

February 5, 2025

**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**

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 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.

We wish to inform you that as per the Report of the Scrutinizer dated February 5, 2025 issued by Natesh K, Practicing Company Secretary, both resolutions have been passed with requisite majority on February 4, 2025 (last date of e-voting).

The voting results along with the Scrutinizer's Report will also be made available on the Company's website <https://www.irco.com/en-in/invest>

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****Chief Financial Officer & Company Secretary**

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

CIN: L05190KA1921PLC036321

REGD.OFFICE: FIRST FLOOR, SUBRAMANYA ARCADE, NO. 12/1, BANNERGHATTA ROAD, BENGALURU 560 029  
Phone: +91 80 4685 5100 Fax: +91 80 4169 4399 Website: [www.irco.com](http://www.irco.com)

ALL AGREEMENTS CONTINGENT UPON STRIKES, ACCIDENTS AND OTHER CONDITIONS BEYOND OUR CONTROL  
ALL CONTRACTS ARE SUBJECT TO APPROVAL BY AN OFFICER OF THE COMPANY, QUOTATIONS ARE SUBJECT TO CHANGE WITHOUT NOTICE

**Annexure I****Format of Voting Results**

Sl. No.	Particulars	Details
1.	Date of the <del>Annual General Meeting/ Extraordinary General Meeting/</del> Postal Ballot	4 February 2025
2.	Total number of shareholders on record date	37,632
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



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## Ingersoll-Rand (India) Limited

Resolution Required : <b>ORDINARY</b>		1 - Appointment of Mr. Gareth Robert Topping (DIN: 10823043) as a 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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting		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		2449887	86.3480	2427236	22651	99.0754	0.9246
	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>2449887</b>	<b>86.3480</b>	<b>2427236</b>	<b>22651</b>	<b>99.0754</b>	<b>0.9246</b>
Public Non Institutions	E-Voting		137102	2.7123	137029	73	99.9468	0.0532
	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>137102</b>	<b>2.7123</b>	<b>137029</b>	<b>73</b>	<b>99.9468</b>	<b>0.0532</b>
<b>Total</b>		<b>31568000</b>	<b>26262989</b>	<b>83.1950</b>	<b>26240265</b>	<b>22724</b>	<b>99.9135</b>	<b>0.0865</b>



*[Signature]*



Ingersoll-Rand (India) Limited									
Resolution Required : <b>ORDINARY</b>		2 - Appointment of Mr. Sunil Khanduja (DIN: 10041581) as Managing Director and fixing his remuneration							
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	2837224	2449887	86.3480	2161898	287989	88.2448	11.7552	
	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>2449887</b>	<b>86.3480</b>	<b>2161898</b>	<b>287989</b>	<b>88.2448</b>	<b>11.7552</b>	
Public Non Institutions	E-Voting	5054776	137102	2.7123	137018	84	99.9387	0.0613	
	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>137102</b>	<b>2.7123</b>	<b>137018</b>	<b>84</b>	<b>99.9387</b>	<b>0.0613</b>	
<b>Total</b>		<b>31568000</b>	<b>26262989</b>	<b>83.1950</b>	<b>25974916</b>	<b>288073</b>	<b>98.9031</b>	<b>1.0969</b>	



*Sunil*

**Report of Scrutinizer**

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

To  
The Chairman,  
Ingersoll-Rand (India) Limited  
First Floor, Subramanya Arcade No. 12/1,  
Bannerghatta Road Bengaluru  
Karnataka 560029 India

**Postal Ballot through E-Voting for Relevant resolutions**

Sir/Madam,

I, Natesh K, Company Secretary in Whole-time Practice (FCS 6835, C.P. No. 7277), appointed as Scrutinizer vide resolution of the Board dated 12<sup>th</sup> November, 2024, for the purpose of scrutinizing the e-voting process on the below-mentioned resolutions of the Members of Ingersoll-Rand (India) Limited, submit my report as under:

1. The Company has given notice to its members on 3<sup>rd</sup> January 2025, pursuant to provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act") read together with the Companies (Management and Administration) Rules, 2014, as amended (the "Rules"), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "LODR Regulations"), Applicable Secretarial Standard(s) issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), regarding the following ordinary resolutions to be considered through Postal Ballot by way of voting through electronic means (the "remote e-voting" or the "e-voting").
2. The Members of the Company, as on the "cut-off date" i.e., Monday, 30<sup>th</sup> December 2024 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 12<sup>th</sup> November 2024, through remote e- voting only.






