

28th September, 2024

Tel.:(91) (22) 6688 0100

Peninsula Business Park, Tower A, 8th Floor, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.

HINDUSTAN COMPOSITES LTD.

Email: hcl@hindcompo.com Website: www.hindcompo.com

CIN No. L29120MH1964PLC012955

To, The Manager - CRD **BSE** Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 Scrip Code: 509635

The Manager – Listing National Stock Exchange of India Ltd Exchange Plaza, 5th Floor, 'G' Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 SYMBOL: HINDCOMPOS

Dear Sir/Madam,

Sub.: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for 60th Annual General Meeting held on Friday, the 27th day of September, 2024.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility to its members to vote on the matters to be transacted at the 60th Annual General Meeting ("AGM") held on Friday, the 27th day of September, 2024 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without physical presence of the members at a common venue, in terms of applicable provision of Companies Act, 2013 and rules framed thereunder and in compliance with General Circular No. 09/2023 dated 25th September, 2023 read with earlier circulars issued by the Ministry of Corporate Affairs ("MCA") in this regard from time to time and Circular No. SEBI/HO/CFD/CFD-oD-2/P/CIR/2023/167 dated 7th October, 2023 issued by the Securities and Exchange Board of India ("SEBI") read with earlier circulars issued by SEBI in this regard from time to time (collectively referred to as "Circulars"). The proceedings of the 60th AGM were conducted at the Registered Office of the Company situated at Peninsula Business Park, Tower 'A', 8th Floor, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, which is deemed venue of the AGM.

Further, to facilitate the voting during the AGM to the members present thereat and who did not cast their votes earlier through remote e-voting, the Company provided e-voting facility to enable them to cast their vote in respect of items of business as set out in the Notice of 60th AGM of the Company.

CS Manish Baldeva, Proprietor of M/s. M Baldeva Associates, Company Secretaries, Mumbai was appointed as Scrutinizer to scrutinize the e-voting in a fair and transparent manner.

The result of e-voting on each resolution was determined considering the aggregate of votes cast by the members on each resolution, both through remote e-voting as well as e-voting during the AGM, on which Scrutinizer has issued Consolidated Scrutinizer's Report. The aforesaid are being uploaded on the website of the Company viz. www.hindocmpo.com and on the CDSL e-voting website viz. www.evotingindia.com.

The Annual General Meeting was attended by requisite quorum and the following businesses were transacted:



1. APPROVAL OF STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS:

The members received, considered and adopted the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024, together with reports of Board of Directors and Auditors thereon by passing Ordinary Resolutions with requisite majority.

2. DECLARATION OF DIVIDEND:

The members approved the payment of dividend of Rs. 2/- per equity share of Rs. 5/- each i.e. 40% of the paid-up equity capital of the Company for the financial year ended 31st March, 2024 by passing an Ordinary Resolution with requisite majority.

3. APPOINTMENT OF MR. P. K. CHOUDHARY:

The members re-appointed Mr. P. K. Choudhary (DIN: 00535670), as a Director of the Company, who retired by rotation and being eligible offered himself for re-appointment, by passing an Ordinary Resolution with requisite majority.

4. RE-APPOINTMENT OF MR. LALIT KUMAR BARARIA (DIN: 00204670) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS W.E.F. 13TH FEBRUARY, 2025 TO 12TH FEBRUARY, 2030:

The members approved re-appointment of Mr. Lalit Kumar Bararia (DIN: 00204670) as Non-Executive Independent Director of the Company for second term of 5 (five) consecutive years w.e.f. 13th February, 2025 to 12th February, 2030 by passing a Special Resolution with requisite majority.

5. RE-APPOINTMENT OF MRS. PREETI VIMAL AGRAWAL (DIN: 08693668) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS W.E.F. 13TH FEBRUARY, 2025 TO 12TH FEBRUARY, 2030:

The members approved re-appointment of Mrs. Preeti Vimal Agrawal (DIN: 08693668) as Non-Executive Independent Director of the Company for second term of 5 (five) consecutive years w.e.f. 13th February, 2025 to 12th February, 2030 by passing a Special Resolution with requisite majority.

