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Item No.2: To declare dividend of Rs. 1.25/- per Equity Share for the financial year 2025-2026.

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend of Rs. 1.25/- per Equity Share for the financial year 2025-2026.				
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	1441241	1110260	77.0350	1110260	0	100.0000	0.0000
	Poll		244950	16.9958	244950	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1441241	1355210	94.0308	1355210	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	62893	3.5673	62891	2	99.9968	0.0032
	Poll		15810	0.8967	15810	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1763059	78703	4.4640	78701	2	99.9975	0.0025
Total		3204300	1433913	44.7496	1433911	2	99.9999	0.0001
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

On the basis of above mentioned voting results the Chairman declared that Resolution No.2 was passed by requisite majority.

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ITL Industries Limited (Since 1985) a BSE listed Public Limited Co, ISO 9001:2015 Certified Company
Regd. Office : 111, Sector-B, Sanwer Road Industrial Area, Indore-452015 (M.P.) BHARAT (India)
Phone No :+91 731-7104400-401, Mktg : +91-731-7104412-15, Sales : +91-731-7104416
E-mail : info@itl.co.in | Website : www.itl.co.in | CIN No. : L28939MP1989PLC005037, GSTIN:23AAACI3932N1ZK

Item No.3 : To appoint a Director in place of Mr. Mahendra Jain (DIN: 00256047), who retires by rotation and being eligible, offer himself for re-appointment.

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Mahendra Jain (DIN: 00256047), who retires by rotation and being eligible, offer 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	1441241	1110260	77.0350	1110260	0	100.0000	0.0000
	Poll		244950	16.9958	244950	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1441241	1355210	94.0308	1355210	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	62893	3.5673	62891	2	99.9968	0.0032
	Poll		15810	0.8967	15810	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1763059	78703	4.4640	78701	2	99.9975	0.0025
Total		3204300	1433913	44.7496	1433911	2	99.9999	0.0001
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	433164
Public Insitutions	0
Public - Non Insitutions	0

On the basis of above mentioned voting results the Chairman declared that Resolution No.3 was passed by requisite majority.

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Item No.4 : To ratify the remuneration of Cost Auditor for the financial year ending March 31, 2027.

Resolution (4)		
Resolution required: (Ordinary / Special)		Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?		No
Description of resolution considered		To ratify the remuneration of Cost Auditor for the financial year ending March 31, 2027.

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	1441241	1110260	77.0350	1110260	0	100.0000	0.0000
	Poll		244950	16.9958	244950	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1441241	1355210	94.0308	1355210	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	62893	3.5673	62891	2	99.9968	0.0032
	Poll		15810	0.8967	15810	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1763059	78703	4.4640	78701	2	99.9975	0.0025
Total		3204300	1433913	44.7496	1433911	2	99.9999	0.0001
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

On the basis of above mentioned voting results the Chairman declared that Resolution No.4 was passed by requisite majority.

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Item No.5 : Approval of Related Party Transactions with Indore Tools Private Limited

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Related Party Transactions with Indore Tools Private Limited				
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	1441241	1110260	77.0350	1110260	0	100.0000	0.0000
	Poll		244950	16.9958	244950	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1441241	1355210	94.0308	1355210	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	62893	3.5673	62891	2	99.9968	0.0032
	Poll		15810	0.8967	15810	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1763059	78703	4.4640	78701	2	99.9975	0.0025
Total		3204300	1433913	44.7496	1433911	2	99.9999	0.0001
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1203110
Public Insitutions	0
Public - Non Insitutions	0

On the basis of above mentioned voting results the Chairman declared that Resolution No.5 was passed by requisite majority.

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Item No.6 : Adoption of New Set of Memorandum of Association.

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of New Set of Memorandum of Association.				
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	1441241	1110260	77.0350	1110260	0	100.0000	0.0000
	Poll		244950	16.9958	244950	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1441241	1355210	94.0308	1355210	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	62893	3.5673	62891	2	99.9968	0.0032
	Poll		15810	0.8967	15810	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1763059	78703	4.4640	78701	2	99.9975	0.0025
Total		3204300	1433913	44.7496	1433911	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

On the basis of above mentioned voting results the Chairman declared that Resolution No.6 was passed by requisite majority.

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ITL Industries Limited

Item No.7: Adoption of New Set of Articles of Association.

