



Hindustan Hardy Limited

(Formerly known as Hindustan Hardy Spicer Limited)

Regd. Office & Plant.

Plot No. C-12, M.I.D.C. Area, Ambad,
Nashik-422 010. Maharashtra, INDIA.

Tel : (0253) 2382118
TeleFax : 91-0253-2382528
Website : www.hhardys.com
CIN : L29300MH1982PLC028498

To,

BSE LIMITED

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400001

Dear Sirs,

Sub: Disclosure of Voting Results and Outcome of the 39th Annual General Meeting of the Company under regulation 44 and regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In compliance with the provisions of the Companies Act, 2013 ('Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and pursuant to the General Circular dated May 5, 2020 read with General Circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as 'MCA Circulars'), the AGM of the Company was held today i.e. on Wednesday, September 29, 2021 at 2.30 p.m. and concluded at 4.00 p.m. through Video Conferencing ('VC') facility or other audio visual means ('OAVM'), without the physical presence of the Members at a common venue.

In Compliance with the provisions of Regulations 44(3) of the LODR, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended, the Company had provided voting facility to all its members to enable them to cast their vote on all matters listed in the Notice convening the Annual General Meeting through electronic means (remote e-voting) during the period commencing from Saturday, 25.09.2021 (10.00 a.m.) to Tuesday, 28.09.2021 at (5:00 p.m.)

The Company had also provided voting facility through e-voting to the members present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

We wish to inform you that all the resolutions contained in the Notice of the Annual General Meeting dated August 13, 2021 were approved by the Members.

In this Connection, please find enclosed the following:

- A) Details regarding the brief proceedings of the Annual General Meeting (AGM) of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- B) Details regarding the voting results of the business transacted at the said AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- C) Consolidated Report of the Scrutinizer on remote e-voting and e-voting conducted during the AGM.



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Details regarding the voting results of the business transacted at the said AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are also being submitted in the prescribed format.

The above are also being uploaded on the Company's website www.hhardys.com and is also being made available on the website of the National Securities Depository Limited at www.evoting.nsdl.com.

You are requested to take a note of the same.

Thanking you,

Yours faithfully
For Hindustan Hardy Limited

Sunita Nisal
Company Secretary

Encl:



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Brief details of the items considered at the 39th Annual General Meeting held on Wednesday, September 29, 2021 and the results

Sr no	Agenda	Resolution required	Mode of Voting	Results
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2021, together with the reports of the Board of Directors and, Auditors thereon.	Ordinary Resolution	Remote Evoting and E-voting during the AGM	Passed with requisite majority
2.	To declare dividend on equity shares of the Company	Ordinary Resolution	Remote E-voting and Evoting during the AGM	Passed with requisite majority
2	To appoint a Director in place of Mr. S. C. Saran (DIN: 00032194), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote E-voting and Evoting during the AGM	Passed with requisite majority
3	Approval for reappointment of Ms. Devaki Saran (DIN 06504653) as Wholetime Director designated as Executive Director and CFO for a further period of three years w.e.f. 14.08.2021	Special Resolution	Remote E-voting and Evoting during the AGM	Passed with requisite majority
4	Approval for reappointment of Mr. Vijay Pathak (DIN 02700611) as Wholetime Director designated as Executive Director and COO for a further period from 10.10.2021 to 31.03.2025	Special Resolution	Remote E-voting and Evoting during the AGM	Passed with requisite majority

Yours faithfully
For Hindustan Hardy Limited

Sunita Nisal
Company Secretary

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office

111, 11th Floor, Sai-Dwar CHS Ltd
Sab TV Lane, Opp Laxmi Industrial Estate,
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400053
Tel No 26301232 / 26301233 / 26301240
Email: cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
Mr. S C Saran
Chairman of the 39th Annual General Meeting
Hindustan Hardy Limited

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting before the 39th Annual General Meeting ('AGM') of Hindustan Hardy Limited (formerly Hindustan Hardy Spicer Limited) held on Wednesday, September 29, 2021 at 2.30 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM') and remote e-voting during the AGM, conducted 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, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

I, Ms. Jigyasa N. Ved, of M/s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **Hindustan Hardy Limited** pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 39th annual General Meeting ('AGM') of Hindustan Hardy Limited on Wednesday, September 29, 2021 at 2.30 p.m. (IST) through VC/ OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the AGM.

