

September 3, 2021

DGM – Corporate Relations  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai – 400 001**  
Scrip Code: 500210The Listing Department  
National Stock Exchange of India Limited,  
Exchange Plaza, Plot No. C-1,  
Block G, Bandra–Kurla Complex  
Bandra (East), **Mumbai – 400 051**  
Scrip Code: INGERRAND EQ

Dear Sir,

**Sub: Voting results of 99<sup>th</sup> Annual General Meeting of the Company****Ref: Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We are attaching herewith the compliance report under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the prescribed format pertaining to the voting details of the Company's 99<sup>th</sup> Annual General Meeting held on Thursday, 2<sup>nd</sup> September 2021 at 12.00 Noon through Video Conferencing (VC).

We would like to inform that all the Resolutions as set out in the Notice dated 31<sup>st</sup> May 2021 were passed with requisite majority by the shareholders. The details of votes cast by the shareholders are given in the Annexure.

The report of scrutinizer in Form No. MGT-13 together with scrutinizer's report on e-voting and Consolidated Report on remote e-voting and e-voting at the Annual General Meeting is also attached.

You are requested to please take the same on record and confirm.

Yours faithfully,  
For Ingersoll – Rand (India) Limited



**P. R. Shubhakar**  
General Manager – Corp. Finance  
& Company Secretary



Cc: NSDL  
CDSL

Name of the Company : **Ingersoll – Rand (India) Limited**

Date of Annual General Meeting : **2<sup>nd</sup> September 2021**

Total number of shareholders on Record date : **29,397**

No. of shareholders present in the meeting

Either in person or through proxy

Promoters & Promoter Group : **NIL**

Public : **NIL**

No. of shareholders attended the meeting



Through VC/OAVM

Promoters & Promoter Group : **NIL**



Public : **47**

## Details of Agenda:

Item No.	Type of resolution	Resolution passed	Mode of voting (Show of hands /Poll /Postal Ballot/E-Voting)
1	Ordinary	To receive, consider, approve and adopt the Audited Balance Sheet as at March 31, 2021 and Statement of Profit and Loss for the year ended on March 31, 2021 together with the reports of the Directors and Auditors thereon  (Passed with requisite majority)	Remote E-Voting/E-Voting at AGM
2	Ordinary	To declare dividend of Rs. 3 per equity share for the financial year ended on March 31, 2021.  (Passed with requisite majority)	Remote E-Voting/E-Voting at AGM

Item No.	Type of resolution	Resolution passed	Mode of voting (Show of hands /Poll /Postal Ballot/E-Voting)
3	Ordinary	To appoint a Director in place of Mr. Naveen Samant (DIN: 05127077), who retires by rotation and, being eligible, offers himself for reappointment.  <b>(Passed with requisite majority)</b>	Remote E-Voting/E-Voting at AGM
4	Ordinary	To re-appoint Mr. Amar Kaul (DIN: 07574081) as Managing Director of the Company for a period of 5 years from August 5, 2021 to August 4, 2026.  <b>(Passed with requisite majority)</b>	Remote E-Voting/E-Voting at AGM
5	Special	To re-appoint Mr. Sekhar Natarajan (DIN: 01031445) as an Independent Director of the Company for a period of 5 year from July 27, 2021 to July 26, 2026  <b>(Passed with requisite majority)</b>	Remote E-Voting/E-Voting at AGM
6	Ordinary	To approve entering into Related Party Transactions with Gardner – Denver Engineering Products India Private Limited.  <b>(Passed with requisite majority)</b>	Remote E-Voting/E-Voting at AGM
7	Ordinary	To approve remuneration payable to M/s. Ashish Bhavsar & Associates, Cost Accountants to conduct audit of the cost records of the Company for the financial year ending on March 31, 2022.  <b>(Passed with requisite majority)</b>	Remote E-Voting/E-Voting at AGM



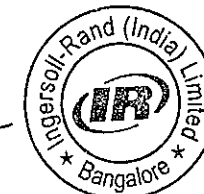
## Ingersoll-Rand (India) Limited

**Resolution Required : (Ordinary)** 1 - To receive, consider and adopt the Audited Balance Sheet as at March 31, 2021 and Statement of Profit and Loss for the financial year ended on March 31, 2021 together with the reports of the Directors and the Auditors.

