

# HINDUSTAN COMPOSITES LTD.

Peninsula Business Park, Tower "A", 8th Floor, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013. Tel.: (91) (22) 6688 0100 • Fax: (91) (22) 6688 0105 E-mail: hcl@hindcompo.com Website: www.hindcompo.com CIN No. L29120MH1964PLC012955

30th September, 2020

To,
The Manager - CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 509635

The Manager – Listing National Stock Exchange of India Ltd Exchange Plaza, 5th Floor, 'G' Block Bandra Kurla Complex Bandra (East), Mumbai – 400 051 SYMBOL: HINDCOMPOS

Dear Sir/Madam,

Sub.: <u>Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements)</u> Regulations, 2015 for 56th Annual General Meeting (AGM) held on Tuesday, the 29th day of September, 2020.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, and Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility to its members to vote on the matters to be transacted at the 56th Annual General Meeting held on Tuesday, the 29th day of September, 2020 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) without physical presence of the Members at a common venue, in accordance with the General Circular Nos. 20/2020 dated 5th May, 2020 read with 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and issued by Ministry of Corporate Affairs ("MCA Circular") and SEBI Circular number SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12th May, 2020. The proceedings of the AGM were conducted at the Registered Office of the Company situated at Peninsula Business park, Tower 'A', 8th Floor, Senapati Bapat Marg, Lower Parel, Mumbai 400 013 which will be the deemed Venue of the AGM.

Further, to facilitate the voting at AGM to the members present thereat and did not cast their votes earlier through remote e-voting, the Company provided e-voting facility to enable them to cast their vote in respect of items of business as set out in the Notice of 56th Annual General Meeting.

CS Manish Baldeva, Proprietor M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer to scrutinize the e-voting in a fair and transparent manner.

The result of e-voting on each resolution was determined considering the aggregate of votes cast by the members on each resolution, both through remote e-voting as well as e-voting at the AGM on which Scrutinizer has issued Consolidated Scrutinizer's Report. The above are being uploaded on the website of the Company at <a href="https://www.hudocompourom">www.hudocompourom</a> and on the CDSL e-voting website i.e. <a href="https://www.hudocompourom">www.hudocompourom</a> and on the CDSL e-voting website i.e.

Regional Sales Offices



The Annual General Meeting was attended by requisite quorum and the following businesses were transacted:

# 1. APPROVAL OF STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS:

The members received, considered and adopted the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020, together with Reports of Board of Directors' and Auditors' thereon by passing Ordinary Resolutions with requisite majority

#### 2. DECLARATION OF DIVIDEND:

The members approved the payment of dividend of Rs. 2/- per equity share of Rs. 5/- each i.e. 40% of the paid-up equity capital of the Company for the year ended 31st March, 2020 by passing Ordinary Resolution with requisite majority.

### 3. RE-APPOINTMENT OF MR. P. K. CHOUDHARY:

The members re-appointed Mr. P. K. Choudhary (DIN: 00535670), as a Director of the Company, who retired by rotation and being eligible offered himself for re-appointment by passing Ordinary Resolution with requisite majority.

4. RE-APPOINTMENT OF MR. RAGHU MODY, (DIN: 00053329) AS AN EXECUTIVE CHAIRMAN AND WHOLE TIME DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF 3 YEARS W.E.F. 151 OCTOBER, 2020 TO 301H SEPTEMBER, 2023:

The Members approved the re-appointment of Mr. Mr. Raghu Mody, (DIN: 00053329) as an Executive Chairman and Whole Time Director of the Company for further period of 3 (Three) years w.e.f. 1st October, 2020 to 30th September, 2023, by passing Special Resolution with requisite majority.

5. APPOINTMENT OF MR. LALIT KUMAR BARARIA (DIN: 00204670) AS AN INDEPENDENT, NON- EXECUTIVE DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 YEARS W.E.F. 13<sup>TH</sup> FEBRUARY, 2020 TO 12<sup>TH</sup> FEBRUARY, 2025:

The Members approved the appointment of Mr. Lalit Kumar Bararia (DIN: 00204670) as an Independent, Non- Executive Director of the Company for a period of 5 years w.e.f. 13th February, 2020 to 12th February, 2025 by passing Ordinary Resolution with requisite majority.

6. APPOINTMENT OF MRS. PREETI VIMAL AGRAWAL (DIN: 08693668) AS AN INDEPENDENT, NON- EXECUTIVE DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 YEARS W.E.F. 13<sup>1H</sup> FEBRUARY, 2020 TO 12<sup>1H</sup> FEBRUARY, 2025.:

The Members approved the appointment of Mrs. Preeti Vimal Agrawal (DIN: 08693668) as an Independent, Non- Executive Director of the Company for a period of 5 years w.e.f. 13<sup>th</sup> February, 2020 to 12<sup>th</sup> February, 2025 by passing Ordinary Resolution with requisite majority.





