



HB ESTATE DEVELOPERS LTD.

Regd. Office : Plot No. 31, Echelon Institutional Area, Sector - 32, Gurugram -122001 (Haryana)
Ph.:0124-4675500, Fax:0124-4370985, E-mail:corporate@hbestate.com
Website : www.hbestate.com, CIN : L99999HR1994PLC034146

22nd September, 2023

Listing Centre

The Listing Department
BSE Limited,
Pheroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001

Company Code: 532334

Sub: - Submission of Proceedings along with Voting Results and Scrutinizer's Report for the 29th Annual General Meeting (AGM) of the Company held on 22nd September, 2023 pursuant to Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

We wish to inform you that the 29th Annual General Meeting ("AGM") of the Company was held today i.e. Friday, 22nd September, 2023 at 12:00 Noon through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') in accordance with the applicable provisions of the Companies Act, 2013 ("Act") and Circular(s) issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") to transact the business as stated in the Notice of AGM dated 27th May, 2023.

The Board of Directors had appointed Mrs. Jaya Yadav, Company Secretary in Practice, C/o Jaya Yadav & Associates as the Scrutinizer for the remote e-voting process and e-voting at the AGM.

As per the Consolidated Report of the Scrutinizer, all the resolutions placed at the AGM of the Company held on 22nd September, 2023 have been passed with the requisite majority.

In this regard, please find enclosed the following:

- 1) Proceedings of the AGM of the Company as required under Regulation 30 of Para A of Schedule-III SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as '**Annexure - I**'.
- 2) Voting Results of the business transacted at the AGM as required under Regulation 44(3) of SEBI Listing Regulations as '**Annexure - II**'.
- 3) Consolidated Scrutinizer's Report dated 22nd September, 2023 for votes casted through Remote e-voting and e-voting at the meeting pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as '**Annexure - III**'.

The Voting Results along with Scrutinizer's Report are also available on the Company's website, <http://www.hbestate.com> and on the website of National Securities Depository Limited ("NSDL"), <https://www.evoting.nsdl.com>

This is for your information and records.

Thanking you,

Yours faithfully,

For HB ESTATE DEVELOPERS LIMITED

Radhika
RADHIKA KHURANA

(Company Secretary & Compliance Officer)



Encl: As Above



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Annexure - I

Summary of Proceedings of 29th Annual General Meeting

The 29th Annual General Meeting ("AGM") of the Company was held on 22nd September, 2023 at 12:00 Noon through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the members at a common venue in terms of Circular No. 14/2020 dated 08th April, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 05th May, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. 02/2022 dated 05th May, 2022 and Circular No. 10/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023 issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "the Circulars").

The Company Secretary welcomed the members present at the AGM of the Company.

Mr. Lalit Bhasin (DIN: 00002114), Director (Chairperson) took the Chair. The requisite quorum being present, the Chairperson called the meeting to order and presented a brief overview of the Economy and the Company's performance and thereafter authorized the Company Secretary to carry out the proceedings of the meeting.

After that, the Company Secretary introduced all the Directors, who attended the meeting through their respective locations. The Chairman of the Audit Committee, Nomination & Remuneration Committee and the Stakeholders Relationship Committee along with Secretarial Auditor and the Scrutinizer were also present during the meeting.

The Company Secretary informed that in compliance with MCA and SEBI Circulars, Notice of the AGM and the Annual Report containing the Board's Report, Auditor's Report, Audited Financial Statements (Both Standalone and Consolidated) for the financial year ended 31st March, 2023 were sent in electronic mode to Members whose e-mail addresses are registered with the Company or the Depository Participant(s). Accordingly, the Notice of AGM was taken as read.

The Company Secretary further informed that there are no qualifications, reservation, adverse remark, observations, comments or disclaimer given either by the Statutory Auditors or the Secretarial Auditors of the Company in their Report for the financial year ended 31st March, 2023 and the same was taken as read.

All documents referred to in the Notice of the meeting were available for inspection in electronic mode, from the date of circulation of the Notice upto the date of the meeting. Further, as per the requirements of the provisions of the Companies Act, 2013, (a) the Register of Directors, Key Managerial Personnel (KMP) and their Shareholding; (b) the Register of Contracts or Arrangements in which the Directors are interested were made available for inspection by the members in electronic mode at National Securities Depository Limited ("NSDL") e-voting system during the AGM.

Pursuant to MCA and SEBI Circulars read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company engaged the services of NSDL to provide facility to the members to attend the meeting through VC/ OAVM and to exercise their vote electronically through Remote e-voting and e-voting at the AGM in respect of all the business set forth in the Notice of AGM. The remote e-voting period commenced on **Tuesday, 19th September, 2023 (09.00 A.M)** and ended on **Thursday, 21st September, 2023 (05.00 P.M)**.