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of New Set of Articles of Association.				
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	1441241	1110260	77.0350	1110260	0	100.0000	0.0000
	Poll		244950	16.9958	244950	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1441241	1355210	94.0308	1355210	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	62893	3.5673	62891	2	99.9968	0.0032
	Poll		15810	0.8967	15810	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1763059	78703	4.4640	78701	2	99.9975	0.0025
Total		3204300	1433913	44.7496	1433911	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

On the basis of above mentioned voting results the Chairman declared that Resolution No.7 was passed by requisite majority.

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Item No.8: Approval for Increase in Remuneration of Mr. Ravish Jain Holding an Office or Place of Profit in the Company.

Resolution (8)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				Yes					
Description of resolution considered				Profit in the Company.					
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	1441241	1110260	77.0350	1110260	0	100.0000	0.0000
	Poll		244950	16.9958	244950	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1441241	1355210	94.0308	1355210	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	62893	3.5673	62891	2	99.9968	0.0032
	Poll		15810	0.8967	15810	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1763059	78703	4.4640	78701	2	99.9975	0.0025
Total		3204300	1433913	44.7496	1433911	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	769946
Public Insitutions	0
Public - Non Insitutions	0

On the basis of above mentioned voting results the Chairman declared that Resolution No.8 was passed by requisite majority.

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Item No.9: Approval for increase in remuneration of Mr. Prakhar Jain holding an office or place of profit in the company.

Resolution (9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				profit in the company.				
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	1441241	1110260	77.0350	1110260	0	100.0000	0.0000
	Poll		244950	16.9958	244950	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1441241	1355210	94.0308	1355210	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	62893	3.5673	62891	2	99.9968	0.0032
	Poll		15810	0.8967	15810	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1763059	78703	4.4640	78701	2	99.9975	0.0025
Total		3204300	1433913	44.7496	1433911	2	99.9999	0.0001
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	433164
Public Insitutions	0
Public - Non Insitutions	0

On the basis of above mentioned voting results the Chairman declared that Resolution No.9 was passed by requisite majority.

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Item No.10 : Approval for increase in remuneration of Mr. Manish Jain holding an office or place of profit in the company.

Resolution (10)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				Yes					
Description of resolution considered				Approval for increase in remuneration of Mr. Manish Jain holding an office or place of profit in the company.					
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	1441241	1110260	77.0350	1110260	0	100.0000	0.0000
	Poll		244950	16.9958	244950	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1441241	1355210	94.0308	1355210	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	62893	3.5673	62891	2	99.9968	0.0032
	Poll		15810	0.8967	15810	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1763059	78703	4.4640	78701	2	99.9975	0.0025
Total		3204300	1433913	44.7496	1433911	2	99.9999	0.0001
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	769946
Public Insitutions	0
Public - Non Insitutions	0

On the basis of above mentioned voting results the Chairman declared that Resolution No.10 was passed by requisite majority.

Technology with Time .....

ITL Industries Limited (Since 1985) a BSE listed Public Limited Co, ISO 9001:2015 Certified Company
Address : 111, Sector-B, Sanwer Road, Industrial Area, Indore-452015 (M.P.) BHARAT (India)
Phone :+91 731-7104400-401, Mktg +91 731-7104412-15, Sales +91 731-7104416
E-mail : info@itl.co.in, Website : www.itl.co.in. CIN No. : L28939MP1989PLC005037 GSTIN : 23AAACI3932N1ZK

Item No.11 : Approval for increase in remuneration of Mr. Shekhar Jain holding an office or place of profit in the company.

Resolution (11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for increase in remuneration of Mr. Shekhar Jain holding an office or place of profit in the company.				
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	1441241	1110260	77.0350	1110260	0	100.0000	0.0000
	Poll		244950	16.9958	244950	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1441241	1355210	94.0308	1355210	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1763059	62893	3.5673	62891	2	99.9968	0.0032
	Poll		15810	0.8967	15810	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1763059	78703	4.4640	78701	2	99.9975	0.0025
Total		3204300	1433913	44.7496	1433911	2	99.9999	0.0001
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	433164
Public Insitutions	0
Public - Non Insitutions	0

On the basis of above mentioned voting results the Chairman declared that Resolution No.11 was passed by requisite majority.

This is for your information and record purpose.

Thanking You,

For **ITL Industries Limited**

Manoj Maheshwari

Digitally signed by Manoj Maheshwari
DN: c=IN, o=Personal, postalCode=452010, l=Indore, st=Madhya Pradesh, street=111 Royal Bungalow Indore Indore Madhya Pradesh India 452010, title=5235,
2.5.4.20=a54045f17de58e6cabeebb121098601eb766a9753d8a2d30d1e9435c4a135b46,
serialNumber=b89339e2ccb821b46eabd8027169982df513be6422a4e12492a9e83c614acafd, email=manojmaheshwari3@gmail.com, cn=Manoj Maheshwari
Date: 2026.09.23 18:34:55 +05'30'

Manoj Maheshwari
Company Secretary
M.N.: F-7878

Technology with Time .....