# 7. PAYMENT OF COMMISSION TO INDEPENDENT DIRECTORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2020:

The Members approved the payment of commission to Independent Directors of the Company for the financial year ended 31st March, 2020 by passing Ordinary Resolution with requisite majority.

8. WAIVER OF EXCESS REMUNERATION PAID TO MR. RAGHU MODY (DIN: 00053329), EXECUTIVE CHAIRMAN AND WHOLE TIME DIRECTOR OF THE COMPANY DURING THE FINANCIAL YEAR 2019-20:

The Members approved the waiver of excess remuneration paid to Mr. Raghu Mody (DIN: 00053329), Executive Chairman and Whole Time Director of the Company during the financial year 2019-20 by passing Special Resolution with requisite majority.

The copy of the Consolidated Scrutinizers' Report and Voting Results are enclosed herewith for your reference.

Please take the same on your records.

Thanking you,

Yours faithfully,

For HINDUSTAN COMPOSITES LIMITED

Vikram Soni

Company Secretary & Compliance Officer

Membership No: A36705

Encl.: As above.

| Date of the AGM   | 29.09.2020   |
|---|--|
| Total number of shareholders on record date   | 15839  |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | N.A.   |
| No. of Shareholders attended the meeting through Video Conferencing   |  |
| Promoters and Promoter Group:   | 12   |
| Public  | 44   |
| Mode of voting  | Remote e-voting and through e-voting at the Annual General Meeting |





Resolution No. 1:

| Resolution                                     |  | · · · · · · · ·          | Ordinary Resolutions for adoption of       |   |   |  |   |  |  |
|--|--|--------------------------|--|---|---|--|---|--|--|
| Resolution Requi                               |  |                          | (a) Stand for the the R and (b) Conse Comp | alone Audite<br>Financial Y<br>eports of Bo       | ed Financial<br>/ear ended 3<br>pard of Direction<br>udited Financial | Statemen<br>1st March,<br>ectors and<br>ancial St<br>Year ende | 2020 toge<br>Auditors<br>atements<br>d 31st Ma      | ther with<br>thereon<br>of the                 |  |
| Whether promo<br>are interested<br>resolution? | oter/promo<br>in the   |                          | No   |   |   |  |   |  |  |
| Category                                       | Mode of<br>Voting  | No. of<br>Shares<br>held | No. of<br>valid<br>votes<br>polled         | % of Votes<br>Polled on<br>outstandin<br>g shares | No. of<br>votes - in<br>favour  | No. of<br>votes-<br>against                                    | % of<br>votes in<br>favour<br>on<br>votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |  |
| Promoter and                                   | Remote<br>E-Voting   |                          | 11073030                                   | 100.0000  | 11073030  | 0  | 100.000   | 0.0000   |  |
| Promoter group                                 | Poll/E-<br>voting at<br>AGM<br>Postal<br>Ballot  | 11073030                 | 0  | 0.0000  | 0   | 0  | 0.0000  | 0.0000   |  |
|  |  |                          | 0  | 0.0000  | 0   | 0  | 0.0000  | 0.0000   |  |
| 14   | TOTAL  | 11073030                 | 11073030                                   | 100.0000  | 11073030  | 0  | 100.000   | 0.0000   |  |
| Public-<br>Institutions                        | Remote<br>E-Voting   |                          | 0  | 0.0000  | 0   | 0  | 0.0000  | 0.0000   |  |
|  | Poll/E-<br>voting at<br>AGM  | 5629                     | 0  | 0.0000  | 0   | 0  | 0.0000  | 0.0000   |  |
|  | Postal<br>Ballot   |                          | 0  | 0.0000  | 0   | 0  | 0.0000  | 0.0000   |  |
| 2  | TOTAL  | 5629                     | 0  | 0.0000  | 0   | 0  | 0.0000  | 0.0000   |  |
|  | A CONTRACTOR OF THE CONTRACTOR |                          |  |   |   |  |   |  |  |
| Public- Non<br>Institutions                    | Remote<br>E-Voting   |                          | 1005563                                    | 27.2485   | 832724  | 172839   | 82.8117   | 17.188.  |  |
|  | Poll/E-<br>voting at<br>AGM  | 3690341                  | 4717                                       | 0.1278  | 27  | 4690   | 0.5724  | 99.427   |  |
|  | Postal<br>Ballot   |                          | 0  | 0.0000  | 0   | 0  | 0.0000  | 0.0000   |  |
|  | TOTAL  | 3690341                  | 1010280                                    | 27.3763   | 832751  | 177529   | 82.4277   | 17.572   |  |
| month t  |  | 4.477.0000               | 12002212                                   | 01 01 54  | 11005701  | 155500   | 00 5300   | 1 4600   |  |
| TOTAL  |  | 14769000                 | 12083310                                   | 81.8154   | 11905781  | 177529   | 98.5308   | 1.4692   |  |