**Whether promoter/ promoter group are interested in the agenda/resolution?** NO

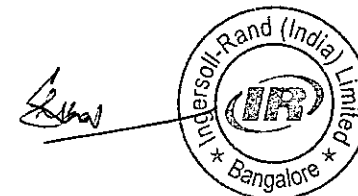
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	23676000	23676000	100.0000	23676000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>23676000</b>	<b>100.0000</b>	<b>23676000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1403223	1287873	91.7796	1287873	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1287873</b>	<b>91.7796</b>	<b>1287873</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	6488777	20811	0.3207	19955	856	95.8868	4.1132
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20811</b>	<b>0.3207</b>	<b>19955</b>	<b>856</b>	<b>95.8868</b>	<b>4.1132</b>
<b>Total</b>		<b>31568000</b>	<b>24984684</b>	<b>79.1456</b>	<b>24983828</b>	<b>856</b>	<b>99.9966</b>	<b>0.0034</b>

*S. S. S.*



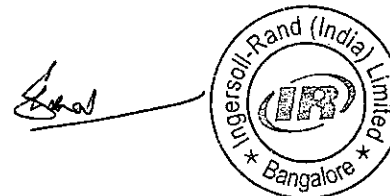
## Ingersoll-Rand (India) Limited

Resolution Required : (Ordinary)			2 - To declare dividend of Rs.3 per equity share for the financial year ended on March 31, 2021.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	23676000	23676000	100.0000	23676000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>23676000</b>	<b>100.0000</b>	<b>23676000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1403223	1287873	91.7796	1287873	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1287873</b>	<b>91.7796</b>	<b>1287873</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	6488777	20811	0.3207	19955	856	95.8868	4.1132
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20811</b>	<b>0.3207</b>	<b>19955</b>	<b>856</b>	<b>95.8868</b>	<b>4.1132</b>
<b>Total</b>		<b>31568000</b>	<b>24984684</b>	<b>79.1456</b>	<b>24983828</b>	<b>856</b>	<b>99.9966</b>	<b>0.0034</b>



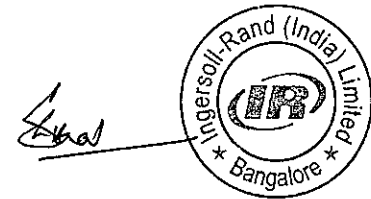
## Ingersoll-Rand (India) Limited

Resolution Required : (Ordinary)			3 - To appoint a Director in place of Mr. Naveen Samant (DIN: 05127077), who retires by rotation and, being eligible, offers himself for reappointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	23676000	23676000	100.0000	23676000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>23676000</b>	<b>100.0000</b>	<b>23676000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1403223	1287873	91.7796	1275178	12695	99.0143	0.9857
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1287873</b>	<b>91.7796</b>	<b>1275178</b>	<b>12695</b>	<b>99.0143</b>	<b>0.9857</b>
Public Non Institutions	E-Voting	6488777	20806	0.3206	18898	1908	90.8296	9.1704
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20806</b>	<b>0.3206</b>	<b>18898</b>	<b>1908</b>	<b>90.8296</b>	<b>9.1704</b>
<b>Total</b>		<b>31568000</b>	<b>24984679</b>	<b>79.1456</b>	<b>24970076</b>	<b>14603</b>	<b>99.9416</b>	<b>0.0584</b>



## Ingersoll-Rand (India) Limited

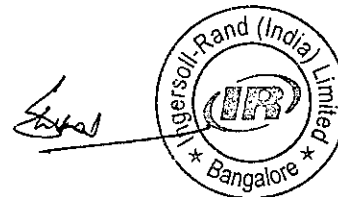
Resolution Required : (Ordinary)			4 - To re-appoint Mr. Amar Kaul (DIN: 07574081) as Managing Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	23676000	23676000	100.0000	23676000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>23676000</b>	<b>100.0000</b>	<b>23676000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1403223	1287873	91.7796	1269581	18292	98.5797	1.4203
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1287873</b>	<b>91.7796</b>	<b>1269581</b>	<b>18292</b>	<b>98.5797</b>	<b>1.4203</b>
Public Non Institutions	E-Voting	6488777	20811	0.3207	19835	976	95.3102	4.6898
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20811</b>	<b>0.3207</b>	<b>19835</b>	<b>976</b>	<b>95.3102</b>	<b>4.6898</b>
<b>Total</b>		<b>31568000</b>	<b>24984684</b>	<b>79.1456</b>	<b>24965416</b>	<b>19268</b>	<b>99.9229</b>	<b>0.0771</b>