6. APPOINTMENT OF MR. SNEHAL MUZOOMDAR (DIN: 00729992) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF 5 (FIVE) CONSECUTIVE YEARS W.E.F. 1ST OCTOBER, 2024 TO 30TH SEPTEMBER, 2029:

The members approved appointment of Mr. Snehal Muzoomdar (DIN: 00729992) as Non-Executive Independent Director of the Company for a term of 5 (five) consecutive years w.e.f. 1st October, 2024 to 30th September, 2029 by passing a Special Resolution with requisite majority.



7. PAYMENT OF COMMISSION TO INDEPENDENT DIRECTORS OF THE COMPANY FOR THE FINANCIAL YEAR 2023-24:

The members approved the payment of commission to Mr. Deepak Sethi, Mr. Lalit Kumar Bararia and Mrs. Preeti Agrawal, Independent Directors of the Company for the financial year 2023-24 by passing an Ordinary Resolution with requisite majority.

8. REVISION IN REMUNERATION PAYABLE TO MR. P. K. CHOUDHARY (DIN: 00535670), MANAGING DIRECTOR OF THE COMPANY W.E.F. 1ST APRIL, 2024 FOR THE REMAINING PERIOD OF HIS TENURE:

The members approved the revision in remuneration payable to Mr. P. K. Choudhary (DIN: 00535670), Managing Director of the Company, w.e.f. 1st April, 2024 for the remaining period of his tenure by passing an Ordinary Resolution with requisite majority.

9. RE-APPOINTMENT OF MR. P. K. CHOUDHARY (DIN: 00535670) AS MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF 3 (THREE) YEARS W.E.F. 1ST JULY, 2024 TILL 30TH JUNE, 2027:

The members approved re-appointment of Mr. P. K. Choudhary (DIN: 00535670) as Managing Director of the Company for a further period of 3 (three) years w.e.f. 1st July, 2024 till 30th June, 2027 by passing a Special Resolution with requisite majority.

10. RATIFICATION OF THE REMUNERATION PAYABLE TO THE COST AUDITORS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024 AND THE FINANCIAL YEAR ENDING 31ST MARCH, 2025:

The members approved the remuneration payable to M/s. Suresh Pimple & Associates, Cost Accountants, Aurangabad (Firm Registration No. 100780), Cost Auditors of the Company for the financial year ended 31st March, 2024 and the financial year ending 31st March, 2025 by passing an Ordinary Resolution with requisite majority.

The copy of the Consolidated Scrutinizers' Report and Voting Results are enclosed herewith for your reference.

Please take the same on your records.

Thanking you,

Yours faithfully,

For HINDUSTAN COMPOSITES LIMITED

Arvind Purohit Company Secretary & Compliance Officer Membership No: A33624

Encl.: As above



Date of the AGM	27.09.2024
Total number of shareholders on record date	16385
No. of shareholders present in the meeting either in person or through proxy:	N.A.
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	11
Public	51
Mode of voting	Remote e-voting and e-voting during the Annual General Meeting



Resolution No. 1:

Resolution R		Ordinary)	(a) The S Composite repaired and (b) The C Composite Composite repaired and (c) The C	Resolution for Standalone any for the fiports of the I Consolidated any for the er with the re	Audited Fi inancial year Board of Dir Audited F financial ye	nancial 5 ended 3 ectors and inancial ear ended	1 st March, 2 d Auditors Statements d 31 st Mar	2024 and thereon; of the
group are	interested	d in the	INO					
agenda / res							1	
Category	Mode of Voting	No. of Shares held	No. of valid 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
and Promoter				100.0000	11073030	0	100.0000	0.0000
group	E- voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.0000
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Public- Institutions	Remote E- Voting		0	0.0000	0	0	0.0000	0.0000
	E- voting during the AGM			0.0000	0	0	0.0000	0.0000
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Non E-		8528	0.2309	8299	229	97.3147	2.6853
	E- voting during the AGM			0.0001	5	0	100.0000	0.0000
	TOTAL	3693697	8533	0.2310	8304	229	97.3163	2.6853
TOTAL		14769000	11081563	75.0326	11081334	229	99.9979	0.0021