Invalid votes: NIL





# Resolution No.2:

| Resolution Re                               | equired: (Or                | rdinary)                 | share) on the<br>31st March, 2  | esolution for c<br>Equity Share:<br>2020.        | leclaration o<br>s of Rs. 5/- e | f dividend<br>ach for the   | l @ 40% (R<br>Financial Y                        | s. 2/- per<br>ear ended                        |
|---|-----------------------------|--------------------------|---------------------------------|--|---------------------------------|-----------------------------|--|--|
| Whether pro<br>are intereste<br>resolution? | ed in the                   | agenda /                 | No                              |  |                                 |                             |  |  |
| Category                                    | Mode of<br>Voting           | No. of<br>Shares<br>held | No. of<br>valid votes<br>polled | % of Votes<br>Polled on<br>outstanding<br>shares | No. of<br>votes - in<br>favour  | No. of<br>votes-<br>against | % of<br>votes in<br>favour<br>on votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |
| Promoter<br>and<br>Promoter                 | Remote<br>E-<br>Voting      | 11073020                 | 11073030                        | 100.0000   | 11073030                        | 0                           | 100.0000   | 0.0000   |
| group                                       | Poll/E-<br>voting<br>at AGM | 11073030                 | 0                               | 0.0000   | 0                               | 0                           | 0.0000   | 0.0000   |
|   | Postal<br>Ballot            |                          | 0                               | 0.0000   | 0                               | 0                           | 0.0000   | 0.0000   |
|   | TOTAL                       | 11073030                 | 11073030                        | 100.0000   | 11073030                        | 0                           | 100.0000   | 0.0000   |
| Public-<br>Institutions                     | Remote<br>E-<br>Voting      |                          | 0                               | 0.0000   | 0                               | 0                           | 0.0000   | 0.0000   |
|   | Poll/E-<br>voting<br>at AGM | 5629                     | 0                               | 0.0000   | 0                               | 0                           | 0.0000   | 0.0000   |
|   | Postal<br>Ballot            |                          | 0                               | 0.0000   | 0                               | 0                           | 0.0000   | 0,000  |
|   | TOTAL                       | 5629                     | 0                               | 0.0000   | 0                               | 0                           | 0.0000   | 0.0000   |
| Public-<br>Non<br>Institutions              | Remote<br>E-<br>Voting      | 3690341                  | 1005563                         | 27.2485  | 832724                          | 172839                      | 82.8117  | 17.1883  |
|   | Poll/E-<br>voting<br>at AGM | 3690341                  | 4717                            | 0.1278   | 27                              | 4690                        | 0.5724   | 99.4276  |
|   | Postal<br>Ballot            |                          | 0                               | 0.0000   | 0                               | 0                           | 0.0000   | 0.0000   |
| à   | TOTAL                       | 3690341                  | 1010280                         | 27.3763  | 832751                          | 177529                      | 82.4277  | 17.5723  |
| TOTAL                                       |                             | 14769000                 | 12083310                        | 81.8154  | 11905781                        | 177529                      | 98.5308  | 1.4692   |