IG & Associates
Company Secretaries
Office: 608-A, The One, 5, R.N.T. Marg, Indore-452001 (M.P.)
Ph: 0731-4041303 Mob: 09009403008
e-mail: igassociatescs@gmail.com

ISHA GARG
B.Sc, MBA, FCS

IG/ITL-CSR/2025-26 **September 22, 2026**

To,
The Chairman of
38th Annual General Meeting
ITL Industries Limited
111 Sector "B", Sanwer Road,
Industrial Area, Indore - 452015 (MP)

Sub: Submission of the Consolidated Scrutinizer's Report for Remote E-Voting and Voting (through Ballot Paper) at the 38th Annual General Meeting (AGM) held on Tuesday, the 22nd day of September, 2026 at 11.00 A.M.

Dear Sir,

We refer to our appointment made as the scrutinizer by the Board of Directors of ITL Industries Limited (The Company) vide Board Meeting held on dated 13th August, 2026, to scrutinize the remote E-Voting and Voting (through Ballot Paper) at the 38th AGM conducted in a fair and transparent manner in respect of the below mentioned resolutions as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies Management and Administration Rules, 2014 (the rule), as amended, and the various circular issued by the Ministry of Corporate Affairs and SEBI for the 38th AGM of ITL Industries Limited held on Tuesday, the 22nd day of September, 2026 at 11.00 A.M. at the registered office of the company situated at 111 Sector "B", Sanwer Road, Industrial Area, Indore - 452015 (MP).

We have carried out the work as Scrutinizer of the 38th AGM, commenced at 11.00 A.M. and concluded at 12.15 PM. on Tuesday, the 22nd day of September, 2026 and Scrutinized and reviewed the voting through remote E-Voting and Voting (through Ballot Paper) at the 38th AGM of the Company held on Tuesday, the 22nd day of September, 2026 at 11.00 A.M. at the registered office of the company situated at 111 Sector "B", Sanwer Road, Industrial Area, Indore - 452015 (MP).

The Management of the Company is responsible to ensure compliance with the requirement of;

i. the Act, and Rules made thereunder;
ii. the MCA and Securities and Exchange Board of India, Circulars, as applicable; and
iii. the SEBI Listing obligations and Disclosure Requirement 2015, ("LODR") relating to e-voting on the resolutions contained in the notice calling of the 38th AGM.

The Management of the Company as well as CDSL is responsible for ensuring a secured framework and robustness of the electronic voting systems/voting through ballot paper.

Our responsibility as a Scrutinizer for the remote e-voting and voting (through ballot paper) is to make a Consolidate Scrutinizers' Report of the votes cast in "Favor" or "Against" or "Invalid" for the resolution stated in the notice of the 38th AGM dated 13th day of August, 2026 based on the reports as generated and provided by CDSL, the authorized agency to provide remote e-voting facility and voting (through ballot paper) at the 38th AGM of the Company.

I, CS Isha Garg (FCS: 9955 & COP: 12184) proprietor of M/s I G & Associates, Company Secretaries, Indore, (FRN: I2013MP1054000) submit my consolidated report for remote e-voting and voting (through ballot paper) at the 38th AGM along with the relevant details as under:

IG & ASSOCIATES FCS-9955 C.P. No. 12184 COMPANY SECRETARIES

Dispatch of Notice Converting the AGM:

i. The Company has informed that on the basis of the Register of Members and the details of beneficiaries of the equity shareholders of the Company as per records of the depositaries viz. CDSL and NSDL respectively made available by Ankit Consultancy Private Limited the Registrar and Share Transfer Agents ("RTA"), the RTA and CDSL have Completed dispatch of Notice of the 38th AGM dated 22nd September, 2026 along with Annual Report for the Financial Year 2025-2026 by e-mail on 26th August, 2026 to those Members/ beneficiaries who had registered their e-mail ids with the Company/RTA/Depositories and physical intimation letter dispatched dated 26th August, 2026 to the Members who have not registered their e-mail addresses, containing the web link and detailed instructions to access the Annual Report and Notice of the AGM.

ii. The Company also hosted the notice of the 38th AGM along with the Annual Report on its website: www.itl.co.in and also submitted to the same BSE Ltd.

iii. Notice of the 38th AGM was published in the news papers by the company in "Business Standard" (English & Hindi Edition) published on 28.08.2026 as per the applicable rules and circulars of the MCA.

