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HEMISPHERE PROPERTIES INDIA LIMITED
(A Government of India Enterprise)

हेमीस्फेयर प्रॉपर्टीज इंडिया लिमिटेड
(भारत सरकार का उपक्रम)

HPIL/BS/Stx/2024-25

Dated:30.09.2024

To,
Manager,
Listing Department
BSE Limited,
P.J. Towers, Dalal Street
Mumbai: 400 001

To,
Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", Plot No. C/1,G Block,
Bandra Complex, Bandra (E),
Mumbai -400 051

Script Code: 543242

Symbol: HEMIPROP

Sub: Submission of Scrutinizer's Report for Voting at 20th Annual General Meeting of Hemisphere Properties India Ltd.

Dear Sir(s),

The 20th Annual General Meeting (AGM) of Hemisphere Properties India Ltd was held on Sunday, September 29, 2024 at 11.30 AM (1ST) through Video Conferencing (VC) /Other Audio Visual Means (OAVM) in accordance with General Circulars issued by SEBI and Ministry of Corporate Affairs.

As per SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 and Companies Act, 2013 the e-voting for the Members was made available from Thursday, September 26, 2024 at 9:00 AM (IST) to Saturday, September 28, 2024 at 05:00 PM (1ST). Members who were present at the Annual General Meeting and had not casted their votes by remote e-voting were given the facility to cast their vote through e-voting at the Meeting.

Mr. Rahul Chaudhary of M/s Rahul Chaudhary & Associates, Practicing Company Secretary, the scrutinizer submitted its report on September 30, 2024 and informed that all the resolutions mentioned in the AGM notice have been passed with requisite majority. A copy of Scrutinizer's Report is attached herewith for your information and record.

The aforesaid information is also available on the website of the Company.

Thanking you,

For **Hemisphere Properties India Limited**

Lubna
Company Secretary & Compliance Officer

Hemisphere Properties India Limited

Resolution Required : Ordinary

1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2024 and the Reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller Auditor General of India thereon

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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*10	[4]	[5]	[6]={[4]/[2]}*	[7]={[5]/[2]}	[8]
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal		0	0.0000	0	0	0.0000	0.0000	0
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	4402171	2853914	64.8297	2853914	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal		0	0.0000	0	0	0.0000	0.0000	0
	Total		2853914	64.8297	2853914	0	100.0000	0.0000	0.0000
Public Non Institutions	E-Voting	134900944	458594	0.3399	456465	2129	99.5358	0.4642	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal		0	0.0000	0	0	0.0000	0.0000	0
	Total		458594	0.3399	456465	2129	99.5358	0.4642	0.0000
Total		285000000	149009393	52.2840	149007264	2129	99.9986	0.0014	0

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Hemisphere Properties India Limited

Resolution Required : Ordinary

2 - To appoint a Director in place of Mr. Suvasish Das, Director (Non-Executive) DIN: 09826037 , who retires by rotation at this Annual General Meeting and being eligible, offers 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 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*1	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*	[8]
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	4402171	2853914	64.8297	256749	2597165	8.9964	91.0036	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2853914	64.8297	256749	2597165	8.9964	91.0036	0
Public Non Institutions	E-Voting	134900944	458490	0.3399	426870	31620	93.1034	6.8966	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		458490	0.3399	426870	31620	93.1034	6.8966	0
Total		285000000	149009289	52.2840	146380504	2628785	98.2358	1.7642	0



Hemisphere Properties India Limited

Resolution Required : Ordinary 3 - To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors of the Company for the financial year 2024-25.

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	No. of votes Invalid
			[1]	[2]	[3]={{[2]}/[1]}	[4]	[5]	[6]={{[4]}/[2]}	[7]={{[5]}/[2]}
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0
Public Institutions	E-Voting	4402171	2853914	64.8297	2837407	16507	99.4216	0.5784	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2853914	64.8297	2837407	16507	99.4216	0.5784	0
Public Non Institutions	E-Voting	134900944	458494	0.3399	432125	26369	94.2488	5.7512	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		458494	0.3399	432125	26369	94.2488	5.7512	0
Total		285000000	149009293	52.2840	148966417	42876	99.9712	0.0288	0



Hemisphere Properties India Limited

Resolution Required :Special		4 - To appoint Ms. Tanvi Garg (DIN : 05165139) as Director on the Board 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	No. of votes Invalid	
		[1]	[2]	[3]={[2]/[1]}*1	[4]	[5]	[6]={[4]/[2]}	[7]={[5]/[2]}*	[8]	
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0	
Public Institutions	E-Voting	4402171	2853914	64.8297	1275962	1577952	44.7092	55.2908	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		2853914	64.8297	1275962	1577952	44.7092	55.2908	0	
Public Non Institutions	E-Voting	134900944	458490	0.3399	424381	34109	92.5606	7.4394	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		458490	0.3399	424381	34109	92.5606	7.4394	0	
Total		285000000	149009289	52.2840	147397228	1612061	98.9181	1.0819	0	





CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs Circulars and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular]

To
The Chairperson
Hemisphere Properties India Limited
Room No. 144, C-Wing, Nirman Bhawan,
Maulana Azad Road, New Delhi-110001.

Subject: Consolidated Scrutinizer's Report on voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014

Ref: 20th Annual General Meeting ("20thAGM / the Meeting") of the members of Hemisphere Properties India Limited ("the Company") held on Sunday, September 29, 2024, at 11.30 AM IST through Video Conferencing ("VC").