Invalid votes: NIL





## Resolution No.3:

| Resolution Re                           | equired: (Or                | dinary)                  | Choudhary                       | solution for ap<br>(DIN: 00535670<br>self for re-appo | )), who retire                 |                             |  |  |
|---|-----------------------------|--------------------------|---------------------------------|---|--------------------------------|-----------------------------|--|--|
| Whether pro<br>are interestoresolution? |                             |                          | No                              |   |                                |                             |  |  |
| Category                                | Mode of<br>Voting           | No. of<br>Shares<br>held | No. of<br>valid votes<br>polled | % of Votes<br>Polled on<br>outstanding<br>shares      | No. of<br>votes - in<br>favour | No. of<br>votes-<br>against | % of<br>votes in<br>favour<br>on votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |
| Promoter<br>and<br>Promoter             | Remote<br>E-<br>Voting      | 44072020                 | 11073030                        | 100.0000  | 11073030                       | 0                           | 100.0000   | 0.0000   |
| group                                   | Poll/E-<br>voting<br>at AGM | 11073030                 | 0                               | 0.0000  | 0                              | 0                           | 0.0000   | 0.0000   |
|   | Postal<br>Ballot            |                          | 0                               | 0.0000  | 0                              | 0                           | 0.0000   | 0.0000   |
|   | TOTAL                       | 11073030                 | 11073030                        | 100.0000  | 11073030                       | 0                           | 100.0000   | 0.0000   |
| Public-<br>Institutions                 | Remote<br>E-<br>Voting      | 5/20                     | 0                               | 0.0000  | 0                              | 0                           | 0.0000   | 0.0000   |
|   | Poll/E-<br>voting<br>at AGM | 5629                     | 0                               | 0.0000  | 0                              | 0                           | 0.0000   | 0.0000   |
|   | Postal<br>Ballot            |                          | 0                               | 0.0000  | 0                              | 0                           | 0.0000   | 0.0000   |
|   | TOTAL                       | 5629                     | 0                               | 0.0000  | 0                              | 0                           | 0.0000   | 0.0000   |
| Public-<br>Non<br>Institutions          | Remote<br>E-<br>Voting      | 3690341                  | 1005563                         | 27.2485   | 832694                         | 172869                      | 82.8087  | 17.1913  |
|   | Poll/E-<br>voting<br>at AGM | 0070041                  | 4717                            | 0.1278  | 27                             | 4690                        | 0.5724   | 99.4276  |
|   | Postal<br>Ballot            |                          | 0                               | 0.0000  | 0                              | 0                           | 0.0000   | 0.0000   |
| 2                                       | TOTAL                       | 3690341                  | 1010280                         | 27.3763   | 832721                         | 177559                      | 82.4248  | 17.5752  |
| TOTAL                                   |                             | 14769000                 | 12083310                        | 81.8154   | 11905751                       | 177559                      | 98.5305  | 1.4695   |

Invalid votes: NIL





# Resolution No.4:

| Resolution Req                                |                         |                          | (DIN:0005332<br>Company for     | olution for<br>29) as Executive<br>a further perio |                                |         |           | or of the                                      |
|---|-------------------------|--------------------------|---------------------------------|--|--------------------------------|---------|-----------|--|
| Whether pron<br>are interested<br>resolution? | noter/prome<br>d in the | ster group<br>agenda /   | Yes                             |  |                                |         |           |  |
|   | Mode of<br>Voting       | No. of<br>Shares<br>held | No. of<br>valid votes<br>polled | % of Votes<br>Polled on<br>outstanding<br>shares   | No. of<br>votes - in<br>favour | against | polled    | % of<br>Votes<br>against<br>on votes<br>polled |
| Promoter<br>and                               | Remote<br>E-            |                          | 0                               | 0.0000   | 0                              | 0       | 0.0000    | 0.0000   |
| Promoter<br>group                             | Voting Poll/E- voting   | 11073030                 | 0                               | 0.0000   | 0                              | 0       | 0.0000    | 0.0000   |
|   | at AGM<br>Postal        |                          | 0                               | 0.0000   | 0                              | 0       | 0.0000    | 0.0000   |
|   | Ballot                  | 11073030                 | 0                               | 0.0000   | 0                              | 0       | 0.0000    | 0.0000   |
| Public-                                       | Remote                  | 110/0000                 | 0                               | 0.0000   | 0                              | 0       | 0.0000    | 0.0000   |
| Institutions                                  | E-<br>Voting            | 5629                     | -                               | 0.0000   | 0                              | 0       | 0.0000    | 0.0000   |
|   | Poll/E-<br>voting       | **Wiston                 | 0                               | U.OAAA   |                                |         |           | 2.0000   |
|   | at AGM<br>Postal        |                          | 0                               | 0.0000   | 0                              | 0       | 0.0000    | 0.0000   |
|   | Ballot<br>TOTAL         | 5629                     | 0                               | 0.0000   | 0                              | 0       | 0.0000    | 0.000  |
| Public-<br>Non                                | Remote<br>E-            |                          | 1005563                         | 27.2485  | 832694                         | 172869  | 82.8087   | 17.191   |
| Institutions                                  | Poll/E-<br>voting       |                          | 4717                            | 0.1278   | 27                             | 4690    | 0.5724    | 99.427   |
|   | at AGM<br>Postal        |                          | 0                               | 0.0000   | 0                              | 0       | 0.0000    | 0.000  |
| -99   | Ballot                  | 260034                   | 1 1010280                       | 0 27.3763  | 832721                         |         |           |  |
| TOTAL   | TOTAL                   | 3690341<br>1476900       | _                               |  |                                | 177559  | 9 82.4248 | 17.57  |

