

January 28, 2020

DGM – Corporate Relations,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 500210

The 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 Symbol: INGERRAND EQ

The Listing Department,
Ahmedabad Stock Exchange Limited,
Kamdhenu Complex, Opp. Sahajanand College,
Panjarapole, Ahmedabad – 380 015
Scrip Code: 26610

Dear Sir/ Madam

Sub: Submission of details regarding the voting results of the postal ballot as per the format prescribed under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).


We hereby enclose the result of voting of members of Ingersoll – Rand (India) Limited, conducted by way of postal ballot (including by way of electronic voting) as per the format prescribed under Regulation 44 of the Listing Regulations, as set forth in Annexure - 1. In addition, we hereby enclose the copy of the scrutinizer’s report in Annexure - 2.

Please note that all the three resolutions have been passed with requisite majority as prescribed under applicable laws.

Please take the above on record and kindly bring this to the notice of the members of the exchange.

Thanking you

Yours truly
For **INGERSOLL- RAND (INDIA) LIMITED**


P.R. Shubhakar

General Manager – Corp. Finance and Company Secretary

Cc: (i) National Securities Depository Limited
(ii) Central Depository Services (India) Limited

Annexure I

Format of Voting Results

Sr. No.	Particulars	Details
1.	Date of the Annual General Meeting/ Extraordinary General Meeting/ Postal Ballot	27 January 2020
2.	Total number of shareholders on record date	30,906
3.	Number of shareholders who were present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable
4.	Number of shareholders who attended the meeting though video conferencing: Promoters and Promoter Group: Public:	Not applicable



Resolution 1 - Declaration of Special Dividend

Resolution required (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No [The Promoter is deemed to be interested to the extent of their shareholding in the Company, as applicable].					
Payment of second interim dividend, as special dividend, of Rs. 25 per equity share of face value of Rs. 10 each for the financial year 2019-20								
Category	Mode of Voting	Number of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	23,360,000	23,360,000	100.00	23,360,000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23,360,000	100.00	23,360,000	0	100.00	0.00
Public- Institutions	E-Voting	2,081,538	1,206,303	57.95	1,206,303	0	100.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	Total		1,206,303	57.95	1,206,303	0	100.00	0.00
Public- Non- Institutions	E-Voting	6,126,462	19,781	0.32	19,434	347	98.25	1.75
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		64,171	1.05	63,521	650	98.99	1.01
	Total		83,952	1.37	82,955	997	98.81	1.19
Total		31,568,000	24,650,255	78.09	24,649,258	997	100.00	0.00



Resolution 2 - Transfer of Employees

Resolution required (Ordinary/ Special)		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Transfer of certain identified employees of the Company to Climate ETC Technology Services Private Limited, a group company of the Company, with effect from 1 February 2020 (or such other date as the Board or the Chairman & Managing Director may deem fit) in terms of the employees transfer agreements to be executed for an aggregate consideration of Rs. 828 lakhs								
Category	Mode of Voting	Number of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	23,360,000	23,360,000	100.00	23,360,000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23,360,000	100.00	23,360,000	0	100.00	0.00
Public-Institutions	E-Voting	2,081,538	1,206,303	57.95	1,206,303	0	100.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	Total		1,206,303	57.95	1,206,303	0	100.00	0.00
Public- Non-Institutions	E-Voting	6,126,462	19,266	0.31	18,079	1,187	93.84	6.16
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		62,721	1.02	56,457	6,264	90.01	9.99
	Total		81,987	1.34	74,536	7,451	98.81	1.19
Total		31,568,000	24,648,290	78.08	24,640,839	7,451	99.97	0.03



Resolution 3 - Transfer of Assets

Resolution required (Ordinary/ Special)		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Transfer of certain identified assets of the Company to Ingersoll-Rand Climate Solutions Private Limited, a group company of the Company, with effect from 1 February 2020 (or such other date as the Board or the Chairman & Managing Director may deem fit) pursuant to the Delivery Note to be issued for an aggregate consideration of Rs. 402 lakhs								
Category	Mode of Voting	Number of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	23,360,000	23,360,000	100.00	23,360,000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23,360,000	100.00	23,360,000	0	100.00	0.00
Public-Institutions	E-Voting	2,081,538	1,206,303	57.95	1,206,303	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	Total		1,206,303	57.95	1,206,303	0	0.00	0.00
Public- Non-Institutions	E-Voting	6,126,462	19,416	0.32	18,899	517	97.34	2.66
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		62,167	1.01	55,672	6,495	89.55	10.45
	Total		81,583	1.33	74,571	7,012	91.41	8.59
Total		31,568,000	24,647,886	78.08	24,640,874	7,012	99.97	0.03



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



Report of Scrutinizer(s)

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 and Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Ingersoll-Rand (India) Limited.

