



**INDUSTRIAL
INVESTMENT
TRUST
LIMITED**

September 17, 2016

The Manager
Listing Department
BSE Limited
Dalal Street
Mumbai – 400 001

The Manager
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
BKC, Bandra (E), Mumbai 400 051

BSE Code: 501295

NSE Scrip Symbol: IITL

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Sub: Disclosure of voting results at the 83rd Annual General Meeting (AGM) of the Company held on September 16, 2016

At the 83rd AGM of the Company held on September 16, 2016 at 2.30 p.m. at M.C. Ghia Hall, 4th floor, Bhogilal Hargovindas Building, 18/20 K. Dubash Marg, Mumbai 400 001, all the business contained in the Notice of the AGM dated August 09, 2016 were transacted and approved by the shareholders with requisite majority.

The details of the combined voting results (which includes the results of remote e-voting, Ballot Forms and polling conducted at the AGM) in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report are enclosed as Annexure A and Annexure B respectively.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For Industrial Investment Trust Limited


Cumi Banerjee
CEO & Company Secretary



Encl: A/a

Industrial Investment Trust Limited

Date of the AGM		16/09/2016						
Total number of shareholders on record date (i.e. September 09, 2016 - Cut-off date for voting purpose)		2225						
No. of shareholders present in the meeting		30						
Promoters		4						
Public		26						
No. of shareholders attended the meeting through Video Conferencing		Not applicable						
Promoters								
Public								
Resolution Required : (Ordinary)								
1 - Adoption of Audited Financial Statements (Standalone & Consolidated) for the year ended March 31, 2016 and reports of the Directors and Auditors thereon								
Whether promoter/ promoter group are interested in the agenda/resolution?								
No								
Category	Made 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
		[11]	[12]	[13] = {[2]/[11]} * 100	[14]	[15]	[16] = {[14]/[2]} * 100	[17] = {[5]/[2]} * 100
Promoter and Promoter Group	E-Voting		7112960	76.3080	7112960	0	100.0000	0.0000
	Poll	9321387	2208427	23.6920	2208427	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9321387	100.0000	9321387	0	100.0000	0.0000
Public Institutions	E-Voting		1224767	91.8208	1224767	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	1333867	0	0.0000	0	0	0.0000	0.0000
	Total		1224767	91.8208	1224767	0	100.0000	0.0000
Public Non Institutions	E-Voting		255	0.0121	255	0	100.0000	0.0000
	Poll	2114746	18803	0.8891	18803	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		19058	0.9012	19058	0	100.0000	0.0000
Total		12770000	10565212	82.7346	10565212	0	100.0000	0.0000

*GDR holders having underlying equity shares of 9777550 do not have voting right.



Industrial Investment Trust Limited									
2 - To appoint a Director in place of Mr. Bipin Agarwal (DIN: 00001276), who retires by rotation									
No									
Resolution Required : (Ordinary)									
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	
Promoter and Promoter Group	E-Voting	11	7112960	$(3) = (2)/(1) * 100$ 76.3080	14	15	$(6) = (4)/(2) * 100$ 100.0000	$(7) = (5)/(2) * 100$ 0.0000	
	Poll	9321387	2208427	23.6920	2208427	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total			100.0000	9321387	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll	1333867	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total			0.0000	0	0	0.0000	0.0000	0.0000
Public Non Institutions	E-Voting		255	0.0121	255	0	100.0000	0.0000	
	Poll	2114746	18803	0.8891	18803	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		19058	0.9012	19058	0	100.0000	0.0000	0.0000
Total		12770000	10565212	82.7346	10565212	0	100.0000	0.0000	

*GDR holders having underlying equity shares of 9777550 do not have voting right.

3 - Appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants as Auditors and Fixing their remuneration									
No									
Resolution Required : (Ordinary)									
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	
Promoter and Promoter Group	E-Voting	11	7112960	$(3) = (2)/(1) * 100$ 76.3080	14	15	$(6) = (4)/(2) * 100$ 100.0000	$(7) = (5)/(2) * 100$ 0.0000	
	Poll	9321387	2208427	23.6920	2208427	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total			100.0000	9321387	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll	1333867	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total			0.0000	0	0	0.0000	0.0000	0.0000
Public Non Institutions	E-Voting		255	0.0121	255	0	100.0000	0.0000	
	Poll	2114746	18803	0.8891	18803	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		19058	0.9012	19058	0	100.0000	0.0000	0.0000
Total		12770000	10565212	82.7346	10565212	0	100.0000	0.0000	

GDR holders having underlying equity shares of 9777550 do not have voting right.