Invalid votes: NIL





## Resolution No.5:

| Resolution Re                               | equired: (Or                | rdinary)                 | 00204670) as                    | esolution for a<br>s an Independe<br>of 5 years w.e. | ent, Non-Exe                   | cutive Dire                |  |  |
|---|-----------------------------|--------------------------|---------------------------------|--|--------------------------------|----------------------------|--|--|
| Whether pro<br>are intereste<br>resolution? |                             |                          | No                              |  |                                |                            |  |  |
| Category                                    | Mode of<br>Voting           | No. of<br>Shares<br>held | No. of<br>valid votes<br>polled | % of Votes<br>Polled on<br>outstanding<br>shares     | No. of<br>votes – in<br>favour | No. of<br>votes<br>against | % of<br>votes in<br>favour<br>on votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |
| Promoter<br>and<br>Promoter                 | Remote<br>E-<br>Voting      | 11073030                 | 11073030                        | 100.0000   | 11073030                       | 0                          | 100.0000   | 0.0000   |
| group                                       | Poll/E-<br>voting<br>at AGM | 110/3030                 | 0                               | 0.0000   | 0                              | 0                          | 0.0000   | 0.0000   |
|   | Postal<br>Ballot            |                          | 0                               | 0.0000   | 0                              | 0                          | 0.0000   | 0.0000   |
|   | TOTAL                       | 11073030                 | 11073030                        | 100.0000   | 11073030                       | 0                          | 100.0000   | 0.0000   |
| Public-<br>Institutions                     | Remote<br>E-<br>Voting      | 5400                     | 0                               | 0.000  | 0                              | 0                          | 0.0000   | 0.0000   |
|   | Poll/E-<br>voting<br>at AGM | 5629                     | 0                               | 0.0000   | 0                              | 0                          | 0.0000   | 0.0000   |
|   | Postal<br>Ballot            |                          | 0                               | 0.0000   | 0                              | 0                          | 0.0000   | 0.0000   |
|   | TOTAL                       | 5629                     | 0                               | 0.0000   | 0                              | 0                          | 0.0000   | 0.0000   |
| Public-<br>Non<br>Institutions              | Remote<br>E-<br>Voting      | 3690341                  | 1005563                         | 27.2485  | 832694                         | 172869                     | 82.8087  | 17.1913  |
|   | Poll/E-<br>voting<br>at AGM | 3020.41                  | 4717                            | 0.1278   | 27                             | 4690                       | 0.5724   | 99.4276  |
|   | Postal<br>Ballot            |                          | 0                               | 0.0000   | 0                              | 0                          | 0.0000   | 0.0000   |
|   | TOTAL                       | 3690341                  | 1010280                         | 27.3763  | 832721                         | 177559                     | 82.4248  | 17.5752  |
| TOTAL                                       |                             | 14769000                 | 12083310                        | 81.8154  | 11905751                       | 177559                     | 98.5305  | 1.4695   |

Invalid votes: NIL





## Resolution No.6:

| Resolution Re                           | equired: (Oi           | dinary)                  | (DIN: 08693                     | esolution for a<br>8668) as an li<br>r a period of 5 | ndependent,                    | Non-Execu                   | ative Direct                                     | Agrawal<br>or of the                           |
|---|------------------------|--------------------------|---------------------------------|--|--------------------------------|-----------------------------|--|--|
| Whether pro<br>are interestoresolution? |                        |                          | No                              |  |                                |                             |  |  |
| Category                                | Mode of<br>Voting      | No. of<br>Shares<br>held | No. of<br>valid votes<br>polled | % of Votes<br>Polled on<br>outstanding<br>shares     | No. of<br>votes - in<br>favour | No. of<br>votes-<br>against | % of<br>votes in<br>favour<br>on votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |
| Promoter<br>and<br>Promoter             | Remote<br>E-<br>Voting | 11072020                 | 11073030                        | 100.0000   | 11073030                       | 0                           | 100.0000   | 0.0000   |
| group                                   | Poll/E-<br>voting      | 11073030                 | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
|   | Postal<br>Ballot       |                          | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
|   | TOTAL                  | 11073030                 | 11073030                        | 100.0000   | 11073030                       | 0                           | 100.0000   | 0.0000   |
| Public-<br>Institutions                 | Remote<br>E-<br>Voting | 7420                     | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
|   | Poll/E-<br>voting      | 5629                     | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
|   | Postal<br>Ballot       |                          | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
|   | TOTAL                  | 5629                     | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
| Public-<br>Non<br>Institutions          | Remote<br>E-<br>Voting | 3690341                  | 1005563                         | 27.2485  | 832694                         | 172869                      | 82.8087  | 17.1913  |
|   | Poll/E-<br>voting      | 3020241                  | 4717                            | 0.1278   | 27                             | 4690                        | 0,5724   | 99.4276  |
|   | Postal<br>Ballot       |                          | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
|   | TOTAL                  | 3690341                  | 1010280                         | 27.3763  | 832721                         | 177559                      | 82.4248  | 17.5752  |
| TOTAL                                   |                        | 14769000                 | 12083310                        | 81.8154  | 11905751                       | 177559                      | 98,5305  | 1.4695   |