The Notice dated August 13, 2021, convening the AGM, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with Circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as 'MCA Circulars') and SEBI Circulars dated May 12, 2020 and January 15, 2021.

The Company had availed the e-voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Saturday, September 25, 2021 at 10.00 a.m. (IST) and ended on Tuesday, September 28, 2021 at 5.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the Shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the 'cut-off' date of Wednesday, September 22, 2021 were entitled to vote on the resolutions forming part of the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions forming part of the Notice of the AGM.

My responsibility as a scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
28	9,92,533	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	3	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 2: Ordinary Resolution

Declaration of dividend on equity shares for the Financial year ended March 31, 2021

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
28	9,92,533	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	3	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 3: Ordinary Resolution

Appointment of a Director in place of Mr. S. C. Saran (DIN: 00032194) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
28	9,92,533	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	3	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 4: Special Resolution

Reappointment of Ms. Devaki Saran (DIN 06504653), as the Whole-Time Director, designated as "Executive Director and Chief Financial Officer (CFO)" for a further period of three years with effect from August 14, 2021.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
26	9,92,472	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	64	0.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 5: Special Resolution

Appointment of Mr. Vijay Pathak (DIN 02700611) as Whole-Time Director designated as "Executive Director and Chief Operating Officer (COO)" of the Company for a further period from October 10, 2021 upto March 31, 2025.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
27	9,92,483	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	53	0.01

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Thanking you,

Yours faithfully,

JIGYASA
NILESH
VED

Digitally signed
by JIGYASA
NILESH VED
Date: 2021.09.29
17:38:29 +05'30'

Jigyasa N. Ved
Parikh & Associates
Practising Company Secretaries
FCS: 6488 CP No.: 6018
111,11th Floor, SaiDwar CHS Ltd
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053

Place: Mumbai

Dated: September 29, 2021

For Hindustan Hardy Limited

SANJAY
A SARAN

CHAIRMAN



Hindustan Hardy Limited

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HINDUSTAN HARDY LIMITED
REGD. OFFICE: PLOT NO. C-12, M.I.D.C. ARE AMBAD, NASHIK - 422010 MAHARASHTRA, INDIA 400086
Polling Summary

POLLING SUMMARY
Date of the AGM: 29.09.2021
Total number of shareholders on record date (22.09.2021): 3147
No. of shareholders present in the meeting either in person or through proxy:
Promoters and Promoter Group: 23
Public: 3
No. of shareholders attended the meeting through Video Conferencing:
Promoters and Promoter Group: 3
Public: 20

Whether promoter/promoter group are interested in the agenda/resolution		1 TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON						
Category	Made of Voting	No. of shares held 1	No. of votes polled 2	% of votes polled on outstanding shares 3 $(3) = [(2)/(1)] * 100$	No. of votes - in favour 4	No. of votes - against 5	% of votes in favour on votes polled 6 $6 = [(4)/(2)] * 100$	% of votes against on votes polled 7 $7 = [(5)/(2)] * 100$
Promoter and Promoter Group	E-VOTING	990644	990544	100	990644	0	100	0
Promoter and Promoter Group	PHYSICAL	0	0	0	0	0	0	0
Promoter and Promoter Group	Postal ballot if any	0	0	0	0	0	0	0
Promoter and Promoter Group	Total	990644	990544	100	990644	0	100	0
Public-Institutions	E-VOTING	50	0	0	0	0	0	0
Public-Institutions	PHYSICAL	0	0	0	0	0	0	0
Public-Institutions	Postal ballot if any	0	0	0	0	0	0	0
Public-Institutions	Total	50	0	0	0	0	0	0
Public-Non-institutions	E-VOTING	507756	1892	0.37	1889	3	99.84	0.16
Public-Non-institutions	PHYSICAL	0	0	0	0	0	0	0
Public-Non-institutions	Postal ballot if any	0	0	0	0	0	0	0
Public-Non-institutions	Total	507756	1892	0.37	1889	3	99.84	0.16
Total	Total	1498450	992536	66.24	992533	3	100	0