3. The Company has published an advertisement on 04<sup>th</sup> January, 2025 in the English Newspapers, "Financial Express" and in "Kannada Prabha" a vernacular (Kannada) newspaper on 04<sup>th</sup> January, 2025 regarding completion of dispatch of Notice of Postal Ballot dated 03<sup>rd</sup> January 2025 and also specifying therein the matters prescribed in the Rules with regard to e-voting.
4. The Company had appointed National Securities Depository Limited (NSDL) for facilitating e-voting services to enable the Members to cast their votes electronically. The Company had made necessary arrangements with MUFG Intime India Private Limited, Registrar and Share Transfer Agent ("RTA") to enable the Members to register their e-mail address. Those Members who had not registered their e-mail address were also provided the provision to register the same.
5. The remote e- Voting facility was kept open from 9:00 A.M. (IST) Monday, 06<sup>th</sup> January 2025 to 5:00 P.M. (IST) Tuesday, 04<sup>th</sup> February 2025. The e-Voting facility was blocked forthwith thereafter.
6. The votes cast by the members electronically were unblocked on 04<sup>th</sup> February 2025, in the presence of Two Witnesses, namely Mr. Muniraju C N (PAN- APLPM2311N), resident of "Sri Vaikuntam" No. 148, Ground Floor, 4th Cross, BSK 6th Stage 2nd Block, Near Presidency School, BDA Link Road, Bengaluru-560098 and Mr. Gangadhar (PAN-CZOPG1963R ), resident of 18/1, 15<sup>th</sup> Cross, Pipeline Road, Cholurpalya, Bangalore North- 560023, who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
7. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
8. The summary of the e-voting is as under:

**a) Resolution: Ordinary Resolution**

**Item 1 - To Appoint Mr. Gareth Robert Topping (DIN: 10823043) as Director of the Company.**

<b>Votes in favor of the Resolution</b>	
<b>Number of Members</b>	249
<b>Number of Votes cast</b>	26240265
<b>% of Total number of Valid Votes</b>	99.9135





<b>Votes against the Resolution</b>	
Number of Members	18
Number of Votes Cast	22724
% of Total number of Valid Votes	0.0865
<b>Invalid Votes</b>	
Total number of members whose votes were declared invalid	NIL
Total number of votes cast by them	NIL

**b) Resolution: Ordinary Resolution**

**Item 2 - To Appoint Mr. Sunil Khanduja (DIN: 10041581) as Managing Director and fixing his remuneration.**

<b>Votes in favor of the Resolution</b>	
Number of Members	237
Number of Votes cast	25974916
% of Total number of Valid Votes	98.9031
<b>Votes against the Resolution</b>	
Number of Members	32
Number of Votes Cast	288073
% of Total number of Valid Votes	1.0969
<b>Invalid Votes</b>	
Total number of members whose votes were declared invalid	NIL
Total number of votes cast by them	NIL

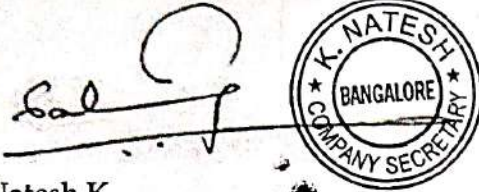
Based on scrutiny of the valid votes cast via remote e-voting in relation to each of the Ordinary Resolutions as set out in the Notice, I report that the number of votes cast in favor of each of the ordinary resolutions are more than the number of votes cast against each of the ordinary resolutions, therefore the ordinary resolutions as set out in the Notice have been passed with the requisite majority.

You may accordingly declare the result of the voting for each of the resolution.



