



September 29, 2022

1 The Manager, Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400 051

(Company Code : HINDMOTORS)

2 Corporate Relationship Dept.
BSE Limited
1st floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort
Mumbai - 400 001

(Company Code : 500500)**Sub: 80th Annual General Meeting of the Company held on 28th September, 2022**

Dear Sir,

We wish to inform you that the 80th Annual General Meeting of the equity shareholders of the Company was held as scheduled on September 28, 2022 through Video Conference Mode and shareholders accorded their consent on the following business:-

Ordinary Business	
1	Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Reports of the Directors' and Auditors' thereto.
2	Appointment of a Director in place of Shri Sourav Daspatnaik (DIN: 02147356), who retires by rotation and being eligible, offers himself for re-appointment.
Special Business	
3	Authority under Section 180(1)(c) of the Companies Act, 2013
4	Authority under Section 180(1)(a) of the Companies Act, 2013
5	Authority under Section 186 of the Companies Act, 2013
6	Adoption of new Articles of Association of the Company containing new set of Articles in conformity with the Companies Act, 2013

Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company had provided remote e-voting facility and voting through Instapoll at the meeting in respect of the business transacted at the 80th Annual General Meeting. The remote e-voting commenced on September 24, 2022 at 9.00 a.m. and ended on September 27, 2022 at 5.00 p.m. The Company has appointed Shri Anjan Kumar Roy, FCS, Company Secretary in practice as the Scrutinizer for scrutinizing the aforesaid voting process in a fair and transparent manner.

The details of results are enclosed herewith pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015.

We are enclosing herewith the Scrutinizer's Report relating to 'remote e-voting' and 'voting through Instapoll at the meeting' in respect of all the resolutions contained in the Notice of 80th Annual General Meeting of the Company.

Kindly take the above information for record.

Thanking you,

Yours faithfully,
For Hindustan Motors Limited

Vishakha Gupta
Company Secretary
M.No.A54948

Encl : As above

HINDUSTAN MOTORS LIMITED

The details of Voting Results (Remote e-voting and voting through Instapoll at the AGM) of the 80th Annual General Meeting of Hindustan Motors Limited held on 28th September, 2022

Date of AGM	28 th September, 2022
Total number of shareholders on record date	205621
No. of shareholders present in the meeting through Video Conference or other Audio-Visual Means:- Promoters and Promoter Group: Public:	16 54

Agenda-wise disclosure

ORDINARY BUSINESS

Item No.1 – Adoption of Audited Standalone Financial Statements of the Company together with the Directors’ Report and also the Auditors’ Report thereon for the financial year ended 31st March, 2022.

Resolution Required:	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution:	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter And Promoter Group	E-Voting	67473254	67473254	100	67473254	0	100	0	0	0
	Instapoll		0	0	0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		67473254	100	67473254	0	100	0	0	0
Public-Institution	E-Voting	2799550	0	0	0	0	0	0	0	0
	Instapoll		0	0	0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public-Non Institution	E-Voting	138386489	758659	0.5482	754954	3705	99.5116	0.4883	0	543
	Instapoll		122200	0.0883	122200	0	100.000	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		880859	0.6365	877154	3705	99.5794	0.4206	0	543
Total		208659293	68354113	32.7587	68350408	3705	99.9946	0.0054	0	543

Item No.2 – Appointment of a Director in place of Shri Sourav Daspatnaik (Din: 02147356), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required:	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution:	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter And Promoter Group	E-Voting	67473254	67473254	100	67473254	0	100	0	0	0
	Instapoll		0	0	0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		67473254	100	67473254	0	100	0	0	0
Public-Institution	E-Voting	2799550	0	0	0	0	0	0	0	0
	Instapoll		0	0	0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public-Non Institution	E-Voting	138386489	758580	0.5482	747736	10844	98.5704	1.4295	0	501
	Instapoll		122200	0.0883	122200	0	100.000	0.0000	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		880780	0.6365	869936	10844	98.7688	1.2312	0	501
Total		208659293	68354034	32.7587	68343190	10844	99.9841	0.0159	0	501

