

NEAPS/BSE ONLINE

24th September, 2021

The Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
1st Floor, New Trading Ring,
Rotunda, Dalal Street,
Mumbai – 400 001

The Secretary,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051

Dear Sir/Madam,

Sub: Proceedings of the 61st Annual General Meeting of the Company held on 24th September, 2021 pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Pursuant to Regulation 30(6) of the Listing Regulations read with Para A of Part-A of Schedule III to the Listing Regulations, we are submitting herewith proceedings of the 61st Annual General Meeting of the Company, marked as ‘Annexure A’, duly convened on **Friday, the 24th September, 2021 at 11:00 A.M.** through Video Conferencing/Other Audio Visual Means.

It is hereby informed that the voting results in the format prescribed under Regulation 44 of the Listing Regulations are being filed with NSE & BSE separately.

Please take the above on your record.

Kindly acknowledge receipt.

For HSIL Limited



(Pulkit Bhasin)
Company Secretary

Name: Pulkit Bhasin
Address: 301-302, 3rd Floor, Park Centra, Sector-30, NH-8, Gurugram-122001
Membership No.: 27686

Enclosure: As above

HSIL Limited

Corporate Office: 301-302, 3rd Floor, Park Centra, Sector-30, NH 8, Gurugram, Haryana-122 001, India. T. +91 124 477 9200

Registered Office: 2, Red Cross Place, Kolkata-700001, West Bengal, India. T. +91 33-22487407/5668

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Proceedings of 61st Annual General Meeting of HSIL Limited

The 61st Annual General Meeting (“AGM/Meeting”) of HSIL Limited was held on **Friday, the 24th September, 2021 at 11.00 A.M.** through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).

Mr. Pulkit Bhasin, Company Secretary opened the Meeting and welcomed the Members who attended the Meeting through VC/OAVM. Thereafter, he informed that to control the spread of the pandemic caused by COVID-19, the Meeting was conducted through VC/OAVM in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in this regard.

The Company Secretary called the Meeting to order as the requisite quorum was present.

Dr. R. K. Somany, Chairman and Managing Director of the Company chaired the Meeting and introduced:

- i. Directors attending the Meeting through VC/OAVM from their respective locations;
- ii. Members of the Senior Management attending the Meeting from their respective locations;
- iii. Auditors attending the Meeting from their respective locations; and
- iv. Scrutinizer attending the Meeting from his location.

The Chairman briefed the members about the performance of the Company along with the key initiatives taken by the Company during the year under review.

The Chairman, then, requested Mr. Sandip Somany, Vice-Chairman and Managing Director of the Company to proceed with the business of the AGM.

With the concurrence of the Members who attended the Meeting through VC/OAVM, the Vice-Chairman and Managing Director had taken the Notice of the 61st AGM together with the Financial Statements and Directors’ Report for the FY 2020-21 as read. He further informed the Members that there were no qualifications reported by the Statutory Auditor and Secretarial Auditor of the Company in their respective Reports, therefore, the same were not required to be read.

Thereafter, Members were informed that the remote e-voting facility had been arranged by the Company through a platform provided by Central Depository Services (India) Limited (“CDSL”), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which commenced on **Tuesday, 21st September, 2021 at 9.00 A.M.** and ended on **Thursday, 23rd September, 2021 at 5.00 P.M.**

For HSIL LIMITED


COMPANY SECRETARY

It was also informed to the Members that Mr. Pravin Kumar Drolia, Practicing Company Secretary (FCS: 2366, CP: 1362) was appointed as the Scrutinizer for scrutinizing the remote e-voting process and the e-voting process during the proceedings of the Meeting in a fair and transparent manner.

On invitation by the Vice-Chairman and Managing Director, Mr. Om Prakash Pandey, Chief Financial Officer of the Company also presented an overview of the financial performance of the Company for the FY 2020-21.

Members present in the Meeting through VC/OAVM and who had registered themselves as speakers, were given an opportunity to ask questions and seek clarifications. Members asked the questions which were suitably replied by the Vice-Chairman and Managing Director.

Thereafter, the Vice-Chairman and Managing Director stated that the following were the items of business as per the Notice of the 61st AGM.

AS ORDINARY BUSINESS

1. Consideration and adoption of the audited financial statements of the Company for the financial year ended 31st March 2021, the reports of the Board of Directors and Auditors thereon. **(As Ordinary Resolution)**
2. Declaration of Dividend on Equity Shares for the year ended 31st March 2021. **(As Ordinary Resolution)**
3. Appointment of a Director in place of Ms. Sumita Somany (DIN: 00133612) who retires by rotation and, being eligible, offers herself for re-appointment. **(As Ordinary Resolution)**

AS SPECIAL BUSINESS

4. Re-appointment of Mr. Sandip Somany as Vice-Chairman and Managing Director and remuneration payable thereof. **(As Special Resolution)**
5. Approval for Related Party Transactions with Brilloca Limited. **(As Ordinary Resolution)**
6. Remuneration by way of Commission to the Directors (Other than Managing Directors). **(As Special Resolution)**

The Vice-Chairman and Managing Director informed that the Members who did not cast their votes electronically through remote e-voting system of CDSL and who were participating in this meeting had an opportunity to cast their votes through the e-voting system provided by CDSL during the Meeting. The e-voting was kept open for the next 15 minutes to enable the Members to cast their votes.

For HSIL LIMITED

COMPANY SECRETARY

The Vice-Chairman and Managing Director announced that the e-voting results along with the Scrutinizer's Report shall be informed to the Stock Exchanges on which the Company's shares are listed and will also be made available on the websites of the Company and CDSL within 2 working days of conclusion of the Meeting.

The Meeting was concluded by the Vice-Chairman and Managing Director with a vote of thanks to the Panelists and Members at 11:30 A.M.

For HSIL LIMITED

COMPANY SECRETARY