

# Hindustan Hardy Spicer Limited

June 15, 2018

To,  
Market Operation-DCS-CRD  
**BSE LIMITED**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001

**Scrip Code: 505893**

**Sub: Extra Ordinary General Meeting of the Company and voting results.**

Dear Sirs,

This is with reference to the Extra Ordinary General Meeting of the Company held today i.e. on Friday, 15<sup>th</sup> June, 2018 at Plot No. C-12, M.I.D.C. Area, Ambad, Nashik 422 010 at 2.30 pm and concluded at 03.05 p.m .

We wish to inform you that all the resolutions contained in the Notice of the Extra Ordinary General Meeting dated 12<sup>th</sup> April, 2018 were approved by the Members.

In this Connection, please find enclosed the following:

- A) Details regarding the brief proceedings of the Extra Ordinary General Meeting (EOGM) of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- B) Details regarding the voting results of the business transacted at the said EOGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- C) Consolidated Report of the Scrutinizer on remote e-voting and voting through ballot forms at the EOGM.

The above are also being uploaded on the Company's website.

You are requested to take a note of the same and bring it to the notice of all concerned.

Thanking you,

Yours faithfully  
**FOR HINDUSTAN HARDY SPICER LIMITED**

  
Devaki Saran  
Executive Director & CFO

Encl:



Date: June 15, 2018

To,  
Market Operation-DCS-CRD  
BSE Ltd.  
Phiroze Jeejeebhoy Tower,  
Dalal Street, MUMBAI - 400001

Scrip code: 505893

Sub.: PROCEEDINGS OF EOGM HELD ON JUNE 15, 2018.

Dear Sirs,

This is to inform you that the Extra Ordinary General Meeting of the Company was held on Friday, June 15, 2018.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided electronic voting facility (remote e-Voting) to the Members entitled to cast their vote at the Extra Ordinary General Meeting. The e-Voting process was carried out by the Company between Monday, June 11, 2018, at 10.00 a.m. (IST) and ended on Thursday, June 14, 2018 at 5:00 p.m. (IST) with cut-off date for determining shareholders being June 08, 2018.

The Company had also provided voting facility to the shareholders present at the Extra Ordinary General Meeting and who had not cast their vote earlier either through remote e-voting facility to cast their vote in the Ballot Box kept there.

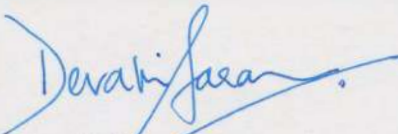
The report of the Scrutinizer of the consolidated results of the votes cast through remote e-voting and voting at the meeting is enclosed.

The following resolutions were passed unanimously:

1. Change of name of the Company from "HINDUSTAN HARDY SPICER LIMITED" to "HINDUSTAN HARDY LIMITED".

Thanking You,

Yours faithfully,  
For HINDUSTAN HARDY SPICER LIMITED



Devaki Saran  
Executive Director & CFO

**Hindustan Hardy Spicer Limited**

<u>Brief details of the items deliberated at the Extra Ordinary general meeting held on Friday, June 15, 2018 and the results</u>				
Sr. No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Results
1.	Change of name of the Company from "HINDUSTAN HARDY SPICER LIMITED" to "HINDUSTAN HARDY LIMITED".	Special	Remote evoting and Ballot at EGM	Passed Unanimously

*Devaki Jagan*

**HINDUSTAN HARDY SPICER LIMITED**

**POLLING SUMMARY**

Date of the EGM		15.06.2018						
Total number of shareholders on record date		3231						
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:		7						
Public:		11						
No. of shareholders attended the meeting through Video Conferencing:								
Promoters and Promoter Group:		NIL						
Public:		NIL						
Resolution required: Special Resolution		1. Approval for change of name of the Company and consequent alteration of Memorandum and Articles of Association of the Company						
Whether promoter/promoter group are interested in the agenda/resolution		N A						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes - in favour	No. of votes - against	% 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	991394	990893	99.95	990893	0	100.0000	0.0000
	Poll			0.00	0	0	0.0000	0.0000
	Postal ballot if any							
	<b>Total</b>		991394	990893	99.95	990893	0	100.0000
Public- Institutions	E-voting	66	0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Postal ballot if any							
	<b>Total</b>		66	0	0.00	0	0	0.0000
Public- Non Institutions	E-voting	506990	461	0.09	461	0	100.0000	0.0000
	Poll		51	0.01	51	0	100.0000	0.0000
	Postal ballot if any							
	<b>Total</b>		506990	512	0.10	512	0	100.0000
<b>Total</b>		1498450	991405	66.16	991405	0	100.0000	0.0000

**For Hindustan Hardy Spicer Ltd.**

*Devaki Saran*

**DEVAKI SARAN**  
Executive Director & CFO





To,

The Chairman  
Hindustan Hardy Spicer Limited  
Plot No. C-12, M.I.D.C. Area,  
Ambad, Nashik - 422010.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot paper at the Extra Ordinary General Meeting of Hindustan Hardy Spicer Limited held at Plot No. C-12, M.I.D.C. Area, Ambad, Nashik - 422 010 on Friday, June 15, 2018 at 2:30pm**

I, Jigyasa N. Ved, of M/s. Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Hindustan Hardy Spicer Limited, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the Extra Ordinary General Meeting (EOGM) of Hindustan Hardy Spicer Limited held on Friday, June 15, 2018 at 2:30pm

I was also appointed as Scrutinizer to scrutinize the voting process at the said EOGM held on June 15, 2018.

The Notice dated April 12, 2018 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the Shareholders in respect of the below mentioned resolutions proposed at the EOGM of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting through ballot paper to the shareholders present at the EOGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of June 08, 2018 were entitled to vote on the resolutions as contained in the Notice of the EOGM.



The voting period for remote e-voting commenced on Monday, June 11, 2018, at 10.00 a.m. (IST) and ended on Thursday, June 14, 2018 at 5:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the EOGM, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting through ballot paper at the meeting on the resolutions contained in the notice of the EOGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through ballot paper at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot paper at the EOGM in respect of the said Resolutions.

#### Resolution 1: Special Resolution

Change of name of the Company from "HINDUSTAN HARDY SPICER LIMITED" to "HINDUSTAN HARDY LIMITED".

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	9,91,405	100.00

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.



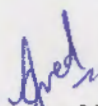
(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you

Yours faithfully,

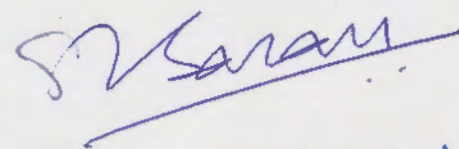


  
Jigyasa N. Ved  
Parikh & Associates  
Practising Company Secretaries  
FCS: 6488 CP No: 6018  
111,11th Floor, Sai Dwar CHS Ltd  
Sab TV Lane, Opp. Laxmi Indl. Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri West, Mumbai - 400053

Place: Mumbai

Dated: June 15, 2018

For Hindustan Hardy Spicer Ltd.

  
CHAIRMAN  
15th June, 2018