Members who were present in the AGM through VC/OAVM facility and had not casted their vote through remote e-voting were provided an opportunity to cast their votes electronically at the AGM through the NSDL platform.

Mrs. Jaya Yadav, Company Secretary in Whole-time Practice (Membership No.: F10822, C.P. No.: 12070) was appointed as the Scrutinizer(s) for scrutinizing the voting process in a fair and transparent manner.

The following items of business were transacted at the meeting:

Ordinary Business:

1. Adoption of Audited Financial Statements Including Consolidated Financial Statements for the Financial Year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.
2. Re-appointment of Mr. Lalit Bhasin (DIN: 00002114), Director, who retires by rotation and being eligible offers himself for re-appointment.

Special Business:

3. Extension of Validity Period for Issuance of Redeemable Non-Cumulative Non-Convertible Preference Shares – Series IV of the Company. – **SPECIAL RESOLUTION**

The Company Secretary then requested the moderator to invite the speakers, who had already registered their names to express their views, give suggestions and had queries on the operations and financial performance of the Company and related matters. Mr. Anil Goyal, Director of the Company responded to the questions raised by the members adequately. No queries were received in the chat box during the meeting.

It was further informed that the Company shall submit details regarding the voting results to the Stock Exchange, BSE Limited, within Two (2) days of the conclusion of the meeting. The results declared along with the Scrutinizer's Report(s) shall also be placed on the website of the Company and on the website of NSDL immediately after the declaration of results.

The meeting was concluded with a formal vote of thanks to the Chairman, Directors and Members of the Company for attending the AGM of the Company. The e-voting facility was kept open for the next 15 minutes to enable the members to cast their votes.

The meeting concluded at 12:32 P.M.



Annexure – II

Details of Voting Results of the 29th AGM pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM / EGM	22 nd September, 2023
Total number of Shareholders on record date:	68,349
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters & Promoter Group:	NA
- Public:	NA
No. of Shareholders attended the meeting through Video Conferencing (VC) / Other Audio Visual Means (OAVM):	
- Promoters & Promoter Group:	10
- Public:	83



HB ESTATE DEVELOPERS LIMITED

VOTING RESULTS OF 29TH AGM HELD ON 22ND SEPTEMBER, 2023

Agenda Item No. 1					Adoption of Audited Financial Statements including Consolidated Financial Statements for the Financial Year ended 31 st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.			
Resolution required (Ordinary / Special)					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 $3 = \frac{[(2)/(1)] * 100}{100}$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $6 = \frac{[(4)/(2)] * 100}{100}$	% of Votes against on votes polled $7 = \frac{[(5)/(2)] * 100}{100}$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	Remote E-Voting		12414962	92.32	12414962	0	100.00	0.00
	E-Voting at AGM	13448149	1033187	7.68	1033187	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	13448149	13448149	100.00	13448149	0	100.00	0.00
Public-Institutions	Remote E-Voting		0	0.00	0	0	0.00	0.00
	E-Voting at AGM	3759	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3759	0	0.00	0	0	0.00	0.00
Public-Non-Institutions	Remote E-Voting		318945	5.31	318939	6	100.00	0.00
	E-Voting at AGM	6008039	187	0.00	187	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	6008039	319132	5.31	319126	6	100.00	0.00
Total		19459947	13767281	70.75	13767275	6	100.00	0.00



HB ESTATE DEVELOPERS LIMITED

VOTING RESULTS OF 29TH AGM HELD ON 22ND SEPTEMBER, 2023

Agenda Item No. 2					Re-appointment of Mr. Lalit Bhasin (DIN: 00002114), Director, who retires by rotation and being eligible offers himself for Re-Appointment.			
Resolution required (Ordinary / Special)					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 $3 = \frac{[(2)/(1)] * 100}{}$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $6 = \frac{[(4)/(2)] * 100}{}$	% of Votes against on votes polled $7 = \frac{[(5)/(2)] * 100}{}$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	Remote E-Voting	13448149	12414962	92.32	12414962	0	100.00	0.00
	E-Voting at AGM		1033187	7.68	1033187	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13448149	13448149	100.00	13448149	0	100.00
Public-Institutions	Remote E-Voting	3759	0	0.00	0	0	0.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3759	0	0.00	0	0	0.00
Public-Non-Institutions	Remote E-Voting	6008039	318945	5.31	318939	6	100.00	0.00
	E-Voting at AGM		187	0.00	187	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6008039	319132	5.31	319126	6	100.00
Total		19459947	13767281	70.75	13767275	6	100.00	0.00