Invalid votes: Nil



Resolution No. 2:

Resolution Re	equired: (Or	dinary)		solution for d Equity Share 024.				
Whether pro are interested resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E- Voting		11073030	100.0000	11073030	0	100.0000	0.0000
group	E-voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.0000
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Public- Institutions	Remote E- Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.0000
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E- Voting		8873	0.2402	8644	229	97.4191	2.5809
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000
	TOTAL	3693697	8878	0.2404	8649	229	97.4206	2.5794
TOTAL		14769000	11081908	75.0349	11081679	229	99.9979	0.0021

Invalid votes: Nil



Resolution No. 3:

Resolution Re	equired: (Oı	dinary)	Choudhary (solution for a DIN: 0053567 elf for re-appo	0), who retire			
Whether pro	moter/proi	noter group	No					
are intereste	ed in the	agenda /						
resolution?								
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of
	Voting	Shares	valid votes	Polled on	votes - in	votes-	votes in	Votes
		held	polled	outstanding	favour	against	favour	against
				shares			on votes	on votes
							polled	polled
Promoter	Remote		440=202	100,000	440=200=		400 000	0.0005
and	E-		11073030	100.0000	11073030	0	100.0000	0.0000
Promoter	Voting	4405000						
group	E-voting	11073030						
	during		0	0.0000	0	0	0.0000	0.0000
	the							
	AGM	11072020	11052020	100,0000	11072020	0	100 0000	0.0000
Public-	TOTAL Remote	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Institutions	E-		0	0.0000	0	0	0.0000	0.0000
Institutions	Voting			0.0000	U	0	0.0000	0.0000
	E-voting	2273						
	during	22/3						
	the		0	0.0000	0	0	0.0000	0.0000
	AGM							
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public-	Remote							
Non	E-		8528	0.2309	8269	259	96.9629	3.0371
Institutions	Voting							
	E-voting	3693697					_	
	during		5	0.0001	5	0	100.0000	0.0000
	the			0.0001	3		100.0000	0.0000
	AGM							
	TOTAL	3693697	8533	0.2310	8274	259	96.9647	3.0353
TOTAL		14769000	11081563	75.0326	11081304	259	99.9977	0.0023

Invalid votes: Nil



Resolution No. 4:

Resolution Re	equired: (Sp	ecial)	00204670) as second term February, 20	lution for re-a Non-Executivof 5 (five) con 30.	ve Independe	nt Directo	r of the Cor	npany for
Whether pro are interested resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E- Voting		11073030	100.0000	11073030	0	100.0000	0.0000
group	E-voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.0000
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Public- Institutions	Remote E- Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.0000
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E- Voting		8573	0.2321	7519	1054	87.7056	12.2944
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000
	TOTAL	3693697	8578	0.2322	7524	1054	87.7128	12.2872
TOTAL		14769000	11081608	75.0329	11080554	1054	99.9905	0.0095

Invalid votes: Nil



Resolution No. 5:

Resolution Re	equired: (Sp	ecial)	(DIN: 08693 Company fo	olution for re- 18668) as No or second ter	n-Executive m of 5 (five	Independe	ent Directo	r of the
TA71 (1				25 to 12 th Febr	uary, 2030.			
Whether pro			No					
are interested resolution?	ea in the	agenda /						
resolution?								
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of
Category	Voting	Shares	valid votes	Polled on	votes – in	votes-	votes in	Votes
	voimg	held	polled	outstanding	favour	against	favour	against
		110101	Ponou	shares	141.041	g	on votes	on votes
							polled	polled
Promoter	Remote						-	-
and	E-		11073030	100.0000	11073030	0	100.0000	0.0000
Promoter	Voting							
group	E-voting	11073030						
	during		0	0.0000	0	0	0.0000	0.0000
	the		ľ	0.0000	O		0.0000	0.0000
	AGM							
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Public-	Remote							
Institutions	E-		0	0.0000	0	0	0.0000	0.0000
	Voting	2270						
	E-voting	2273						
	during the		0	0.0000	0	0	0.0000	0.0000
	AGM							
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public-	Remote	22/3	0	0.0000	U	U	0.0000	0.0000
Non	E-		8528	0.2309	7474	1054	87.6407	12.3593
Institutions	Voting			0.2007	, 1, 1	1001	07.0107	12.0070
	E-voting	3693697						
	during		_	0.0004	-		100 0000	0.0000
	the		5	0.0001	5	0	100.0000	0.0000
	AGM							
	TOTAL	3693697	8533	0.2310	7479	1054	87.6480	12.3520
TOTAL		14769000	11081563	75.0326	11080509	1054	99.9905	0.0095

Invalid votes: Nil



Resolution No. 6:

Resolution Re	equired: (Sp	ecial)	00729992) as	lution for ap Non-Executive (five) consecu	ve Independe	nt Directo	r of the Cor	npany for
Whether pro	moter/prot	moter group	No	.027.				
are intereste								
resolution?		. 6 /						
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of
	Voting	Shares	valid votes	Polled on	votes - in	votes-	votes in	Votes
		held	polled	outstanding	favour	against	favour	against
				shares			on votes	on votes
	_						polled	polled
Promoter	Remote		11072022	100,000	11050000		100 0000	0.0000
and	E-		11073030	100.0000	11073030	0	100.0000	0.0000
Promoter	Voting	11072020						
group	E-voting	11073030						
	during the		0	0.0000	0	0	0.0000	0.0000
	AGM							
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Public-	Remote							
Institutions	E-		0	0.0000	0	0	0.0000	0.0000
	Voting							
	E-voting	2273						
	during		0	0.0000	0	0	0.0000	0.0000
	the			0.0000	O		0.0000	0.0000
	AGM							
D 11:	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public-	Remote		0530	0.2200	9260	250	06.0620	2.0271
Non Institutions	E- Voting		8528	0.2309	8269	259	96.9629	3.0371
Institutions		3693697						
	E-voting during	3033037						
	the		5	0.0001	5	0	100.0000	0.0000
	AGM							
	TOTAL	3693697	8533	0.2310	8274	259	96.9647	3.0353
TOTAL		14769000	11081563	75.0326	11081304	259	99.9977	0.0023

Invalid votes: Nil



Resolution No. 7:

Resolution Re	equired: (Oı	rdinary)	Mr. Lalit k	solution for p Cumar Barari The Company	a and Mrs.	Preeti A	grawal, Inc	dependent
Whether pro are intereste resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E- Voting		11073030	100.0000	11073030	0	100.0000	0.0000
group	E-voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.0000
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Public- Institutions	Remote E- Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.0000
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E- Voting		8528	0.2309	7504	1024	87.9925	12.0075
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000
	TOTAL 3693697		8533	0.2310	7509	1024	87.9995	12.0005
TOTAL		14769000	11081563	75.0326	11080539	1024	99.9908	0.0092

Invalid votes: Nil



Resolution No. 8:

Resolution Re	equired: (Oı	rdinary)	Choudhary (solution for ro DIN: 0053567 4 for the rema	0), Managing	Director o	f the Compa	
Whether pro are intereste resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E- Voting		11073030	100.0000	11073030	0	100.0000	0.0000
group	E-voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.0000
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Public- Institutions	Remote E- Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.0000
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E- Voting		8528	0.2309	7474	1054	87.6407	12.3593
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000
	TOTAL 3693697		8533	0.2310	7479	1054	87.6480	12.3520
TOTAL		14769000	11081563	75.0326	11080509	1054	99.9905	0.0095