## Ingersoll-Rand (India) Limited

Resolution Required : (Special)		5 - To re-appoint Mr. Sekhar Natarajan (DIN: 01031445) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	23676000	23676000	100.0000	23676000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>23676000</b>	<b>100.0000</b>	<b>23676000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1403223	1287873	91.7796	1285542	2331	99.8190	0.1810
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1287873</b>	<b>91.7796</b>	<b>1285542</b>	<b>2331</b>	<b>99.8190</b>	<b>0.1810</b>
Public Non Institutions	E-Voting	6488777	20811	0.3207	18923	1888	90.9279	9.0721
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20811</b>	<b>0.3207</b>	<b>18923</b>	<b>1888</b>	<b>90.9279</b>	<b>9.0721</b>
<b>Total</b>		<b>31568000</b>	<b>24984684</b>	<b>79.1456</b>	<b>24980465</b>	<b>4219</b>	<b>99.9831</b>	<b>0.0169</b>



## Ingersoll-Rand (India) Limited

Resolution Required : (Ordinary)		6 - To approve entering into Related Party Transactions with Gardner Denver Engineered Products India Private Limited.						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
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	Poll	23676000	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
	E-Voting		1287873	91.7796	1287873	0	100.0000	0.0000
Public Institutions	Poll	1403223	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1287873</b>	<b>91.7796</b>	<b>1287873</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
	E-Voting		20831	0.3210	19718	1113	94.6570	5.3430
Public Non Institutions	Poll	6488777	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20831</b>	<b>0.3210</b>	<b>19718</b>	<b>1113</b>	<b>94.6570</b>	<b>5.3430</b>
	<b>Total</b>		<b>1308704</b>	<b>4.1457</b>	<b>1307591</b>	<b>1113</b>	<b>99.9150</b>	<b>0.0850</b>

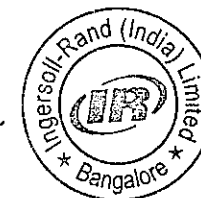
*Handwritten Signature*



## Ingersoll-Rand (India) Limited

Resolution Required : (Ordinary)			7 - To ratify the remuneration to the Cost Auditors of the Company for Financial Year 2021 - 22.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	23676000	23676000	100.0000	23676000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>23676000</b>	<b>100.0000</b>	<b>23676000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1403223	1287873	91.7796	1287873	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1287873</b>	<b>91.7796</b>	<b>1287873</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	6488777	20816	0.3208	18796	2020	90.2959	9.7041
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20816</b>	<b>0.3208</b>	<b>18796</b>	<b>2020</b>	<b>90.2959</b>	<b>9.7041</b>
<b>Total</b>		<b>31568000</b>	<b>24984689</b>	<b>79.1456</b>	<b>24982669</b>	<b>2020</b>	<b>99.9919</b>	<b>0.0081</b>

*(Handwritten Signature)*







**FORM No. MGT-13**

**Report of Scrutinizer(s)**

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To  
The Chairman,

**99<sup>th</sup> Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited held on 02<sup>nd</sup> day of September, 2021 at 12.00 noon through Video Conference (VC).**

Dear Sir,

I, Natesh K, Company Secretary in whole-time practice, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process on the below mentioned resolution(s), at the 99<sup>th</sup> Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited, held on 02<sup>nd</sup> day of September, 2021 at 12.00 noon through Video Conference (VC), submit my report as under:

1. After the time fixed for closing of the e-voting window, the results of the e-voting were unblocked by me and downloaded.
2. I did not find any invalid votes.
3. The result of the e-voting is as under:

**a) Resolution: Ordinary Resolution**

**Item 1 - To receive, consider and adopt the Audited Balance Sheet as at March 31, 2021 and Statement of Profit and Loss for the financial year ended on March 31, 2021 together with the reports of the Directors and the Auditors.**

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
154	2,49,83,828	99.99

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
4	856	0.003

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**b) Resolution: Ordinary Resolution**