HB ESTATE DEVELOPERS LIMITED

VOTING RESULTS OF 29TH AGM HELD ON 22ND SEPTEMBER, 2023

Agenda Item No. 3					Extension of Validity Period for Issuance of Redeemable Non-Cumulative Non-Convertible Preference Shares – Series IV of the Company			
Resolution required (Ordinary / Special)					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 $3 = [(2)/(1)] * 100$	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 $7 = [(5)/(2)] * 100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	Remote E-Voting	13448149	12414962	92.32	12414962	0	100.00	0.00
	E-Voting at AGM		1033187	7.68	1033187	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13448149	13448149	100.00	13448149	0	100.00
Public-Institutions	Remote E-Voting	3759	0	0.00	0	0	0.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3759	0	0.00	0	0	0.00
Public-Non-Institutions	Remote E-Voting	6008039	318945	5.31	318558	387	99.88	0.12
	E-Voting at AGM		187	0.00	187	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6008039	319132	5.31	318745	387	99.88
Total		19459947	13767281	70.75	13766894	387	100.00	0.00





JAYA YADAV & ASSOCIATES
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 Mobile no.+91 98180 49356
 Peer Review No. 1539/2021
 Unique Id No. I2013HR1041100

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Circulars issued by "MCA" and "SEBI"]

To

The Chairman

HB ESTATE DEVELOPERS LIMITED

(CIN: L99999HR1994PLC034146)

Plot No. 31, Echelon Institutional Area,

Sector -32, Gurgaon-122001, Haryana

SUBJECT: CONSOLIDATED SCRUTINIZER'S REPORT FOR 29TH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF HB ESTATE DEVELOPERS LIMITED (CIN: L99999HR1994PLC034146) HELD ON FRIDAY, SEPTEMBER 22, 2023, AT 12:00 NOON THROUGH VIDEO CONFERENCE ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM").

I, Jaya Yadav, Company Secretary in Practice, C/o M/s Jaya Yadav & Associates, having office at Unit No. 416, 4th Floor, Tower - A, Spazedge Commercial Complex, Sohna Road, Sector 47, Gurugram, Haryana 122018, have been appointed as Scrutinizer by the Board of Directors of **HB ESTATE DEVELOPERS LIMITED** ("the Company") for the purpose of scrutinizing the process of voting through electronic means i.e., remote e-voting and e-voting by Members during the 29th Annual General Meeting ("AGM") of the Company held on Friday, September 22, 2023 At 12:00 Noon through Video Conferencing ("VC")/ Other audio-visual means ("OAVM") in terms of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) ("the Rules") and General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 02/2022 dated May 05, 2022, and 10/2022 dated December 28, 2022 (Collectively referred to as "MCA Circulars") and Circular nos. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/ CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "**SEBI Circulars**"), in respect of the resolution(s) mentioned in Notice dated May 27, 2023 ("Notice") proposed at the AGM of the Company held on Friday, September 22, 2023 At 12:00 Noon through VC/OAVM. My Responsibility as the Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.



1. Dispatch of Notice convening the AGM

Pursuant to the MCA Circulars, advertisement was published in Business Standard (English and Hindi) on August 17, 2023 specifying the date and time of the AGM, availability of the AGM notice on Company's website and website of the Stock Exchange, manner of registration of e-mail ids by the members (both physical and Demat) who are yet to register their e-mail ids with the Company, manner of voting through remote e-voting or e-voting system at the AGM, etc.

The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on August 22, 2023.

In terms of the Circulars, the Company has dispatched the AGM Notice and Annual Report on August 22, 2023, by e-mail to the Members who had registered their email ids with the Company / Depositories based on the Register of Members and list of Beneficial Owners furnished by the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").

2. Cut-off date

The Company had fixed **Friday, September 15, 2023**, as the cut-off date for reckoning the members, who are eligible to attend the meeting and vote through remote e-voting before AGM and e-voting at the AGM.

3. Remote e-voting process

3.1 Agency

The Company appointed NSDL, as the agency providing the platform for attending the meeting through VC/ OAVM, remote e-voting and e-voting at the AGM.

3.2 Remote e-voting period

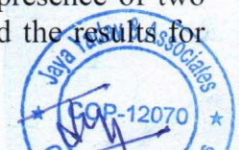
Remote e-voting commenced at **09:00 A.M. on Tuesday, September 19, 2023 and ended at 05:00 P.M. on Thursday, September 21, 2023.**

4. Voting at the AGM

As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, as amended, the facility for voting through e-voting at the AGM was made available only to the members who had not casted their vote by Remote e-voting prior to the AGM.

5. Counting Process

On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform in the presence of two witnesses, who are not in the employment of the Company and downloaded the results for scrutiny.