For Hindustan Hardy Limited

Sunita Nisal

Sunita Nisal
Company Secretary
M.No. A49122



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Resolution required: Ordinary		2 TO DECLARE DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021							
Whether promoter/promoter group are interested in the agenda/resolution	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	4	5	6	7
					$(3) = [(2)/(1)] * 100$			$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
	Promoter and Promoter Group	E-VOTING	990644	990644	100	990644	0	100	0
	Promoter and Promoter Group	PHYSICAL	0	0	0	0	0	0	0
	Promoter and Promoter Group	Postal ballot if any	0	0	0	0	0	0	0
	Total		990644	990644	100	990644	0	100	0
	Public-Institutions	E-VOTING	50	0	0	0	0	0	0
	Public-Institutions	PHYSICAL	0	0	0	0	0	0	0
	Public-Institutions	Postal ballot if any	0	0	0	0	0	0	0
	Total		50	0	0	0	0	0	0
	Public-Non-institutions	E-VOTING	507756	1892	0.37	1889	3	99.84	0.16
	Public-Non-institutions	PHYSICAL	0	0	0	0	0	0	0
	Public-Non-institutions	Postal ballot if any	0	0	0	0	0	0	0
	Total		507756	1892	0.37	1889	3	99.84	0.16
	Total		1498450	992536	66.24	992533	3	100	0
Resolution required: Ordinary									
Whether promoter/promoter group are interested in the agenda/resolution									
No									
3 TO APPOINT A DIRECTOR IN PLACE OF MR. S. C. SARAN (DIN: 00032134) WHO RETIRES BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013 AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.									
No									

For Hindustan Hardy Limited

Sunita

Sunita Nisshi
Company Secretary
M.No. A49122



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Whether promoter/promoter group are interested in the agenda/resolution		4 RE-APPOINTMENT OF MS. DEVIKAI SARAN AS WHOLETIME DIRECTOR DESIGNATED AS EXECUTIVE DIRECTOR AND CFO FOR A PERIOD OF 3 YEARS.						
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	4	5	6	7
Promoter and Promoter Group	E-VOTING	990644	990644	$(3) = [(2)/(1)] * 100$	990644	0	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	PHYSICAL	0	0		0	0		
Promoter and Promoter Group	Postal ballot if any	0	0		0	0		
Promoter and Promoter Group	Total	990644	990644	100	990644	0	100	0
Public-Institutions	E-VOTING	50	0		0	0		
Public-Institutions	PHYSICAL	0	0		0	0		
Public-Institutions	Postal ballot if any	0	0		0	0		
Public-Institutions	Total	50	0		0	0		
Public-Non-Institutions	E-VOTING	507756	1892		1839	53	$97.2 = [(4)/(2)] * 100$	$2.8 = [(5)/(2)] * 100$
Public-Non-Institutions	PHYSICAL	0	0		0	0		
Public-Non-Institutions	Postal ballot if any	0	0		0	0		
Public-Non-Institutions	Total	507756	1892	0.37	1839	53	97.2	2.8
Total		1498450	992536	66.24	992493	53	99.99	0.01

Resolution required: Special
Whether promoter/promoter group are interested in the agenda/resolution: No
5 APPOINTMENT OF MR. VIJAY PATRAK AS WHOLETIME DIRECTOR DESIGNATED AS EXECUTIVE DIRECTOR AND COO.

For Hindustan Hardy Limited

Sunil

Sunil Nishant
Company Secretary
M.No. 446122