Cutoff date:
For ascertainment for eligibility for the voting right were reckoned as on Tuesday, 15th September, 2026 being the cut-off date for the purpose of eligibility for e-voting by the members through the remote e-voting and voting through electronic mode at the 38th AGM.

Quorum:
As on the cut-off date, there were 4626 members holding total 3204300 equity shares of Rs. 10/- each, therefore there was a requirement of 15 Members present at the meeting to have valid quorum. However 32 members were present and attendant the 38th AGM (No proxies present on behalf of any member).

Remote E-Voting Process:

i. The Company had appointed CDSL providing facility of casting votes by a members using remote e-voting system as well as e-voting on the day of the 38th AGM and allotted EVSN: 260827029 on the same.

ii. The facility was provided for remote e-voting for the 38th AGM which commenced on Friday 18th September, 2026 at 9.00 AM (IST) remained open for 4 days ended on Monday, 21st September, 2026 at 5.00 P.M. (IST).

The CDSL Remote e-voting facility was blocked by CDSL thereafter. The Company has also provided voting facilities (voting through ballot paper) to the shareholders who present at the 38th AGM and who has not casted their vote earlier through the remote e-voting.

Counting Process:

On Compliance of e-voting at the 38th AGM, we have unblocked the results of the remote e-voting and Voting through ballot paper by Members at the 38th AGM.

Result:

a. As per the data provided by the company, total members 32 were present at the meeting in the 38th AGM.

b. After the closure of voting 38th AGM, the report on Remote E-Voting and Voting (through Ballot Paper) at the 38th AGM were unblocked/opened in the presence of Ms. Sanjoli Mittal and Mr. Vijay Mohan Garg, witnesses who are not in the employment of the Company as prescribed under sub-rules 4 (xii) of Rule 20 of the Companies (Management and Administration) Rules 2014.

Report of the Scrutinizers to the Chairman of the Meeting:

a. I now submit the Consolidated Scrutinizer's Report of the remote e-voting and Voting (through Ballot Paper) at the 38th AGM in respect of the resolution placed before the 38th AGM as per Annexure-A with the Report .
b. I have scrutinized and reviewed the e-voting and voting through ballot paper during the 38th AGM and votes tendered therein based on the data downloaded from the CDSL e-voting system and validated with the list of members as on cut-off date Tuesday, 15th September, 2026 provided by the Ankit Consultancy Private Limited, the registrar and share transfer agent.
c. Based on the aforesaid result, we report that all the Ordinary Resolutions and /or Special Resolutions as set out in the notice of the 38th AGM dated 13th August, 2026 may be declared as that have been passed with requisite majority.
d. In the Resolutions No. 3 we did not consider the votes of directors and his relatives, who are interested in the Resolutions.
e. In the Resolutions No. 5 we did not consider the votes of directors and their relatives, who are interested in the Resolutions.
f. In the Resolutions No. 8, 9, 10, & 11 we did not consider the votes of directors and their relatives, who are interested in the Resolutions.
g. The registers all other papers and other relevant records relating to electronic voting and Ballot Paper shall remain in our safe custody until the chairman considers approved and declare the results for 38th AGM and the same shall thereafter be handed over to the Chairman/Company Secretary of the Company for safe keeping.

For I G & ASSOCIATES
COMPANY SECRETARIES
F.R. NO.: I2013MP1054000

FCS-9955
C.P. No. 12...
COMPANY SECRETARIES

CS ISHA GARG
(PROPRIETOR)
M. NO: FCS 9955 / CP: 12184
PEER REVIEW NO.: 7217/2025
UDIN: F009955H001566180
Date : 22.09.2026
Place : Indore

Consolidated Scrutinizer's Report for Remote E-Voting and Voting (through Ballot Paper) at the 38th Annual General Meeting (AGM) held on Tuesday, the 22th day of September, 2026 at 11.00 A.M.

Item No.1 Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	35	1173151	13	260760	48	1433911	99.9999
Against	2	2	0	0	2	2	0.0001
Total	37	1173153	13	260760	50	1433913	100.0000
Invalid Votes	0	0	0	0	0	0	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.2 Ordinary Resolution:

To declare dividend of Rs. 1.25/- per Equity Share for the financial year 2025-2026.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	35	1173151	13	260760	48	1433911	99.9999
Against	2	2	0	0	2	2	0.0001
Total	37	1173153	13	260760	50	1433913	100.0000
Invalid Votes	0	0	0	0	0	0	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.3 Ordinary Resolution:

To appoint a Director in place of Mr. Mahendra Jain (DIN: 00256047), who retires by rotation and being eligible, offer himself for re-appointment.