Dear Ma'am,

I, Rahul Chaudhary of M/s. Rahul Chaudhary & Associates, Practicing Company Secretaries appointed by the Board of Directors of the Company as the Scrutinizer to scrutinize the e-voting process in accordance with section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Circulars and Notifications issued thereunder (MCA Circulars and SEBI Circulars), and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), for 20th AGM of the Company through Video Conferencing ("VC").

We hereby submit our report as under;

1. The relaxations granted by the MCA and SEBI, the notice of the 20thAGM dated September 29, 2024 (Postponed from September 25, 2024), was sent through electronic mode to those members whose email addresses were registered with the Registrar and Share Transfer Agent of the Company / Depository Participant(s) and
2. Pursuant to MCA Circular as mentioned above issued by the Ministry of Corporate Affairs and as per the provisions of Rule 20 of The Companies (Management & Administration) Rules, 2014, and Regulation 47 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, newspaper advertisements with respect to dispatch of Notice of AGM were published in Financial Express (English newspaper)



and Jansatta (Hindi newspaper) on September 04, 2024 specifying the date and time of the AGM, availability of the 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 wants to register their e-mail ids with the Company, manner of voting through remote-voting or through e-voting system at the AGM etc. As informed by the management, the Notice of the 20thAGM were published on the website of the Company at www.hpil.co.in on the website of CDSL at www.evotingindia.com. The same were also submitted with the BSE Limited and National Stock Exchange of India Limited on September 02, 2024,

3. The Company has rescheduled the date of the AGM from September 25, 2024, to September 29, 2024. The stock exchange has been informed of the change, and a notification has been sent to the shareholders. Additionally, the revised date has been published in the Financial Express (English) and Jansatta (Hindi) newspapers
4. The Members of the Company as on cut-off date i.e. **Monday, September 23, 2024** ('cut-off date') were entitled to vote on the resolutions (asset out in the notice of the 20thAGM of the Company).
5. The Company has availed the e-voting facility provided by **Central Depository Services (India) Limited (CDSL)**. The remote e-voting period commenced on **Thursday, September 26, 2024 (09:00 hours) and ended on Saturday, September 28, 2024 (17:00 hours)**. ("remote e-voting period").
6. The Company has also availed e-voting facility provided by CDSL to provide voting facility to the Members present at the AGM through VC and who had not cast their vote during the said remote e-voting period.
7. After scrutinizing and reviewing the report of remote e-voting conducted and votes cast therein based on the data downloaded from the CDSL Portal, The Consolidated Results with respect to each item on the agenda as set out in (the Notice of the 20th AGM is enclosed).
8. On the basis of the votes exercised by the Members of the Company by way of remote e-voting and e-voting at the AGM, We/I have issued the combined / consolidated Scrutinizer's Report.
9. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules read with MCA circulars and SEBI circulars relating to voting through electronic means on the resolutions contained in the Notice of 20thAGM of the Company. Our responsibility as the scrutinizer for the remote e-voting / e-voting process is restricted to make a scrutinizer report on the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the NSDL, the authorised agency engaged by the Company to provide e-voting facilities.
10. The details containing, inter alia, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of Central Depository Services (India) Limited ("CDSL") at www.evotingindia.com and based on such reports generated, , we as scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows and combined /



consolidated e-voting i.e both remote e-voting and e-voting during the AGM, is annexed as Annexure A

Date of AGM	29 th September, 2024
Total number of shareholders on record date (i.e. as on Monday, September 23, 2024)	151075
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group (Through Authorised Representative)	01
Public	69

For & on behalf of
Rahul Chaudhary & Associates
Company Secretaries



Rahul Chaudhary
M.No : F12884 COP : 20341

Witness 1

Name : Maghisuddin
Address: 0-29/13 Chankya Place
Jankpuri

Witness 2

Name : GAURAV SENGAL
Address: H-114, Second Floor, Karampura,
N-D-110015

Countersigned by:

For Hemisphere Properties India Ltd.

Lubna
Company Secretary & Compliance officer
M. No. A53597

Date: 30.09.2024

Place: Delhi

UDIN: F012884F001381779

Resolution No.1 Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2024 and the Reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller Auditor General of India thereon

	Remote e voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	349	149007151	7	113	356	149007264	99.9986
Dissent	19	2129	0	0	19	2129	0.0014

Resolution No.2 Ordinary Resolution

To appoint a Director in place of Mr. Suvasish Das, Director (Non-Executive) DIN: 09826037, who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

	Remote e voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	305	146380391	7	113	312	146380504	98.2358
Dissent	62	2628785	0	0	62	2628785	1.7642

Resolution No.3 Ordinary Resolution

To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors of the Company for the financial year 2024-25.

	Remote e voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	343	148966304	7	113	350	148966417	99.9712
Dissent	28	42876	0	0	28	42876	0.0288

Resolution No.4 Special Business (Ordinary Resolution)

To appoint Ms. Tanvi Garg (DIN : 05165139) as Director on the Board of the Company

	Remote e voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	318	147397115	7	113	325	147397228	98.9181
Dissent	52	1612061	0	0	52	1612061	1.0819

Notes:

1. No of votes polled does not include no of votes abstained & invalid votes.
2. The percentages are round off to the nearest decimals.
3. Number of shareholders are not grouped on the basis of PAN.
4. The Electronic data related to remote e-voting and e-voting done during the AGM have been handed over to Ms. Lubna Company Secretary and Compliance officer for preserving safely



For & on behalf of
Rahul Chaudhary & Associates
Company Secretaries



M.No :F12884 COP : 20341

Countersigned by:

For Hemisphere Properties India Ltd.

Lubna
Company Secretary & Compliance Officer
M. No. A53597

Date: 30.09.2024

Place: Delhi

UDIN: F012884F001381779