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HEMISPHERE PROPERTIES INDIA LIMITED
(A Government of India Enterprise)

हेमीस्फेयर प्रॉपर्टीज इंडिया लिमिटेड
(भारत सरकार का उपक्रम)

HPIL/BS/Stx/2023-24

Dated:28.09.2023

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 19th Annual General Meeting of Hemisphere Properties India Ltd.

Dear Sir(s),

The 19th Annual General Meeting (AGM) of Hemisphere Properties India Ltd was held on Wednesday, September 27, 2023 at 12:00 Noon (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 Sunday, September 24, 2023 at 9:00 AM (IST) to Tuesday, September 26, 2023 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 28, 2023 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

1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2023 and the Reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller Auditor General of India thereon.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	% of Votes Polled				% of Votes in			No. of votes Invalid
		No. of shares held [1]	No. of votes polled [2]	on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100	
Promoter and Promoter Group	E-Voting		145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		145696885							
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0
Public Institutions	E-Voting		1329834	49.3643	1329834	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		2693921							
	Total		1329834	49.3643	1329834	0	100.0000	0.0000	0
Public Non Institutions	E-Voting		966645	0.7076	763344	203301	78.9684	21.0316	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
		136609194							
	Total		966645	0.7076	763344	203301	78.9684	21.0316	0
Total		285000000	147993364	51.9275	147790063	203301	99.8626	0.1374	0

2 - To appoint a Director in place of Shri Ravi Kumar Arora Director (Non-Executive) DIN: 09217881, who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution Required : (Ordinary)

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	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting		145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	145696885	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		1329834	49.3643	651098	678736	48.9608	51.0392	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	2693921	0	0.0000	0	0	0.0000	0.0000	0
	Total		1329834	49.3643	651098	678736	48.9608	51.0392	0
Public Non Institutions	E-Voting		963645	0.7054	539574	424071	55.9930	44.0070	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	136609194	0	0.0000	0	0	0.0000	0.0000	0
	Total		963645	0.7054	539574	424071	55.9930	44.0070	0
Total		285000000	147990364	51.9264	146887557	1102807	99.2548	0.7452	0

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 2023-24.

Resolution Required : (Ordinary)

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	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting		145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	145696885	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		1329834	49.3643	1329834	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	2693921	0	0.0000	0	0	0.0000	0.0000	0
	Total		1329834	49.3643	1329834	0	100.0000	0.0000	0
Public Non Institutions	E-Voting		963645	0.7054	759556	204089	78.8211	21.1789	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	136609194	0	0.0000	0	0	0.0000	0.0000	0
	Total		963645	0.7054	759556	204089	78.8211	21.1789	0
Total		285000000	147990364	51.9264	147786275	204089	99.8621	0.1379	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: 19th Annual General Meeting ("19thAGM / the Meeting") of the members of Hemisphere Properties India Limited ("the Company") held on Wednesday, September 27, 2023, at 12.00 Noon 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 19th AGM of the Company through Video Conferencing ("VC").

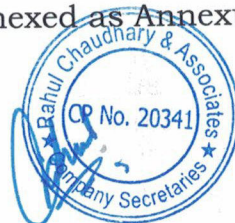
We hereby submit our report as under;

1. The relaxations granted by the MCA and SEBI, the notice of the 19th AGM dated September 27, 2023, was sent through electronic mode to



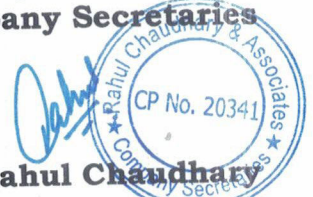
those members whose email addresses were registered with the Registrar and Share Transfer Agent of the Company / Depository Participant(s).

2. The Members of the Company as on cut-off date i.e. **Wednesday, September 20, 2023** ('cut-off date') were entitled to vote on the resolutions (as set out in the notice of the 19th AGM of the Company).
3. The Company has availed the e-voting facility provided by **National Securities Depository Limited (NSDL)**. The remote e-voting period commenced on **Sunday, September 24, 2023 (09:00 hours) and ended on Tuesday, September 26, 2023 (17:00 hours)**. ("remote e-voting period").
4. The Company has also availed e-voting facility provided by NSDL 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.
5. After scrutinizing and reviewing the report of remote e-voting conducted and votes cast therein based on the data downloaded from the NSDL Portal, The Consolidated Results with respect to each item on the agenda as set out in (the Notice of the 19th AGM dated August 11, 2023 is enclosed.
6. 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.
7. 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 19th AGM 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.
8. 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 NSDL i.e.: <https://www.evoting.nsdl.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	27 th September, 2023
Total number of shareholders on record date (i.e. as on Wednesday, September 20, 2023)	1,24,043
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)	1
Public	95

**For & on behalf of
Rahul Chaudhary & Associates
Company Secretaries**



Rahul Chaudhary

M.No : F12884 COP : 20341

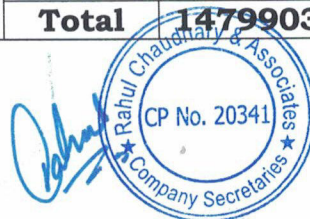
Date: 28.09.2023

Place: Delhi

UDIN: F012884E001111234

Annexure A

Sr. No.	Resolution No. as given in the Notice of 19 th AGM		Result Declared		
			No. of votes Cast by them	% of total no. of votes cast	Final Result
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2023 and the Reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller Auditor General of India thereon.	Votes Cast in favour	147790063	99.863	The resolution passed as an Ordinary Resolution
		Votes Cast against	203301	0.137	
		Votes Cast invalid	-	-	
		Total	147993364	100	
2.	To appoint a Director in place of Shri Ravi Kumar Arora Director (Non-Executive) DIN: 09217881, who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Votes Cast in favour	146887557	99.255	The resolution passed as an Ordinary Resolution
		Votes Cast against	1102807	0.745	
		Votes Cast invalid	-	-	
		Total	147990364	100	
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 2023-24.	Votes Cast in favour	147786275	99.862	The resolution passed as an Ordinary Resolution
		Votes Cast against	204089	0.138	
		Votes Cast invalid	-	-	
		Total	147990364	100	



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.

Date: 28.09.2023

Place: Delhi

UDIN: F012884E001111234

**For & on behalf of
Rahul Chaudhary & Associates
Company Secretaries**



Rahul Chaudhary

M.No : F12884 COP : 20341