	(If applicable)									
	Total		880860	0.6365	870659	10201	98.8419	1.1581	0	542
Total		208659293	68354114	32.7587	68343913	10201	99.9851	0.0149	0	542

Item No.6 – Adoption of new Articles of Association of the Company containing new set of Articles in conformity with the Companies Act, 2013

Resolution Required:	Special Resolution
Whether promoter/promoter group are interested in the agenda/resolution:	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter And Promoter Group	E-Voting	67473254	67473254	100	67473254	0	100	0	0	0
	Instapoll		0	0	0	0	100	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		67473254	100	67473254	0	100	0	0	0
Public-Institution	E-Voting	2799550	0	0	0	0	0	0	0	0
	Instapoll		0	0	0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public-Non Institution	E-Voting	138386489	758660	0.5482	755372	3288	99.5666	0.4333	0	542
	Instapoll		122200	0.0883	122200	0	100	0.0000	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		880860	0.6365	877572	3288	99.6267	0.3733	0	542
Total		208659293	68354114	32.7587	68350826	3288	99.9952	0.0048	0	542

Place : Kolkata

Date : 29th September, 2022

For Hindustan Motors Limited

Vishakha Gupta
Company Secretary
M.No.A54948

ANJAN KUMAR ROY & CO
COMPANY SECRETARIES
A Peer Reviewed Firm

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India

UDIN: F005684D001069923

SCRUTINIZER'S REPORT

Date: 28th September, 2022

To
Mr. Uttam Bose
Chairman of the 80th Annual General Meeting
M/s. Hindustan Motors Limited
Birla Building, 13th Floor,
Western Side 9/1, R N Mukherjee Road
Kolkata – 700001

Sub: Scrutinizer's Report on the "Remote Electronic Voting" and "Electronic Voting during the Annual General Meeting", in respect of the resolutions mentioned in the notice of 80th Annual General Meeting of M/s. Hindustan Motors Limited (CIN: L34103WB1942PLC018967), held on 28th September, 2022 through Video Conferencing / Other Audio-Visual Means.

Dear Sir,

(A) I, Anjan Kumar Roy (FCS: 5684 and C.P. No.: 4557), Proprietor of M/s. ANJAN KUMAR ROY & CO., Company Secretaries, GR-1, Gouri Bhaban, 28A, Gurupada Halder Road, Kolkata-700026, have been appointed, as the Scrutinizer by M/s. HINDUSTAN MOTORS LIMITED having CIN: L34103WB1942PLC018967 (here in after to be referred as "the Company") vide the resolution passed at the meeting of the Board of Directors of the Company held on 10th May, 2022, pursuant to Section 108 of the Companies Act 2013 (here in after to be referred as "the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules, 2015 (here in after to be referred as "the Rules"), and pursuant to the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (here in after to be referred as "the SEBI LODR"), to carry out the scrutiny of the votes in a fair and transparent manner which had been cast by the members of the Company through "Remote Electronic Voting" (here in after to be referred as "Remote E – Voting") and "Electronic Voting during the Annual General Meeting" (here in after to be referred as "E – Voting during the AGM"), in respect of the resolutions set forth in the notice of the 80th Annual General Meeting of the Company, held on 28th September, 2022 (here in after to be referred as "AGM").

(B) The aforesaid AGM has been held through Video Conferencing / Other Audio-Visual Means, without the physical presence of members, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules,

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail: akroyco@yahoo.co.in/anjanroy_2003@yahoo.co.in. Mobile Ph Nos. 9830201949/9831891949.



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2015, Secretarial Standards on General Meetings (SS-2) issued by the Institute Of Company Secretaries of India in terms of Section 118 of the Companies Act, 2013 and also read with the Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 issued by Securities Exchange Board of India and General Circular Nos. 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, and 02/2022 dated 5th May, 2022 issued by the Ministry of Corporate Affairs, Government of India. I have conducted the scrutiny of the votes cast by the members of the Company through "Remote E - Voting" and "E- Voting during the AGM", in respect of the resolution nos. 1 to 6, as mentioned below in paragraph (C) of this report. Accordingly, I submit my report hereunder:

- i. As per the information and documents provided to me by the officers of the Company, the Company has completed by 2nd September, 2022 the dispatch of the relevant Notice of AGM dated 10th August, 2022 electronically along with statement setting out material facts under Section 102 of the Companies Act, 2013, convening the AGM, to the members of the Company. Further, I have been informed by the officers of the Company and have personally verified that the relevant Notice of the said AGM has been placed on the website of the Company.
- ii. The relevant Notice of the said AGM, mentioned *inter alia*, that the business would be transacted through Video Conferencing / Other Audio Visual Means at the said AGM and the necessary facilities for Remote E-voting and E-voting during the AGM would be provided by the KFin Technologies Limited (here in after to be referred as "KFin")
- iii. I have been shown by the officers of the Company, the advertisements made on 3rd September, 2022 in newspapers being "Business Standard" (English) and "Ekdin" (Bengali) containing, inter alia, the following information:
 - a. Statement that the AGM will be held and business would be conducted through Video Conferencing / Other Audio Visual Means.
 - b. Statement that the period of Remote E - Voting shall start from 09.00 A.M. on 24th September, 2022 and shall end at 5.00 P.M. on 27th September, 2022.
 - c. Statement that the members of the Company holding shares either in physical form or in dematerialized as on the cut-off date (record date), i.e., 21st September, 2022 may cast their vote electronically.
 - d. Statement that members who have cast their vote by Remote E - Voting may attend the said AGM through Video Conferencing or Other Audio-Visual Means but shall not be entitled to cast their vote again.

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- e. The statement that Remote E – Voting shall not be allowed beyond 5.00 P.M (IST) on 27th September, 2022.
 - f. Website address of the Company where Notice of the said AGM has been displayed.
 - g. Contact details, in case of grievances/queries.
- iv. That to the best of my understanding the Remote E - Voting was open from 09.00 A.M. on 24th September, 2022 to 5.00 P.M. on 27th September, 2022.
- v. That to the best of my understanding the portal i.e., www.evoting.kfintech.com, where Remote E - Voting process was provided, was blocked after 5.00 P.M. on 27th September, 2022.
- vi. A facility to cast vote by E-voting was provided to those members, who were present in the said AGM through Video Conferencing or Other Audio-Visual Means and who had not cast their vote on the resolutions through Remote E-Voting.
- vii. That the said Remote E - voting at portal www.evoting.kfintech.com was unblocked by me at 3.44 P.M. on 28th September, 2022, that is after the E- Voting during the aforesaid AGM was completed and counted. The said Remote E - voting was unblocked by me in the presence of the following persons;
- a. Kajol Modi
 - b. Gyanendra Nahar
- who are not in the employment of the Company.
- viii. The results of Remote E- Voting, containing the detail of votes cast by Remote E - Voting mode and E Voting during the AGM has been downloaded from the aforesaid portal of KFin, the agency which was appointed by the Company for providing and maintaining the platform for Remote E - Voting and E – Voting during the AGM.



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(C) That the details of voting, through Remote E – Voting and E- Voting during the AGM, in respect of the said 6 resolutions as set out in the Notice of AGM, are as hereunder:

ORDINARY BUSINESS:

Item No. 1- ORDINARY BUSINESS, ORDINARY RESOLUTION:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company together with the Directors' Report and also the Auditors' Report thereupon for the financial year ended on 31st March, 2022.

i. Voted in **favour** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	324	68228208	99.8158
E - voting during the AGM	8	122200	0.1788
Total	332	68350408	99.9946

ii. Voted **against** the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	17	3705	0.0054
E – voting during the AGM	-	-	-
Total	17	3705	0.0054



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iii. **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)
Remote E- voting	-	-
E - voting during the AGM	-	-
Total	-	-

Item No. 2- ORDINARY BUSINESS, ORDINARY RESOLUTION:

To appoint a Director in place of Shri Sourav Daspatnaik (DIN: 02147356) who retires by rotation and being eligible, offers himself for re-appointment.