Industrial Investment Trust Limited

4 - Appointment of Mr. Deb Kumar Banerjee (DIN: 97326051) as a Non Executive / Non Independent Director

No

Resolution Required : (Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

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		7112960	76.3080	7112960	0	100.0000	0.0000
	Poll	9321387	2208427	23.6920	2208427	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9321387	100.0000	9321387	0	100.0000	0.0000
Public Institutions	E-Voting		1224767	11.0226	1224767	0	100.0000	0.0000
	Poll	1333867	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1224767	91.8208	1224767	0	100.0000	0.0000
Public Non Institutions	E-Voting		18803	0.0121	255	0	100.0000	0.0000
	Poll	2114746	18803	0.8891	18803	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		19058	0.9012	19058	0	100.0000	0.0000
Total		12770000	10565212	82.7346	10565212	0	100.0000	0.0000

*GDR holders having underlying equity shares of 9777550 do not have voting right.

5 - Approval of Related Party Transactions under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements)

Yes

Resolution Required : (Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

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		0	0.0000	0	0	0.0000	0.0000
	Poll	9321387	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1224767	91.8208	1224767	0	0.0000	0.0000
Public Institutions	E-Voting		1224767	0.0000	0	0	0.0000	0.0000
	Poll	1333867	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1224767	91.8208	1224767	0	100.0000	0.0000
Public Non Institutions	E-Voting		255	0.0121	255	0	100.0000	0.0000
	Poll	2114746	18803	0.8891	18803	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		19058	0.9012	19058	0	100.0000	0.0000
Total		12770000	1243825	9.7402	1243825	0	100.0000	0.0000

*GDR holders having underlying equity shares of 9777550 do not have voting right.



Industrial Investment Trust Limited

6 - Approval of Related Party Transaction with IIT Investtrust Limited

Resolution Required : (Special)
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		0	0.0000	0	0	0.0000	0.0000
	Poll	9321387		0.0000	0	0	0.0000	0.0000
	Postal Ballot			0.0000	0	0	0.0000	0.0000
Total			0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting		1224767	91.8208	1224767	0	100.0000	0.0000
	Poll	1333867		0.0000	0	0	0.0000	0.0000
	Postal Ballot			0.0000	0	0	0.0000	0.0000
Total			1224767	91.8208	1224767	0	100.0000	0.0000
Public Non Institutions	E-Voting		255	0.0121	255	0	100.0000	0.0000
	Poll	2114746	18803	0.8891	18803	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Total			19058	0.9012	19058	0	100.0000	0.0000
Total		12770000	1243825	9.7402	1243825	0	100.0000	0.0000

*GDR holders having underlying equity shares of 9777550 do not have voting right.

7 - Approval of Related Party Transaction with IIT Insurance Broking and Ris. Management Private Limited

Resolution Required : (Special)
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		7112960	76.3080	7112960	0	100.0000	0.0000
	Poll	9321387	2208427	23.6920	2208427	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Total			9321387	100.0000	9321387	0	100.0000	0.0000
Public Institutions	E-Voting		1224767	91.8208	1224767	0	100.0000	0.0000
	Poll	1333867		0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Total			1224767	91.8208	1224767	0	100.0000	0.0000
Public Non Institutions	E-Voting		255	0.0121	255	0	100.0000	0.0000
	Poll	2114746	18803	0.8891	18803	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Total			19058	0.9012	19058	0	100.0000	0.0000
Total		12770000	10565212	82.7346	10565212	0	100.0000	0.0000

*GDR holders having underlying equity shares of 9777550 do not have voting right.





Chandanbala O. Mehta
Practicing Company Secretary

Consolidated Scrutinizer's Report

[Pursuant to Section 108 /109 of the Companies Act, 2013 and Rule 20(3)(xi)/ 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of 83rd Annual General Meeting
of the Equity Shareholders of
Industrial Investment Trust Limited held on
Friday, September 16, 2016 at 2:30 p.m. at
M.C. Ghia Hall, 4th floor, Bhogilal Hargovindas Building,
18/20 K. Dubash Marg, Mumbai 400 001

Dear Sir,

I, Chandanbala O Mehta, a Practicing Company Secretary having its office at Office No.3, 1st Floor, 20/24 Morarji Velji Bldg., Dr. M.B. Velkar Street (Kolbhat Lane), Chira Bazar, Mumbai 400 002, have been appointed as Scrutinizer for the 83rd Annual General Meeting (AGM) of the Equity Shareholders of Industrial Investment Trust Limited ("the Company") pursuant to the provisions of Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014, to scrutinize the e-voting process (remote e-voting) and the physical ballot forms received from the shareholders and for the purpose of Poll through ballot papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Companies (Management and Administration) Rules, 2014, in respect of the resolutions set out in the Notice dated August 09, 2016 convening the 83rd Annual General Meeting of the Equity Shareholders of Industrial Investment Trust Limited, held on Friday, September 16, 2016 at 2:30 p.m. at M.C. Ghia Hall, 4th floor, Bhogilal Hargovindas Building, 18/20 K. Dubash Marg, Mumbai 400 001.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) and physical mode on the resolutions contained in the Notice to the 83rd Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process (remote e-voting), physical ballot forms and for the poll at the AGM is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide e-voting facilities (remote e-voting), physical ballot forms received by the Company and Polling Papers received at the time of AGM.