**Item 2 - To declare dividend of Rs.3 per equity share for the financial year ended on March 31, 2021.**

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
154	2,49,83,828	99.99

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
4	856	0.003

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**c) Resolution: Ordinary Resolution**

**Item 3 - To appoint a Director in place of Mr. Naveen Samant (DIN: 05127077), who retires by rotation and, being eligible, offers himself for reappointment.**

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
146	2,49,70,076	99.94

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
11	14,603	0.06

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**d) Resolution: Ordinary Resolution**

**Item 4 - To re-appoint Mr. Amar Kaul (DIN: 07574081) as Managing Director of the Company.**

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
145	2,49,65,416	99.92

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
13	19,268	0.08

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**e) Resolution: Special Resolution**

**Item 5 - To re-appoint Mr. Sekhar Natarajan (DIN: 01031445) as an Independent Director of the Company.**

**(i) Voted in favour of the resolution:**

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
151	2,49,80,465	99.98

**(ii) Voted against the resolution:**

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
7	4,219	0.02

**(iii) Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**f) Resolution: Ordinary Resolution**

**Item 6 - To approve entering into Related Party Transactions with Gardner Denver Engineered Products India Private Limited.**

**(i) Voted in favour of the resolution:**

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
150	13,07,591	99.91

**(ii) Voted against the resolution:**

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
7	1,113	0.09

**(iii) Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil





**g) Resolution: Ordinary Resolution**

**Item 7 - To ratify the remuneration to the Cost Auditors of the Company for Financial Year 2021 - 22.**

**(i) Voted in favour of the resolution:**

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
149	2,49,82,669	99.99

**(ii) Voted against the resolution:**

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
9	2,020	0.008

**(iii) Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

Thanking you,

Yours faithfully

Natesh  
Kalidevapuri

Digitally signed by  
Natesh Kalidevapuri  
Date: 2021.09.03  
13:27:49 +05'30'

Natesh K  
Company Secretary in whole-time practice  
FCS 6835, C.P. No. 7277

Place: Bangalore

Date: 03.09.2021

UDIN: F006835C000888397



**CS NATESH K.** B.Sc., LLB, FCS  
Company Secretary

**Scrutinizer's Report on E-Voting**

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

To  
The Chairman,

99<sup>th</sup> Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited held on 02<sup>nd</sup> day of September, 2021 at 12.00 noon through Video Conference (VC).

Dear Sir,

The e-voting period for the 99<sup>th</sup> Annual General Meeting ("AGM") of Ingersoll-Rand (India) Limited ("the Company") commenced at 9.00 A.M. (IST) on August 30, 2021 and ended at 5.00 P.M. (IST) on September 01, 2021.

After the conclusion of the voting at the AGM of the Company, in my capacity as Scrutinizer, I unlocked the votes cast under the e-voting program and based on an examination/download of the relevant contents of NSDL's e-voting portal <https://www.evoting.nsdl.com/> and examination of other documents, certify the results of the e-voting as under:

Sl. No.	Items of business transacted at the AGM	No. of votes cast		
		For	Against	Abstained/Invalid
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2021 and Statement of Profit and Loss for the financial year ended on March 31, 2021 together with the reports of the Directors and the Auditors.	2,49,83,828	856	Nil
2.	To declare dividend of Rs.3 per equity share for the financial year ended on March 31, 2021.	2,49,83,828	856	Nil
3.	To appoint a Director in place of Mr. Naveen Samant (DIN: 05127077), who retires by rotation and, being eligible,	2,49,70,076	14,603	Nil

**CS NATESH K. B.Sc., LLB, FCS**  
Company Secretary

	offers himself for reappointment.			
4.	To re-appoint Mr. Amar Kaul (DIN: 07574081) as Managing Director of the Company.	2,49,65,416	19,268	Nil
5.	To re-appoint Mr. Sekhar Natarajan (DIN: 01031445) as an Independent Director of the Company.	2,49,80,465	4,219	Nil
6.	To approve entering into Related Party Transactions with Gardner Denver Engineered Products India Private Limited.	13,07,591	1,113	Nil
7.	To ratify the remuneration to the Cost Auditors of the Company for Financial Year 2021 - 22.	2,49,82,669	2,020	Nil

