



Building people's trust

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

Listing Centre

17th August, 2024

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 30th Annual General Meeting (AGM) of the Company held on 17th August 2024 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 30th Annual General Meeting ("AGM") of the Company was held today i.e. Saturday, 17th August, 2024 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 23rd May, 2024.

The Board of Directors had appointed Mrs. Divya Malhotra, Company Secretary in Practice as the Alternate 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 17th August, 2024 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 of 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 17th August, 2024 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 Consolidated 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

Summary of Proceedings of 30th Annual General Meeting

The 30th Annual General Meeting (AGM) of the Company was held on 17th August, 2024 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, Circular No. 10/2022 dated 28th December, 2022 and Circular No. 09/2023 dated 25th September, 2023 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, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/167 dated 07th October, 2023 issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "the Circulars").

Mrs. Radhika Khurana, Company Secretary welcomed the members present at the AGM of the Company.

Mr. Lalit Bhasin (DIN: 00002114), Director (Chairman) 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 and KMPs, who attended the meeting through their respective locations. The Chairperson of the Audit Committee, Nomination & Remuneration Committee and the Stakeholders Relationship Committee along with 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, 2024 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, reservations, adverse remarks, 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, 2024 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 **Wednesday, 14th August, 2024 (09.00 A.M)** and ended on **Friday, 16th August, 2024 (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. Divya Malhotra, Company Secretary in Practice (Membership No.: F11008, C.P. No.: 14622), appointed as the Alternate Scrutinizer, scrutinized the voting process in a fair and transparent manner, replacing Mr. Dikshant Malhotra, Company Secretary in Whole time Practice, the Scrutinizer, due to his unavailability.

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, 2024 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS' AND AUDITORS' THEREON – **ORDINARY RESOLUTION**
2. RE-APPOINTMENT OF MR. ANIL GOYAL (DIN: 00001938), DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT– **ORDINARY 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. Query received in the chat box was also responded.

It was further informed that that the voting results shall be announced to the Stock Exchange, BSE Limited, within the stipulated time frame in terms of relevant provisions of the Companies Act and SEBI Listing Regulations. 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 12:29 P.M.



Annexure – II

Details of Voting Results of the 30th AGM pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM / EGM	17 th August, 2024
Total number of Shareholders on record date:	66,515
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:	12
- Public:	77



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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ADOPTION OF AUDITED FINANCIAL STATEMENTS INCLUDING CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS' AND AUDITORS' THEREON.				
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	13448149	13448149	100.0000	13448149	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13448149	13448149	100.0000	13448149	0	100.0000
Public-Institutions	E-Voting	3759	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3759	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	6008039	175059	2.9137	175042	17	99.9903	0.0097
	Poll		126713	2.1091	126713	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6008039	301772	5.0228	301755	17	99.9944
Total		19459947	13749921	70.6575	13749904	17	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				RE-APPOINTMENT OF MR. ANIL GOYAL (DIN: 00001938), DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT				
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		13448149	100.0000	13448149	0	100.0000	0.0000
	Poll	13448149	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	13448149	13448149	100.0000	13448149	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	3759	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3759	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		174350	2.9019	174333	17	99.9902	0.0098
	Poll	6008039	126713	2.1091	126713	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6008039	301063	5.0110	301046	17	99.9944	0.0056
Total		19459947	13749212	70.6539	13749195	17	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	709





DIVYA MALHOTRA

COMPANY SECRETARIES

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, Gurugram, Haryana-122001

SUBJECT: CONSOLIDATED SCRUTINIZER'S REPORT FOR THE 30TH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF HB ESTATE DEVELOPERS LIMITED (CIN: L99999HR1994PLC034146) HELD ON SATURDAY, 17TH AUGUST, 2024 AT 12:00 NOON THROUGH VIDEO CONFERENCEING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM").

Dear Sir,

I, Divya Malhotra, Company Secretary in Practice, having office at Unit No. 7C, Tower - B4, Spaze I Tech Park, Sohna Road, Sector 49, Gurugram, Haryana -122018, have been appointed as Alternate 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 in respect of the resolutions mentioned in Notice dated 23rd May, 2024 proposed at the 30th Annual General Meeting ("AGM") of the Company held on Saturday, 17th August, 2024 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) 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, 10/2022 dated December 28, 2022 and 09/2023 dated 25th September, 2023 (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 and SEBI/HO/CFD/PoD/2/P/CIR/2023/167 dated 07th October, 2023 (collectively referred to as "SEBI Circulars"). My Responsibility as the Alternate 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 below mentioned resolutions based on the reports generated from the electronic voting system.

1. Dispatch of Notice convening the AGM

The Notice of AGM is hosted on the website of the Company, 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 16th July, 2024.

Registered Office: Unit No. 7C, Tower B4, Spaze I-Tech Park, Sohna Road, Sector 49, Gurugram – 122018
Email: csdivyamalhotra@gmail.com

In terms of the Circulars, the Company has dispatched the AGM Notice and Annual Report on 16th July, 2024, 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").

Pursuant to the MCA Circulars, advertisement was published in Business Standard (English and Hindi) on 17th July, 2024, 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.

2. Cut-off date

The Company had fixed **Saturday, 10th August, 2024**, 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 Wednesday, 14th August, 2024 and ended at 05:00 P.M. on Friday, 16th August, 2024.**

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 23rd May, 2024, are enclosed herewith.

Based on the aforesaid results, I report that all the resolutions as set out in the Notice of the 30th AGM dated 23rd May, 2024, 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, 2024 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.:

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	130	13623191	99.08
E-voting at the AGM	9	126713	0.92
Total	139	13749904	100.00

(i) 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	9	17	0.00
E-voting at the AGM	0	0	0.00
Total	9	17	0.00

~~(ii) 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. ANIL GOYAL (DIN: 00001938), DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR REAPPOINTMENT.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	129	13622482	99.08
E-voting at the AGM	9	126713	0.92
Total	138	13749195	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	9	17	0.00
E-voting at the AGM	0	0	0.00
Total	9	17	0.00

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

Particulars	Number of members	Number of Votes
Remote e-voting	1	709
E-voting at the AGM	0	0
Total	1	709

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.



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 Divya Malhotra
Company Secretaries**



**Divya Malhotra
Practicing Company Secretary
M. No.: A54069
CP No.:26659
UDIN: A054069F000993359**



Countersigned by




**Anil Goyal
Director
(Person duly authorized by the Chairman)**

Date: 17.08.2024
Place: Gurugram

Date: 17.08.2024
Place: Gurugram

Witnesses:

1) 

Name: Rishika Dhingra
Address: Unit 7C, Tower B-4, Spaze I
Tech Park, Sector-49, Sohna Road,
Gurugram, Haryana-122018

2) 

Name: Ritika Dudeja
Address: Unit 7C, Tower B-4, Spaze I Tech
Park, Sector-49, Sohna Road, Gurugram,
Haryana-122018