Thanking you,

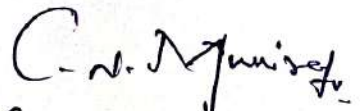
Yours faithfully,



Natesh K  
Company Secretary in Whole-time Practice  
FCS 6835, C.P. No. 7277  
Scrutinizer for the Postal Ballot

Place: Bangalore  
Date: 04.02.2025  
UDIN: F006835F003870387

Signature of witnesses who were present at the time of unblocking of votes:

1.   
(MUNIRAJ C.N)

2.   
(Gangadhar C)



**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,  
Ingersoll-Rand (India) Limited  
First Floor, Subramanya Arcade No. 12/1,  
Bannerghatta Road Bengaluru  
Karnataka 560029 India

**Postal Ballot through E-Voting for Relevant resolutions**

Dear Sir,

The e-voting period for the Postal Ballot for relevant resolutions commenced at 9:00 A.M. (IST) Monday, 06<sup>th</sup> January 2025 to 5:00 P.M. (IST) Tuesday, 04<sup>th</sup> February 2025.

After the conclusion of the voting, in my capacity as Scrutinizer, I unblocked 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 Appoint Mr. Gareth Robert Topping (DIN: 10823043) as Director of the Company	2,62,40,265	22,724	Nil
2.	To Appoint Mr. Sunil Khanduja (DIN: 10041581) as Managing Director and fixing his remuneration	2,59,74,916	2,88,073	Nil

Thanking you,  
Yours faithfully,



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

Place: Bangalore  
Date: 04.02.2025  
UDIN: F006835F003870387



**Scrutinizer's Report on Postal Ballot through E-Voting for Relevant resolutions**

To  
The Chairman,  
Ingersoll-Rand (India) Limited  
First Floor, Subramanya Arcade No. 12/1,  
Bannerghatta Road Bengaluru  
Karnataka 560029 India

**Postal Ballot through E-Voting for Relevant resolutions**

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") vide resolution passed on 12<sup>th</sup> November, 2024 for the purpose of scrutinizing the voting by electronic means at the Postal Ballot under the provisions of Section 108,110 and other applicable provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; in respect of the ordinary resolution(s) passed through Postal Ballot through E-Voting.

The management of the Company is responsible for ensuring compliance with the provisions of the Companies Act, 2013 and the rules made thereunder relating to voting by electronic means including remote e-voting and e-voting through Postal Ballot on the resolutions contained in the notice of the Postal Ballot 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 members of the Company, based on the reports generated by MUFG Intime India Private Limited (Formerly known as Link Intime India 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 04<sup>th</sup> February, 2025, on e-voting. I submit herewith my consolidated Scrutinizer's Report on the results of voting by electronic means in Annexure - 1 enclosed herewith.




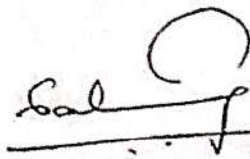


Based on the foregoing, the resolutions in items 1 and 2 of the notice of the Postal Ballot have been passed with the requisite majority.

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 safe keeping, after the Chairman considers, approves, and signs the minutes.

Thanking you,

Yours faithfully,



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

Place: Bangalore  
Date: 04.02.2025  
UDIN: F006835F003870387



# Resolution: Ordinary Resolution

Annexure - 1

Item 1 - To Appoint of Mr. Gareth Robert Topping (DIN: 10823043) as 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.	Promoter and Promoter Group	E-voting	2,36,76,000	2,36,76,000	100	2,36,76,000	0	100	0
2.	Public Institutions	E-voting	28,37,224	24,49,887	86.3480	24,27,236	22,651	99.0754	0.9246
3.	Public - Non-Institutions	E-voting	50,54,776	1,37,102	2.7123	1,37,029	73	99.9468	0.0532
TOTAL		E-voting	3,15,68,000	2,62,62,989	83.1950	2,62,40,265	22724	99.9135	0.0865

## Resolution: Ordinary Resolution

Item 2 - To Appoint of Mr. Sunil Khanduja (DIN: 10041581) as Managing Director and fixing his remuneration.

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.	Promoter and Promoter Group	E-voting	2,36,76,000	2,36,76,000	100	2,36,76,000	0	100	0
2.	Public Institutions	E-voting	28,37,224	24,49,887	86.3480	21,61,898	2,87,989	88.2448	11.7552
3.	Public - Non-Institutions	E-voting	50,54,776	1,37,102	2.7123	1,37,018	84	99.9387	0.0613
TOTAL		E-voting	3,15,68,000	2,62,62,989	83.1950	2,59,74,916	2,88,073	98.9031	1.0969





K. Natesh  
Natesh K



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

Place: Bangalore  
Date: 04.02.2025  
UDIN: F006835F003870387