Thanking you,

Yours faithfully

Natesh Kalidevapur  
Digitally signed by  
Natesh Kalidevapur  
Date: 2021.09.03  
13:29:38 +05'30'

Natesh K  
Company Secretary in whole-time practice  
FCS 6835, C.P. No. 7277

Place: Bangalore

Date: 03.09.2021

UDIN: F006835C000888397



## **Scrutinizer's Report on remote e-voting and e-voting at the Annual General Meeting**

To  
The Chairman,

**99<sup>th</sup> Annual General Meeting of the Equity Shareholders of Ingersoll-Rand (India) Limited held on 02<sup>nd</sup> day of September, 2021 at 12.00 noon through Video Conference (VC).**

Dear Sir,

I, Natesh K, Company Secretary in whole-time practice, having office at No. 287, 26<sup>th</sup> Cross, 9<sup>th</sup> Main, Banashankari 2<sup>nd</sup> Stage, Bangalore - 560070, have been appointed as Scrutinizer by the Board of Directors of Ingersoll-Rand (India) Limited ("the Company") for the purpose of scrutinizing the voting by electronic means including remote e-voting and e-voting at the Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; in respect of the resolution(s) passed at the 99<sup>th</sup> Annual General Meeting of the Company held on 02<sup>nd</sup> day of September, 2021 at 12.00 noon through Video Conference (VC).

The management of the Company is responsible for ensuring compliance with the provisions of the Companies Act, 2013 and the rules thereunder relating to voting by electronic means including remote e-voting and e-voting AGM on the resolutions contained in the notice of the AGM of the Company. My responsibility is restricted to making a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions put for vote before the shareholders at the AGM of the Company, based on the reports generated by TSR Darashaw Consultants Private Limited, Registrar and Transfer Agents of the Company and electronic voting reports downloaded from the e-voting portal <https://www.evoting.nsdl.com/> of the National Securities Depository Limited (NSDL).

I have issued a separate Scrutinizer's Report dated September 03, 2021, on remote e-voting and e-voting at the AGM. I submit herewith my consolidated Scrutinizer's Report on the results of voting by electronic means in Annexure - 1 enclosed herewith.

Based on the foregoing, the resolutions in items 1 to 7 of the notice to the Annual General Meeting have been passed with the requisite majority.



All papers and records relating to voting by electronic means are under my safe custody and will be handed over to the Company Secretary for preserving safely, after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully

Natesh  
Kalidevapuri

Digitally signed by  
Natesh Kalidevapuri  
Date: 2021.09.03  
13:26:11 +05'30'

Natesh K  
Company Secretary in whole-time practice  
FCS 6835, C.P. No. 7277

Place: Bangalore

Date: 03.09.2021

UDIN: F006835C000888397

## Annexure - 1

## Resolution: Ordinary Resolution

Item 1 - To receive, consider and adopt the Audited Balance Sheet as at March 31, 2021 and Statement of Profit and Loss for the financial year ended on March 31, 2021 together with the reports of the Directors and the Auditors.

Sl. No.	Promoter/ Public	Mode of voting	Total 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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1.	Promoter and Promoter Group	E-voting	2,36,76,000	2,36,76,000	100	2,36,76,000	0	100	0
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
2.	Public Institutions	E-voting	14,03,223	12,87,873	91.7796	12,87,873	0	100	0
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
3.	Public - Non Institutions	E-voting	64,88,777	20,811	0.3207	19,955	856	95.8868	4.1132
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
TOTAL		E-voting	3,15,68,000	2,49,84,684	79.1456	2,49,83,828	856	99.9966	0.0034
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0

Resolution: Ordinary Resolution

Item 2 - To declare dividend of Rs.3 per equity share for the financial year ended on March 31, 2021.