6. Results

Consolidated Results with respect to each item on the agenda as set out in the Notice of the AGM dated May 27, 2023, are enclosed herewith.

Based on the aforesaid results, I report that all the resolutions as set out in the Notice of the 29th AGM dated May 27, 2023, have been duly passed with the requisite majority.



ITEM NO. 1- ORDINARY RESOLUTION

ADOPTION OF AUDITED FINANCIAL STATEMENTS INCLUDING CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:

(i) Voted in favour of the resolution

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	154	12733901	92.49
E-voting at the AGM	8	1033374	7.51
Total	162	13767275	100

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	3	6	0.00
E-voting at the AGM	0	0	0.00
Total	3	6	0.00

(iii) ~~Invalid Votes/ Abstain from Voting/Less voted/Not Voted:~~

Particulars	Number of members	Number of Votes
Remote e-voting	0	0
E-voting at the AGM	0	0
Total	0	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in **Item No. 1** of the Notice of the AGM has been passed with requisite majority.



ITEM NO. 2- ORDINARY RESOLUTION

RE-APPOINTMENT OF MR. LALIT BHASIN (DIN: 00002114), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT:

(i) Voted in favour of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	154	12733901	92.49
E-voting at the AGM	8	1033374	7.51
Total	162	13767275	100

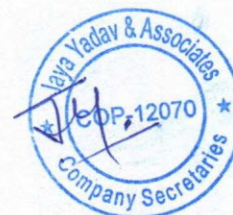
(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	3	6	0.00
E-voting at the AGM	0	0	0.00
Total	3	6	0.00

(iii) ~~Invalid Votes/ Abstain from Voting/Less voted/Not Voted:~~

Particulars	Number of members	Number of Votes
Remote e-voting	0	0
E-voting at the AGM	0	0
Total	0	0

Based on the aforesaid results, I report that the Ordinary Resolution as contained in **Item No. 2** of the Notice of the AGM has been passed with requisite majority.



ITEM NO. 3: SPECIAL RESOLUTION

EXTENSION OF VALIDITY PERIOD FOR ISSUANCE OF REDEEMABLE NON-CUMULATIVE NON-CONVERTIBLE PREFERENCE SHARES – SERIES IV OF THE COMPANY

(i) Voted in favour of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	152	12733520	92.49
E-voting at the AGM	8	1033374	7.51
Total	160	13766894	100.00

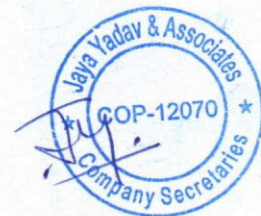
(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	5	387	0.00
E-voting at the AGM	0	0	0.00
Total	5	387	0.00

(iii) ~~Invalid Votes/ Abstain from Voting/Less voted/Not Voted:~~

Particulars	Number of members	Number of Votes
Remote e-voting	0	0
E-voting at the AGM	0	0
Total	0	0

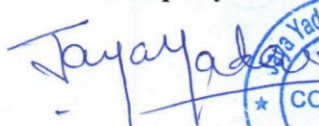

Based on the aforesaid results, I report that the Special Resolution as contained in **Item No. 3** of the Notice of the AGM has been passed with requisite majority.



7. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves, and signs the minutes of the AGM.
8. The results of the Voting shall be declared by the Chairman, or any other person authorized by Board.

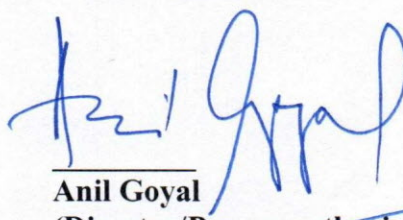
**Thanking You,
Your faithfully,**

**For Jaya Yadav & Associates
Company Secretaries**

**Jaya Yadav
Practicing Company Secretary
M. No.: F10822
CP No.: 12070
UDIN: F010822E001061190**

Countersigned by

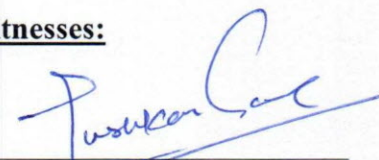


**Anil Goyal
(Director/Person authorised by the Chairman)**

Date: September 22, 2023
Place: Gurugram

Date: September 22, 2023
Place: Gurugram

Witnesses:

1) 

Name: Pushkar Garg
Address: 416, 4th Floor, Tower A,
Spazedge Commercial Complex,
Sector-47, Sohna Road,
Gurugram

2) 

Name: Tanya Shukla
Address: 416, 4th Floor, Tower A,
Spazedge Commercial Complex,
Sector-47, Sohna Road,
Gurugram