Particular	*Remote E-Voting*		*Voting at AGM*		*Total*		*Percentage*
	No.	Votes	No.	Votes	No.	Votes	
Favor	31	739987	13	260760	44	1000747	99.9998
Against	2	2	0	0	2	2	0.0002
Total	33	739989	13	260760	46	1000749	100.0000
Invalid Votes	4	433164	0	0	4	433164	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

IG & ASSOCIATES FCS 1955 C.P. COMPANY SECRETARIES

Item No.4 Special Business & Ordinary Resolution:

To ratify the remuneration of Cost Auditor for the financial year ending March 31, 2027.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	35	1173151	13	260760	48	1433911	99.9999
Against	2	2	0	0	2	2	0.0001
Total	37	1173153	13	260760	50	1433913	100.0000
Invalid Votes	0	0	0	0	0	0	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.5 Special Business & Ordinary Resolution:

Approval of Related Party Transactions with Indore Tools Private Limited

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	27	63891	12	166910	39	230801	99.9991
Against	2	2	0	0	2	2	0.0009
Total	29	63893	12	166910	41	230803	100.0000
Invalid Votes	8	1109260	1	93850	9	1203110	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.6 Special Business & Special Resolution:

Adoption of New Set of Memorandum of Association.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	35	1173151	13	260760	48	1433911	99.9999
Against	2	2	0	0	2	2	0.0001
Total	37	1173153	13	260760	50	1433913	100.0000
Invalid Votes	0	0	0	0	0	0	0.000

Result of Voting: I considered that, the aforesaid Special Resolution may be declared as passed with Requisite Majority

Item No.7 Special Business & Special Resolution:

Adoption of New Set of Articles of Association.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	35	1173151	13	260760	48	1433911	99.9999
Against	2	2	0	0	2	2	0.0001
Total	37	1173153	13	260760	50	1433913	100.0000
Invalid Votes	0	0	0	0	0	0	0.000

Result of Voting: I considered that, the aforesaid Special Resolution may be declared as passed with Requisite Majority

Item No.8 Special Business & Ordinary Resolution:

Approval for Increase in Remuneration of Mr. Ravish Jain Holding an Office or Place of Profit in the Company.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	31	497055	12	166910	43	663965	99.9997
Against	2	2	0	0	2	2	0.0003
Total	33	497057	12	166910	45	663967	100.0000
Invalid Votes	4	676096	1	93850	5	769946	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.9 Special Business & Ordinary Resolution:
Approval for increase in remuneration of Mr. Prakhar Jain holding an office or place of profit in the company.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	31	739987	13	260760	44	1000747	99.9998
Against	2	2	0	0	2	2	0.0002
Total	33	739989	13	260760	46	1000749	100.0000
Invalid Votes	4	433164	0	0	4	433164	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.10 Special Business & Ordinary Resolution:

Approval for increase in remuneration of Mr. Manish Jain holding an office or place of profit in the company.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	31	497055	12	166910	43	663965	99.9997
Against	2	2	0	0	2	2	0.0003
Total	33	497057	12	166910	45	663967	100.0000
Invalid Votes	4	676096	1	93850	5	769946	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

Item No.11 Special Business & Ordinary Resolution:

Approval for increase in remuneration of Mr. Shekhar Jain holding an office or place of profit in the company.

Particular	Remote E-Voting		Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	31	739987	13	260760	44	1000747	99.9998
Against	2	2	0	0	2	2	0.0002
Total	33	739989	13	260760	46	1000749	100.0000
Invalid Votes	4	433164	0	0	4	433164	0.000

Result of Voting: I considered that, the aforesaid Ordinary Resolutions may be declared as passed with Requisite Majority.

For I G & ASSOCIATES
COMPANY SECRETARIES
F.R. NO.: I2013MP1054000

CS ISHA GARG
(PROPRIETOR)
M. NO: FCS 9955 / CP: 12184
PEER REVIEW NO.: 7217/2025
UDIN: F009955H001566180
Date : 22.09.2026
Place : Indore

We the undersigned witnessed that the votes were unblocked/finalized from the e-voting website of CDSL www.evotingindia.com) and the votes through poll were scrutinized after the conclusion of the 38th Annual General Meeting (AGM) held on Tuesday, the 22th day of September, 2026 at 11.00 A.M.

Sanjolimittal
SANJOLI MITTAL

VIJAY MOHAN GARG