Invalid votes: Nil



Resolution No. 9:

Resolution Re	equired: (Sp	oecial)	00535670) as	lution for re- Managing Di rs w.e.f. 1st Jul	rector of the (Company i	for a further	
Whether pro are intereste resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E- Voting		11073030	100.0000	11073030	0	100.0000	0.0000
group	E-voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.0000
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Public- Institutions	Remote E- Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.0000
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E- Voting		8528	0.2309	8299	229	97.3147	2.6853
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000
	TOTAL	3693697	8533	0.2310	8304	229	97.3163	2.6837
TOTAL		14769000	11081563	75.0326	11081334	229	99.9979	0.0021

Invalid votes: Nil



Resolution No. 10:

Resolution Re	equired: (Oı	rdinary)	Cost Audito	solution for rars rs of the Com financial year	pany for the f	financial y	ear ended 3	
Whether pro are intereste resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E- Voting		11073030	100.0000	11073030	0	100.0000	0.0000
group	E-voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.0000
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Public- Institutions	Remote E- Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.0000
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E- Voting		8528	0.2309	7369	1159	86.4095	13.5905
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000
	TOTAL	3693697	8533	0.2310	7374	1159	86.4174	13.5826
TOTAL		14769000	11081563	75.0326	11080404	1159	99.9895	0.0105

Invalid votes: Nil



Office No. 2, Tirupati Darshan Bldg. No. 2 CH\$ Ltd., Balaji Nagar, Station Road, Bhayandar (West), Dist. Thane - 401 101.

Phone: 022 - 2818 5738 Email: manish@csmanishb.in Website: www.csmanishb.in

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. P. K. Choudhury
Chairman of 60th Annual General Meeting of
Hindustan Composites Limited
Peninsula Business Park,
'A' Tower, 8th Floor,
Senapati Bapat Marg,
Lower Parel, Mumbai - 400013

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on e-voting done by members of the Company through "remote e-voting process" and "e-voting process" during the 60th Annual General Meeting held on Friday, 27th September, 2024.

I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of **Hindustan Composites Limited** ('the Company') in its meeting held on 14th August, 2024 for the purpose of scrutinizing the voting done through remote e-voting process and the e-voting process during the 60th Annual General Meeting ('AGM') of the Company held on Friday, 27th September, 2024, pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item numbers 1 to 10 in the Notice of the 60th AGM of the members of the Company dated 14th August, 2024.

I submit my report as under:

- As per the guidelines issued by the Ministry of Corporate Affairs vide General Circular No. 09/2023 dated 25th September, 2023 read with earlier circulars issued from time to time in this regard (collectively referred to as 'MCA Circulars'), the 60th AGM was held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').
- 2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and the e-voting during the 60th AGM on the resolutions contained in the said notice of 60th AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and e-voting conducted during the 60th AGM is restricted to make the Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the said notice based on the report generated from the e-voting system provided by the Central Depository Services (India) Limited ('CDSL'), the agency engaged by the Company to provide e-voting facility i.e. remote e-voting facility and e-voting facility during the 60th AGM.
- 3. The Notice of the 60th AGM dated 14th August, 2024 along with the statement setting out material facts under Section 102 of the Act and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was sent to the members through e-mail on 30th August, 2024, whose email address were registered with the Company / Depository

Consolidated Scrutinizer's Report / HCL / 60th AGM





Participants. The said notice was dispatched on the basis of Register of Members and List of Beneficial Owners of the Company as on 23rd August, 2024.