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Chandanbala O. Mehta
Practicing Company Secretary

As prescribed in the rules, the remote e-voting was kept open from Tuesday, September 13, 2016 (9.00 a.m. IST) to Thursday, September 15, 2016 (5.00 p.m. IST).

At the 83rd AGM of the Company held on September 16, 2016, the Chairman of the Company has suo moto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting process (remote e-voting) to record their votes through the poll process. Thereafter the votes cast through remote e-voting process were unblocked by me in the presence of Ms. Ruksana Istak Khan and Ms. Zeal Jayesh Shah, on September 16, 2016 at 4:03 p.m.

I submit herewith my Consolidated Scrutinizer's Report on the results of e-voting (remote e-voting), physical ballot forms and of the Poll:

- (a) **Resolution No.1 (Ordinary Resolution):** To receive, consider and adopt the audited financial statements including audited consolidated financial statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and Auditors thereon.

Particulars (Mode of Voting)	Votes in favour of the resolution		Votes against the resolution		Invalid Votes Nos.
	Nos.	% of Total No of Valid votes cast	Nos.	% of Total No of Valid votes cast	
Remote e-Voting	8337982	78.92	NIL	N.A	NIL
Physical Ballot & Poll	2227230	21.08	NIL	N.A	NIL
Total	10565212	100.00	NIL	N.A	NIL

- (b) **Resolution No.2 (Ordinary Resolution):** To appoint a Director in place of Mr. Bipin Agarwal (DIN: 00001276), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Particulars (Mode of Voting)	Votes in favour of the resolution		Votes against the resolution		Invalid Votes Nos.
	Nos.	% of Total No of Valid votes cast	Nos.	% of Total No of Valid votes cast	
Remote e-Voting	8337982	78.92	NIL	N.A	NIL
Physical Ballot & Poll	2227230	21.08	NIL	N.A	NIL
Total	10565212	100.00	NIL	N.A	NIL

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Chandanbala O. Mehta
Practicing Company Secretary

- (c) **Resolution No.3 (Ordinary Resolution): To appoint M/s. Deloitte Haskins & Sells, Chartered Accountants as Auditors and fixing their remuneration**

Particulars (Mode of Voting)	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	% of Total No of Valid votes cast	Nos.	% of Total No of Valid votes cast	
Remote e-Voting	8337982	78.92	NIL	N.A	NIL
Physical Ballot & Poll	2227230	21.08	NIL	N.A	NIL
Total	10565212	100.00	NIL	N.A	NIL

- (d) **Resolution No.4 (Ordinary Resolution): Appointment of Mr. Deb Kumar Banerjee (DIN:07326051) as a Non-Executive / Non Independent Director**

Particulars (Mode of Voting)	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	% of Total No of Valid votes cast	Nos.	% of Total No of Valid votes cast	
Remote e-Voting	8337982	78.92	NIL	N.A	NIL
Physical Ballot & Poll	2227230	21.08	NIL	N.A	NIL
Total	10565212	100.00	NIL	N.A	NIL

- (e) **Resolution No.5 (Ordinary Resolution): Approval of Related Party Transactions under Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015**

Particulars (Mode of Voting)	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	% of Total No of Valid votes cast	Nos.	% of Total No of Valid votes cast	
Remote e-Voting	1225022	98.49	NIL	N.A	NIL
Physical Ballot & Poll	18803	1.51	NIL	N.A	NIL
Total	1243825	100.00	NIL	N.A	NIL

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Chandanbala O. Mehta
Practicing Company Secretary

- (f) **Resolution No.6 (Ordinary Resolution): Approval of Related Party Transaction with IIT Investrust Limited**

Particulars (Mode of Voting)	Votes in favour of the resolution		Votes against the resolution		Invalid Votes Nos.
	Nos.	% of Total No of Valid votes cast	Nos.	% of Total No of Valid votes cast	
Remote e-Voting	1225022	98.49	NIL	N.A	NIL
Physical Ballot & Poll	18803	1.51	NIL	N.A	NIL
Total	1243825	100.00	NIL	N.A	NIL

- (g) **Resolution No. 7 (Ordinary Resolution): Approval of Related Party Transaction with IIT Insurance Broking and Risk Management Private Limited**

Particulars (Mode of Voting)	Votes in favour of the resolution		Votes against the resolution		Invalid Votes Nos.
	Nos.	% of Total No of Valid votes cast	Nos.	% of Total No of Valid votes cast	
Remote e-Voting	8337982	78.92	NIL	N.A	NIL
Physical Ballot & Poll	2227230	21.08	NIL	N.A	NIL
Total	10565212	100.00	NIL	N.A	NIL

The electronic data and all other papers and relevant records relating to e-voting process (remote e-voting) and Physical Ballots shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you.

Yours faithfully,

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Chandanbala O. Mehta
Practicing Company Secretary
CP No. 6400 (FCS 6122)

Date: September 16, 2016
Place: Mumbai