Invalid votes: NIL





# Resolution No.7:

| Resolution R                            | equired: (O            | rdinary)                 |                                 | esolution for p                                  |                                |                             |  | dependent                                      |
|---|------------------------|--------------------------|---------------------------------|--|--------------------------------|-----------------------------|--|--|
| Whether pro<br>are interestoresolution? |                        | moter group<br>agenda /  | No                              |  |                                |                             |  |  |
| Category                                | Mode of<br>Voting      | No. of<br>Shares<br>held | No. of<br>valid votes<br>polled | % of Votes<br>Polled on<br>outstanding<br>shares | No. of<br>votes - in<br>favour | No. of<br>votes-<br>against | % of<br>votes in<br>favour<br>on votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |
| Promoter<br>and<br>Promoter             | Remote<br>E-<br>Voting | 11073030                 | 11073030                        | 100.0000   | 11073030                       | 0                           | 100.0000   | 0.0000   |
| group                                   | Poll/E-<br>voting      | 11073030                 | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | ().0000  |
|   | Postal<br>Ballot       |                          | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
|   | TOTAL                  | 11073030                 | 11073030                        | 100.0000   | 11073030                       | 0                           | 100.0000   | 0.0000   |
| Public-<br>Institutions                 | Remote<br>E-<br>Voting | 5700                     | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
|   | Poll/E-<br>voting      | 5629                     | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
|   | Postal<br>Ballot       |                          | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
|   | TOTAL                  | 5629                     | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
| Public-<br>Non<br>Institutions          | Remote<br>E-<br>Voting | 3690341                  | 1005563                         | 27.2485  | 832694                         | 172869                      | 82.8087  | 17.1913  |
|   | Poll/E-<br>voting      | -m.m.11                  | 4717                            | 0.1278   | 25                             | 4692                        | 0.5300   | 99.4700  |
|   | Postal<br>Ballot       |                          | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000   |
|   | TOTAL                  | 3690341                  | 1010280                         | 27.3763  | 832719                         | 177561                      | 82,4246  | 17.5754  |
| TOTAL                                   |                        | 14769000                 | 12083310                        | 81.8154  | 11905749                       | 177561                      | 98.5305  | 1.4695   |

Invalid votes: NIL





# Resolution No.8:

|                                   | on Required             |                                | Special Re<br>Mr. Raghu         | solution for a<br>1 Mody (DIN<br>1 the Compan | pproval of v<br>00053329) 1 | vaiver of e      | xcess remun                 | eration paid      |  |
|-----------------------------------|-------------------------|--------------------------------|---------------------------------|---|-----------------------------|------------------|-----------------------------|-------------------|--|
| Whether<br>are inte<br>resolution | restett III             | promoter group<br>the agenda / | Director of                     | the Compan                                    | y during the                | Financial        | _hairman an<br>Year 2019-20 | d Whole Ti<br>).  |  |
| Categor                           | Votin                   | Shares<br>held                 | No. of<br>valid votes<br>polled | % of Votes Polled on outstanding              | Votes !                     | n vote           | s votes i                   | n Votes           |  |
| and                               | Remote                  | e                              | 0                               | 0.0000  |                             |                  | polled                      | on vote<br>polled |  |
| Promoter<br>group                 | Voting Poll/E           | 11073030                       |                                 | 9.0000  | .0                          | 0                | 0.0000                      |                   |  |
|                                   | voting                  |                                | 0                               | 0.0000  | 0                           | 0                | 0.0000                      | 0.0000            |  |
|                                   | Ballot                  |                                | 0                               | 0.0000  | 0                           | 0                | 0.0000                      |                   |  |
| D. LF                             | TOTAL                   | 11073030                       | 0                               | 0.0000  | 0                           |                  | 1/4/000                     | 0.0000            |  |
| Public-                           | Remote                  |                                |                                 | 3.000   | 0                           | 0                | 0.0000                      | 0.0000            |  |
| Institutions                      | E-<br>Voting            | 5629                           | 0                               | 0.0000  | 0                           | 0                | 0.0000                      | 0.0000            |  |
|                                   | voting<br>Postal        | _                              | 0                               | 0.0000  | ()                          | 0                | 0.0000                      | 0.0000            |  |
|                                   | Ballot<br>TOTAL         | 5629                           | 0                               | 0.0000  | 0                           | 0                | 0.0000                      | 0.0000            |  |
| Date                              |                         | 3029                           | 0                               | 0.0000  | 0                           | 0                | 0.0000                      |                   |  |
| Public-<br>Non                    | Remote                  |                                |                                 |   |                             | - 0              | 0.0000                      | 0.0000            |  |
| nstitutions                       | E-<br>Voting<br>Poll/E- | 3690341                        | 1005563                         | 27.2485                                       | 832594                      | 172969           | 82.7988                     | 17.2012           |  |
| -                                 | voting<br>Postal        |                                |                                 | 0.1278  | 27                          | 4690             | 0.5724                      | 00 (27)           |  |
|                                   | Ballot                  |                                | 0                               | 0.0000  | ()                          | 0                | 0.0000                      | 99.4276           |  |
| OTAL                              | TOTAL                   | 3690341 1                      | 010280                          | 27.3763                                       |                             |                  | O.O.O.O.O                   | 0.0000            |  |
| ě                                 |                         |                                | 24 0 -                          | ( 0 4 = -                                     |                             | 177659<br>177659 |                             | 17.5851           |  |
| valid votes: 1                    | d votes: NII            |                                |                                 |   |                             | 17/059           |                             | 17.5851           |  |