- 4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 and as required under the said Circulars, the Company published advertisement about sending of the notice of 60th AGM through e-mail in accordance with the said Circulars, in the Marathi newspaper "Mumbai Lakshadweep" and in the English newspaper "Financial Express" on Wednesday, 28th August, 2024 and published advertisement giving notice of 60th AGM, providing remote e-voting facility and e-voting facility during the said AGM and book closure in the Marathi newspaper "Mumbai Lakshadweep" and in the English newspaper "Financial Express" on Saturday, 31st August, 2024.
- 5. The voting rights of members were considered in proportion to their share in the paid-up equity share capital of the Company as on cut-off date i.e. Friday, 20th September, 2024.
- 6. In terms of the aforesaid Notice, the remote e-voting was kept open for 3 (three) days i.e. from Tuesday, 24th September, 2024 (9:00 A.M.) to Thursday, 26th September, 2024 (5:00 P.M.). The members cast their votes electronically on remote e-voting platform provided by the CDSL. The shareholders who were present at the 60th AGM of the Company through VC / OAVM and had not voted through remote e-voting process earlier were allowed to cast their votes through e-voting system provided by the CDSL during the 60th AGM.
- 7. The summary of the voting through remote e-voting facility and e-voting process at 60th AGM are as under:





Resolution No. 1:

Resolution R	equired: (Or	dinary)	Ordinary Re	esolution for ac	loption of:						
			(a) The Sta	andalone Audit	ed Financial	Statements	of the Com	pany for			
			the fin	the financial year ended 31st March, 2024 and the reports of the							
			Board o	of Directors and	d Auditors the	reon; and					
			(b) The Co	nsolidated Aud	ited Financial	Statement	s of the Com	pany for			
			the financial year ended 31st March, 2024 together with the reports								
			of Audi	tors thereon.							
Whether	promote	r/promoter	No								
group are in	terested in	the agenda									
/ resolution?											
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of			
	Voting	Shares	valid	Polled on	votes - in	votes-	votes in	Votes			
		held	votes	outstanding	favour	against	favour	against			
			polled	shares			on votes	on			
						" Av "	polled	votes			
								polled			
Promoter	Remote		11073030	100.0000	11073030	0	100.0000	0.0000			
and	E-Voting		110/3030	100.0000	11075050	0	100.0000	0.0000			
Promoter	E-voting	11073030									
group	during		0	0.0000	0	0	0.0000	0.0000			
	the AGM										
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000			
Public-	Remote		0	0.0000	0	0	0.0000	0.0000			
Institutions	E-Voting		0	0.0000	U	0	0.0000	0.0000			
	E-voting	2273									
	during		0	0.0000	0	0	0.0000	0.0000			
	the AGM										
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000			
Public-	Remote		8528	0.2309	8299	229	97.3147	2.6853			
Non	E-Voting		6528	0.2309	0299	229	37.3147	2.0653			
Institutions	E-voting	3693697									
	during		5	0.0001	5	0	100.0000	0.0000			
	the AGM										
	TOTAL	3693697	8533	0.2310	8304	229	97.3163	2.6853			
TOTAL		14769000	11081563	75.0326	11081334	229	99.9979	0.0021			

Invalid votes: Nil





Resolution No. 2:

Resolution Re	quired: (Ordi	nary)	Ordinary Resolution for declaration of dividend @ 40% i.e. Rs. 2/- per share on the Equity Shares of Rs. 5/- each for the financial year ended 31 st March, 2024.							
Whether promoter/promoter group are interested in the agenda / resolution?			No							
Category	Mode of Voting	No. of Shares held	No. of valid 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	er Remote E-Voting		11073030	100.0000	11073030	0	100.0000	0.0000		
Promoter group	E-voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.0000		
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000		
Public- Institutions	Remote E-Voting	2273	0	0.0000	0	0	0.0000	0.0000		
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000		
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000		
Public- Non Institutions	Remote E-Voting		8873	0.2402	8644	229	97.4191	2.5809		
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000		
	TOTAL	3693697	8878	0.2404	8649	229	97.4206	2.5794		
TOTAL		14769000	11081908	75.0349	11081679	229	99.9979	0.0021		

Invalid votes: Nil



B M Baldeva Associates Company Secretaries

Resolution No. 3:

Resolution Re	Resolution Required: (Ordinary)			Ordinary Resolution for appointment of a director in place of Mr. P. K. Choudhary (DIN: 00535670), who retired by rotation and being eligible, offered himself for re-appointment.						
Whether promoter/promoter group are interested in the agenda / resolution?			No							
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E-Voting	11073030	11073030	100.0000	11073030	0	100.0000	0.0000		
Promoter group	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000		
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000		
Public- Institutions	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000		
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.0000		
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000		
Public- Non Institutions	Remote E-Voting		8528	0.2309	8269	259	96.9629	3.0371		
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000		
	TOTAL	3693697	8533	0.2310	8274	259	96.9647	3.0353		
TOTAL		14769000	11081563	75.0326	11081304	259	99.9977	0.0023		

Invalid votes: Nil





Resolution No. 4:

Resolution Rec	quired: (Spec	ial)	00204670) as	Non-Executive	appointment of Independent D years w.e.f. 13 ^t	irector of t	he Company	for second
Whether pron interested in t		ter group are resolution?	No					
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E-Voting		11073030	100.0000	11073030	0	100.0000	0.0000
Promoter group	E-voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.0000
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Public- Institutions	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.0000
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E-Voting		8573	0.2321	7519	1054	87.7056	12.2944
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000
	TOTAL	3693697	8578	0.2322	7524	1054	87.7128	12.2872
TOTAL		14769000	11081608	75.0329	11080554	1054	99.9905	0.0095

Invalid votes: Nil



Resolution No. 5:

Resolution Required: (Special)			Special Resolution for re-appointment of Mrs. Preeti Vimal Agrawal (DIN: 08693668) as Non-Executive Independent Director of the Company for second						
			08693668) as term of 5 (five 2030.	Non-Executive e) consecutive	years w.e.f. 13	rector of t h February	ne Company , 2025 to 12 th	February,	
Whether pron interested in t		eter group are resolution?	No						
Category	Mode of Voting	No. of Shares held	No. of valid 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	er Remote E-Voting		11073030	100.0000	11073030	0	100.0000	0.0000	
Promoter group	E-voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.000	
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000	
Public- Institutions	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000	
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.000	
	TOTAL	2273	0	0.0000	0	0	0.0000	0.000	
Public- Non Institutions	Remote E-Voting		8528	0.2309	7474	1054	87.6407	12.3593	
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.000	
	TOTAL	3693697	8533	0.2310	7479	1054	87.6480	12.352	
TOTAL		14769000	11081563	75.0326	11080509	1054	99.9905	0.0095	

Invalid votes: Nil



Resolution No. 6:

Resolution Required: (Special)			Special Resolution for appointment of Mr. Snehal Muzoomdar (DIN: 00729992) as Non-Executive Independent Director of the Company for term of 5 (five) consecutive years w.e.f. 1 st October, 2024 to 30 th September, 2029.						
Whether pror interested in t		ter group are resolution?	No						
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E-Voting	11073030	11073030	100.0000	11073030	0	100.0000	0.0000	
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000	
	TOTAL	11073030	11073030	100.0000	11073030	. 0	100.0000	0.0000	
Public- Institutions	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000	
	E-voting during the AGM	2273	0	0.0000	0	. 0	0.0000	0.0000	
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	Remote E-Voting		8528	0.2309	8269	259	96.9629	3.0371	
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000	
	TOTAL	3693697	8533	0.2310	8274	259	96.9647	3.0353	
TOTAL 14769000			11081563	75.0326	11081304	259	99.9977	0.0023	

Invalid votes: Nil





Resolution No. 7:

	Resolution Required: (Ordinary)			and Mrs. Pree	ment of commis eti Agrawal, Inde 31 st March, 2024	pendent D	. Deepak Seth irectors of the	i, Mr. Lalit Company
Whether pron interested in t		ter group are resolution?	No					
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E-Voting		11073030	100.0000	11073030	0	100.0000	0.0000
	E-voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.0000
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.000
Public- Institutions	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.000
	TOTAL	2273	0	0.0000	0	0	0.0000	0.000
Public- Non Institutions	Remote E-Voting		8528	0.2309	7504	1024	87.9925	12.007
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.000
	TOTAL	3693697	8533	0.2310	7509	1024	87.9995	12.000
TOTAL		14769000	11081563	75.0326	11080539	1024	99.9908	0.009

Invalid votes: Nil



B | M Baldeva Associates | Company Secretaries

Resolution No. 8:

Resolution Re	Resolution Required: (Ordinary)			Ordinary Resolution for revision in remuneration payable to Mr. P. K. Choudhary (DIN: 00535670), Managing Director of the Company, w.e.f. $1^{\rm st}$ April, 2024 for the remaining period of his current tenure.						
Whether promoter/promoter group are interested in the agenda / resolution?			No							
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E-Voting	11073030	11073030	100.0000	11073030	0	100.0000	0.0000		
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000		
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000		
Public- Institutions	Remote E-Voting	2273	0	0.0000	0	0	0.0000	0.0000		
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000		
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000		
Public- Non Institutions	Remote E-Voting		8528	0.2309	7474	1054	87.6407	12.3593		
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000		
	TOTAL	3693697	8533	0.2310	7479	1054	87.6480	12.3520		
TOTAL		14769000	11081563	75.0326	11080509	1054	99.9905	0.0095		

Invalid votes: Nil



Resolution No. 9:

Resolution Re	Resolution Required: (Special) Whether promoter/promoter group are interested in the agenda / resolution?			Special Resolution for re-appointment of Mr. P. K. Choudhary (DIN: 00535670) as Managing Director of the Company for a further period of 3 (three) years w.e.f. 1 st July, 2024 till 30 th June, 2027.						
Category	Mode of Voting	No. of Shares held	No. of valid 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			11073030	100.0000	11073030	0	100.0000	0.0000		
Promoter group	E-voting during the AGM	11073030	0	0.0000	0	0	0.0000	0.0000		
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000		
Public- Institutions	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000		
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.0000		
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000		
Public- Non Institutions	Remote E-Voting		8528	0.2309	8299	229	97.3147	2.6853		
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000		
	TOTAL	3693697	8533	0.2310	8304	229	97.3163	2.6837		
TOTAL		14769000	11081563	75.0326	11081334	229	99.9979	0.0021		

Invalid votes: Nil



Resolution No. 10:

Resolution Required: (Ordinary)			Ordinary Resolution for ratification of the remuneration payable to the Cost Auditors of the Company for the financial year ended 31 st March, 2024 and the financial year ending 31 st March, 2025.					
Whether pror interested in t		ter group are resolution?	No					
Category	Mode of Voting	No. of Shares held	No. of valid 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	Remote E-Voting	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Promoter group	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	TOTAL	11073030	11073030	100.0000	11073030	0	100.0000	0.0000
Public- Institutions	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000
	E-voting during the AGM	2273	0	0.0000	0	0	0.0000	0.0000
	TOTAL	2273	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote E-Voting		8528	0.2309	7369	1159	86.4095	13.5905
	E-voting during the AGM	3693697	5	0.0001	5	0	100.0000	0.0000
	TOTAL	3693697	8533	0.2310	7374	1159	86.4174	13.5826
TOTAL		14769000	11081563	75.0326	11080404	1159	99.9895	0.0105

Invalid votes: Nil





The relevant records relating to e-voting shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes of the aforesaid meeting and then the same will be handed over to the Company Secretary for safe keeping.

FCS 6180 C. P. No. For **M Baldeva Associates** *Company Secretaries*

CS Manish Baldeva Proprietor

M. No. FCS 6180; C.P. No. 11062

Peer Review: 1436/2021

UDIN: F006180F001355440

Place: Mumbai

Date: 28th September, 2024

Countersigned by

For Hindustan Composites Limited

Chairman/Authorised Signatory