Results of Postal ballot/ E-Voting on the Special Resolutions passed on 27th day of January 2020.

Dear Sir,

I, Natesh K., Company Secretary in whole-time practice, appointed as Scrutinizer for the purpose of scrutinizing the Postal ballot voting including E-Voting process for the below mentioned Special resolution(s) passed on 27th day of January, 2020, submit my report as under:

1. The dispatch of the Postal ballot notice dated December 17, 2019 was completed on December 27, 2019 to the members whose names appeared on the Register of Members/ List of Beneficial Owners maintained by the Depository as on December 18, 2019. The postal ballot notice was sent to the members in electronic form to the email addresses registered with their Depository Participants/ Company Registrar and Share Transfer Agents. For the members whose E-mail IDs were not registered, physical copies of the Postal Ballot notice were sent by the permitted modes.
2. Particulars of all the postal ballot forms received from the members and votes cast through electronic means have been entered in the register maintained separately for the purpose.
3. The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms.
4. The votes cast through electronic means were unblocked on January 27, 2020 at 5.50 P.M. (IST). The postal ballot forms were scrutinized on January 28, 2020.
5. The postal ballot forms and votes cast through electronic means were scrutinized and the shareholding was matched/ confirmed with the Register of Members/ List of Beneficial Owners as on December 18, 2019.



6. All postal ballot forms and votes cast through electronic means received up to 5.00 P.M. (IST) on January 27, 2020 being the last date and time fixed by the Company for receipt of the forms and casting of votes by electronic means were considered for my scrutiny.
7. Member(s) holding 21 shares have voted both through postal ballot as well as electronic means.
8. No mutilated/ defaced ballot paper was found by me.
9. The result of the Postal ballot/ E-Voting process is as under:

a) Resolution: Special Resolution

Item 1 – Declaration of special dividend

(i) Voted in favour of the resolution:

Number of members voting through postal ballot and e-voting	Number of votes cast by them	% of total number of valid votes cast
436	24649258	99.99

(ii) Voted against the resolution:

Number of members voting through postal ballot and e-voting	Number of votes cast by them	% of total number of valid votes cast
8	997	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
39	7109

b) Resolution: Special Resolution

Item 2 – Transfer of Employees

(i) Voted in favour of the resolution:

Number of members voting through postal ballot and e-voting	Number of votes cast by them	% of total number of valid votes cast
401	24640839	99.97

(ii) Voted against the resolution:



Number of members voting through postal ballot and e-voting	Number of votes cast by them	% of total number of valid votes cast
31	7451	0.03

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
47	8424

**c) Resolution: Special Resolution
Item 3 - Transfer of Assets**

(i) Voted in favour of the resolution:

Number of members voting through postal ballot and e-voting	Number of votes cast by them	% of total number of valid votes cast
404	24640874	99.97

(ii) Voted against the resolution:

Number of members voting through postal ballot and e-voting	Number of votes cast by them	% of total number of valid votes cast
32	7012	0.03

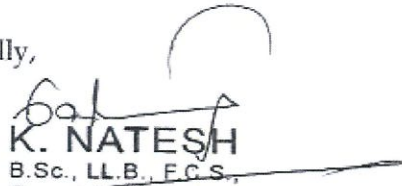
(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
44	8963

10. The postal ballot papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,


K. NATESH

B.Sc., LL.B., F.C.S.,

Company Secretary

C.P. No. 7277

C.S. 6835

Place: Bangalore

Date: 28.01.2024

UDIN: F006835B000103558



Scrutinizer's Report on E-Voting and Postal Ballot

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

To
The Chairman,
Ingersoll-Rand (India) Limited.

Results on Postal Ballot/ E-Voting on the Special Resolutions passed on 27th day of January 2020.