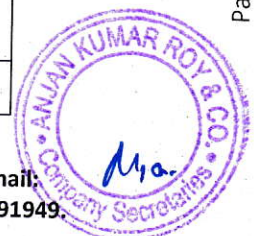
i. **Voted in favour of the resolution:**

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	316	68220990	99.8054
E - voting during the AGM	8	122200	0.1788
Total	324	68343190	99.9842

ii. **Voted against the resolution:**

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	28	10844	0.0158
E - voting during the AGM	-	-	-
Total	28	10844	0.0158

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UDIN: F005684D001069923

iii. **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)
Remote E- voting	-	-
E - voting during the AGM	-	-
Total	-	-

SPECIAL BUSINESS:**Item No. 3- SPECIAL BUSINESS, SPECIAL RESOLUTION:****To authorize the Board of Directors of the Company under Section 180(1)(c) of the Companies Act, 2013.**i. **Voted in favour** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	320	68221613	99.8061
E - voting during the AGM	8	122200	0.1788
Total	328	68343813	99.9849

ii. **Voted against** the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	21	10301	0.0151
E - voting during the AGM	-	-	-
Total	21	10301	0.0151



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iii. **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)
Remote E- voting	-	-
E - voting during the AGM	-	-
Total	-	-

Item No. 4- SPECIAL BUSINESS, SPECIAL RESOLUTION:

To authorize the Board of Directors of the Company under Section 180 (1)(a) of the Companies Act, 2013.

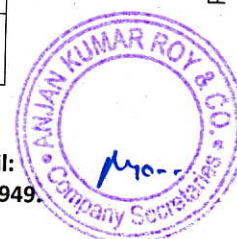
i. Voted in **favour** of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	320	68221614	99.8061
E - voting during the AGM	8	122200	0.1788
Total	328	68343814	99.9849

ii. Voted **against** the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	21	10300	0.0151
E - voting during the AGM	-	-	-
Total	21	10300	0.0151

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iii. Invalid Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)
Remote E- voting	-	-
E - voting during the AGM	-	-
Total	-	-

Item No. 5- SPECIAL BUSINESS, SPECIAL RESOLUTION:

To authorize the Board of Directors of the Company under Section 186 of the Companies Act, 2013.

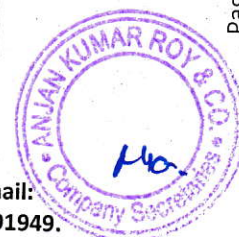
i. Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	321	68221713	99.8063
E - voting during the AGM	8	122200	0.1788
Total	329	68343913	99.9851

ii. Voted against the resolution:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	20	10201	0.0149
E - voting during the AGM	-	-	-
Total	20	10201	0.0149

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iii. **Invalid Votes:**

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)
Remote E- voting	-	-
E - voting during the AGM	-	-
Total	-	-

Item No. 6- SPECIAL BUSINESS, SPECIAL RESOLUTION:

To adopt new Articles of Association of the Company containing new set of Articles in conformity with the Companies Act, 2013.

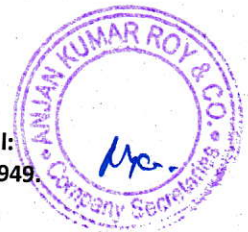
i. **Voted in favour of the resolution:**

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	324	68228626	99.8164
E - voting during the AGM	8	122200	0.1788
Total	332	68350826	99.9952

ii. **Voted against the resolution:**

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Share, one vote basis)	% of total number of valid votes cast
Remote E- voting	17	3288	0.0048
E - voting during the AGM	-	-	-
Total	17	3288	0.0048

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail: akroyco@yahoo.co.in/anjanroy_2003@yahoo.co.in. Mobile Ph Nos. 9830201949/9831891949.



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iii. Invalid Votes:

Mode of Voting	No. of Voters (folios)	Number of votes cast (One Shares, one vote basis)
Remote E- voting	-	-
E - voting during the AGM	-	-
Total	-	-

FOR, ANJAN KUMAR ROY & CO.
Company Secretaries


ANJAN KUMAR ROY

FCS 5684

CP 4557

UDIN: F005684D001069923

Peer Review Certificate No.: 869/2020

Scrutinizer for and in respect of the Remote E – Voting and E- Voting during the 80th AGM held on 28th September, 2022, of M/s. Hindustan Motors Limited.