Sl. No.	Promoter/ Public	Mode of voting	Total 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
1.	Promoter and Promoter Group	E-voting	2,36,76,000	2,36,76,000	100	2,36,76,000	0	100	0
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
2.	Public Institutions	E-voting	14,03,223	12,87,873	91.7796	12,87,873	0	100	0
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
3.	Public - Non Institutions	E-voting	64,88,777	20,811	0.3207	19,955	856	95.8868	4.1132
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
<b>TOTAL</b>		E-voting	3,15,68,000	2,49,84,684	79.1456	2,49,83,828	856	99.9966	0.0034
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0



**Resolution: Ordinary Resolution**

**Item 3 - To appoint a Director in place of Mr. Naveen Samant (DIN: 05127077), who retires by rotation and, being eligible, offers himself for reappointment.**

Sl. No.	Promoter/ Public	Mode of voting	Total 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
1.	Promoter and Promoter Group	E-voting	2,36,76,000	2,36,76,000	100	2,36,76,000	0	100	0
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
2.	Public Institutions	E-voting	14,03,223	12,87,873	91.7796	12,75,178	12,695	99.0143	0.9857
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
3.	Public - Non Institutions	E-voting	64,88,777	20,806	0.3206	18,898	1,908	90.8296	9.1704
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
<b>TOTAL</b>		E-voting	3,15,68,000	2,49,84,679	79.1456	2,49,70,076	14,603	99.9416	0.0584
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0

**Resolution: Ordinary Resolution**

**Item 4 - To re-appoint Mr. Amar Kaul (DIN: 07574081) as Managing Director of the Company.**

Sl. No.	Promoter/ Public	Mode of voting	Total 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
1.	Promoter and Promoter Group	E-voting	2,36,76,000	2,36,76,000	100	2,36,76,000	0	100	0
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
2.	Public Institutions	E-voting	14,03,223	12,87,873	91.7796	12,69,581	18,292	98.5797	1.4203
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
3.	Public - Non Institutions	E-voting	64,88,777	20,811	0.3207	19,835	976	95.3102	4.6898
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
TOTAL		E-voting	3,15,68,000	2,49,84,684	79.1456	2,49,65,416	19,268	99.9229	0.0771
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0

**Resolution: Special Resolution**

**Item 5 - To re-appoint Mr. Sekhar Natarajan (DIN: 01031445) as an Independent Director of the Company.**

Sl. No.	Promoter/ Public	Mode of voting	Total 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
1.	Promoter and Promoter Group	E-voting	2,36,76,000	2,36,76,000	100	2,36,76,000	0	100	0
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
2.	Public Institutions	E-voting	14,03,223	12,87,873	91.7796	12,85,542	2,331	99.819	0.181
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
3.	Public - Non Institutions	E-voting	64,88,777	20,811	0.3207	18,923	1,888	90.9279	9.0721
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
<b>TOTAL</b>		E-voting	3,15,68,000	2,49,84,684	79.1456	2,49,80,465	4,219	99.9831	0.0169
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0

**Resolution: Ordinary Resolution**

**Item 6 - To approve entering into Related Party Transactions with Gardner Denver Engineered Products India Private Limited.**

Sl. No.	Promoter/ Public	Mode of voting	Total 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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1.	Promoter and Promoter Group	E-voting	2,36,76,000	0	0	0	0	0	0
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
2.	Public Institutions	E-voting	14,03,223	12,87,873	91.7796	12,87,873	0	100	0
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
3.	Public - Non Institutions	E-voting	64,88,777	20,831	0.3210	19,718	1,113	94.657	5.3430
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
TOTAL		E-voting	3,15,68,000	13,08,704	4.1457	13,07,591	1,113	99.9150	0.0850
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0

**Resolution: Ordinary Resolution**

**Item 7 - To ratify the remuneration to the Cost Auditors of the Company for Financial Year 2021 - 22.**

Sl. No.	Promoter/ Public	Mode of voting	Total 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
1.	Promoter and Promoter Group	E-voting	2,36,76,000	2,36,76,000	100	2,36,76,000	0	100	0
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
2.	Public Institutions	E-voting	14,03,223	12,87,873	91.7796	12,87,873	0	100	0
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
3.	Public - Non Institutions	E-voting	64,88,777	20,816	0.3208	18,796	2,020	90.2959	9.7041
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0
<b>TOTAL</b>		E-voting	3,15,68,000	2,49,84,689	79.1456	2,49,82,669	2,020	99.9919	0.0081
		Postal ballot		0	0	0	0	0	0
		Poll		0	0	0	0	0	0

Place: Bangalore  
Date: 03.09.2021  
UDIN: F006835C000888397

Natesh  
Kalidevapuri

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Natesh K

Company Secretary in whole-time practice  
FCS 6835, C.P. No. 7277