Dear Sir,

I, Natesh K., Company Secretary in whole-time practice, having office at No. 287, 26th Cross, 9th Main, Banashankari 2nd 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:

- a) the voting by electronic means including remote e-voting under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014;
- b) the voting by post under the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014; and

in respect of the below mentioned Special resolution(s) passed on 27th day of January 2020.

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 and postal ballot on the special resolutions contained in the notice dated 17th December 2019. My responsibility is restricted to making a consolidated scrutinizer's report of the votes cast "in favour" or "against" the special resolutions put for vote based on the reports generated by TSR Darashaw 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 28th January 2020 on both, voting through postal ballot and voting by electronic means. I submit herewith my consolidated



Scrutinizer's Report on voting through postal ballot and voting by electronic means in Annexure - 1 enclosed herewith.

Based on the foregoing, the resolutions in items 1 to 3 of the notice have been passed with the requisite majority.

The postal ballot and all other papers relating to postal ballot and all papers relating to voting by electronic means are under my safe custody and will be handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,


K. NATESH

B.Sc., LL.B., F.C.S.,
Company Secretary
C.P. No. 7277

F.C.S. 6835
Place: Bangalore

Date: 28.01.2020

UDIN: F006835B000103558

Annexure - 1

Resolution: Special Resolution
Item 1 - Declaration of special dividend

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	23360000	23360000	100	23360000	0	100.00	0
		Postal ballot		0	0	0	0	0	0
		Poll		-	-	-	-	-	-
2.	Public Institutions	E-voting	2081538	1206303	57.95	1206303	0	100.00	0
		Postal ballot		0	0	0	0	0	0
		Poll		-	-	-	-	-	-
3.	Public - Non Institutions	E-voting	6126462	19781	0.32	19434	347	98.25	1.75
		Postal ballot		64171	1.05	63521	650	98.99	1.01
		Poll		-	-	-	-	-	-
TOTAL		E-voting	31568000	24586084	77.88	24585737	347	100.00	0.00
		Postal ballot		64171	0.20	63521	650	98.99	1.01
		Poll		-	-	-	-	-	-



**Resolution: Special Resolution
Item 2 - Transfer of Employees**

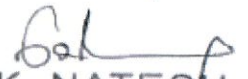
Sl. No.	Promoter/ Public	Mode of voting	Total no. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
			[1]	[2]	$[3]=[(2)/(1)]*100$	[4]	[5]	$[6]=[(4)/(2)]*100$	$[7]=[(5)/(2)]*100$
1.	Promoter and Promoter Group	E-voting	23360000	23360000	100	23360000	0	100.00	0
		Postal ballot		0	0	0	0	0	0
		Poll		-	-	-	-	-	-
2.	Public Institutions	E-voting	2081538	1206303	57.95	1206303	0	100.00	0
		Postal ballot		0	0	0	0	0	0
		Poll		-	-	-	-	-	-
3.	Public - Non Institutions	E-voting	6126462	19266	0.31	18079	1187	93.84	6.16
		Postal ballot		62721	1.02	56457	6264	90.01	9.99
		Poll		-	-	-	-	-	-
TOTAL		E-voting	31568000	24585569	77.88	24584382	1187	100.00	0.00
		Postal ballot		62721	0.20	56457	6264	90.01	9.99
		Poll		-	-	-	-	-	-



Resolution: Special Resolution
Item 3 - Transfer of Assets

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	23360000	23360000	100	23360000	0	100.00	0
		Postal ballot		0	0	0	0	0	0
		Poll		-	-	-	-	-	-
2.	Public Institutions	E-voting	2081538	1206303	57.95	1206303	0	100.00	0
		Postal ballot		0	0	0	0	0	0
		Poll		-	-	-	-	-	-
3.	Public - Non Institutions	E-voting	6126462	19416	0.32	18899	517	97.34	2.66
		Postal ballot		62167	1.01	55672	6495	89.55	10.45
		Poll		-	-	-	-	-	-
TOTAL		E-voting	31568000	24585719	77.88	24585202	517	100.00	0.00
		Postal ballot		62167	0.20	55672	6495	89.55	10.45
		Poll		-	-	-	-	-	-

Place: Bangalore
Date: 28.01.2020
UDIN: F006835B000103558


K. NATESH
B.Sc., LL.B., F.C.S.,
Company Secretary
C.P. No. 7277
F.C.S. 6835