G-02, Salasar Jyot CHS Ltd., Bageshree Park, Shiv Sena Gali, Bhayandar (West), Dist. Thane - 401 101. Phone: 022 - 2818 5738

Email : manish@csmanishb.in Website : www.csmanishb.in

#### CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014]

To,
The Chairman of 56<sup>th</sup> Annual General Meeting of **Hindustan Composites Limited**Peninsula Business Park,
'A' Tower, 8<sup>th</sup> Floor,
Senapati Bapat Marg
Lower Parel, Mumbai- 400013

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on e-voting done by members of the Company through "Remote E- Voting process" and "e-voting process" at 56<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2020.

I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer by the Board of Directors of Hindustan Composites Limited ('the Company') in its meeting held on 29<sup>th</sup> June, 2020 for the purpose of scrutinizing the voting done through remote e-voting process and the e - voting process at the 56<sup>th</sup> Annual General Meeting (AGM) of the Company held on 29<sup>th</sup> September, 2020, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item numbers 1 to 8 in the Notice of the 56<sup>th</sup> Annual General Meeting (AGM) of the members of the Company dated 29<sup>th</sup> June, 2020.

- As per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020 and 20/2020 dated 5<sup>th</sup> May, 2020 and SEBI Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 ('Circulars'), the 56<sup>th</sup> AGM was held through Video Conferencing (VC) / Other Audio Visual Means (OAVM).
- 2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and the e-voting at the 56<sup>th</sup> AGM on the resolutions contained in the said notice of 56<sup>th</sup> AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and e-voting conducted at the 56<sup>th</sup> AGM is restricted to make the Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the said notice based on the report generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility i.e. remote e-voting facility and e-voting facility during the 56<sup>th</sup> AGM.
- 3. The Notice of the 56<sup>th</sup> AGM dated 29<sup>th</sup> June, 2020 was sent to the members through e-mail on 4<sup>th</sup> September, 2020. The said notice was dispatched on the basis of Register of Members / List of Beneficial Owners of the Company as on 28<sup>th</sup> August, 2020.



- 4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 and as required under said Circulars, the Company has published advertisement about having dispatch of the notice in the Marathi newspaper "Vrutmanas" and in the English newspaper "Financial Express" on 3<sup>rd</sup> September, 2020 and has published advertisement about providing remote e-voting facility and e-voting facility at the 56<sup>th</sup> AGM in the Marathi newspaper "Mumbai Lakshdeep" and in the English newspaper "Financial Express" on 5<sup>th</sup> September, 2020.
- 5. The voting rights of members were considered in proportion to their share in the paid-up equity share capital of the Company as on cut-off date i.e. Tuesday, 22<sup>nd</sup> September, 2020.
- 6. In terms of the aforesaid Notice, the remote e-voting was kept open for 3 (three) days i.e. from Saturday, 26<sup>th</sup> September, 2020 (09:00 a.m.) to Monday, 28<sup>th</sup> September, 2020 (5:00 p.m.). The members cast their votes electronically on remote e-voting platform provided by Central Depository Services (India) Limited (CDSL). The shareholders who were present at the 56<sup>th</sup> AGM of the Company through VC / OAVM and had not voted through remote e-voting process were allowed to cast their votes through e-voting system provided by the CDSL during the 56<sup>th</sup> AGM.
- 7. The summary of the voting through remote e-voting facility and e-voting process at 56<sup>th</sup> AGM are as under:





**Resolution No. 1:** 

| Public- R<br>Institutions E | TOTAL  Remote E-Voting Poll/E- | <b>11073030</b> 5629 | 0<br>0                   | 0.0000<br>0.0000              | 0<br>0               | 0 0               | 0.0000                                   | 0.0000                 |
|-----------------------------|--------------------------------|----------------------|--------------------------|-------------------------------|----------------------|-------------------|--|------------------------|
| Public- R                   | <b>TOTAL</b><br>Remote         | 11073030             |                          |                               |                      |                   | 100000                                   |                        |
| _                           |                                | 11073030             | 11073030                 | 100.0000                      | 11073030             | 0                 | 100.0000                                 | 0.0000                 |
|                             | Ballot                         |                      |                          |                               |                      |                   |  |                        |
|                             | Postal                         |                      | 0                        | 0.0000                        | 0                    | 0                 | 0.0000                                   | 0.0000                 |
| group vo                    | oting at<br>AGM                | 11073030             |                          |                               |                      |                   |  |                        |
|                             | -Voting                        | 11072020             | 0                        | 0.0000                        | 0                    | 0                 | 0.0000                                   | 0.0000                 |
| Promoter R                  | Remote                         |                      | 11073030                 | 100.0000                      | 11073030             | 0                 | 100.0000                                 | <b>polled</b> 0.0000   |
|                             | Voting                         | Shares<br>held       | valid<br>votes<br>polled | Polled on outstandin g shares | votes – in<br>favour | votes-<br>against | votes in<br>favour on<br>votes<br>polled | Votes against on votes |
| 0 .                         | Mode of                        | No. of               | No. of                   | % of Votes                    | No. of               | No. of            | % of                                     | % of                   |

Invalid votes: NIL





### **Resolution No.2:**

| TOTAL                       |                             | 14769000                  | 12083310                        | 81.8154                                   | 11905781                       | 177529                      | 98.5308  | 1.4692   |
|-----------------------------|-----------------------------|---------------------------|---------------------------------|---|--------------------------------|-----------------------------|--|--|
|                             | TOTAL                       | 3690341                   | 1010280                         | 27.3763                                   | 832751                         | 177529                      | 82.4277  | 17.5723  |
|                             | Postal<br>Ballot            |                           | 0                               | 0.0000                                    | 0                              | 0                           | 0.0000   | 0.0000   |
|                             | Poll/E-<br>voting at<br>AGM | 3690341                   | 4717                            | 0.1278                                    | 27                             | 4690                        | 0.5724   | 99.4276  |
| Public- Non<br>Institutions | Remote<br>E-Voting          |                           | 1005563                         | 27.2485                                   | 832724                         | 172839                      | 82.8117  | 17.1883  |
|                             | TOTAL                       | 5629                      | 0                               | 0.0000                                    | 0                              | 0                           | 0.0000   | 0.0000   |
|                             | Postal<br>Ballot            |                           | 0                               | 0.0000                                    | 0                              | 0                           | 0.0000   | 0.0000   |
|                             | Poll/E-<br>voting at<br>AGM | 5629                      | 0                               | 0.0000                                    | 0                              | 0                           | 0.0000   | 0.0000   |
| Public-<br>Institutions     | Remote<br>E-Voting          |                           | 0                               | 0.0000                                    | 0                              | 0                           | 0.0000   | 0.0000   |
|                             | TOTAL                       | 11073030                  | 11073030                        | 100.0000                                  | 11073030                       | 0                           | 100.0000   | 0.0000   |
|                             | Postal<br>Ballot            |                           | 0                               | 0.0000                                    | 0                              | 0                           | 0.0000   | 0.0000   |
| Promoter<br>group           | Poll/E-<br>voting at<br>AGM | 11073030                  | 0                               | 0.0000                                    | 0                              | 0                           | 0.0000   | 0.0000   |
| Promoter<br>and             | Remote<br>E-Voting          |                           | 11073030                        | 100.0000                                  | 11073030                       | 0                           | 100.0000   | 0.0000   |
| Category                    | Mode<br>of<br>Voting        | No. of<br>Shares<br>held  | No. of<br>valid votes<br>polled | % of Votes Polled on outstanding shares   | No. of<br>votes – in<br>favour | No. of<br>votes-<br>against | % of<br>votes in<br>favour<br>on votes<br>polled | % of<br>Votes<br>agains<br>on<br>votes<br>polled |
|                             |                             | moter group<br>e agenda / | No                              |   |                                |                             |  |  |
|                             | equired: (O                 |                           |                                 | solution for o<br>e Equity Share<br>2020. |                                |                             | -  |  |

Invalid votes: NIL





# **Resolution No.3:**

| Resolution R                | equired: (O                     | rdinary)                  | Choudhary (                     | solution for ap<br>DIN: 00535670<br>self for re-appo | 0), who retire                 |                             |  |                                    |
|-----------------------------|---------------------------------|---------------------------|---------------------------------|--|--------------------------------|-----------------------------|--|------------------------------------|
|                             |                                 | moter group<br>e agenda / | No                              |  |                                |                             |  |                                    |
| Category                    | Mode<br>of<br>Voting            | No. of<br>Shares<br>held  | No. of<br>valid votes<br>polled | % of Votes Polled on outstanding shares              | No. of<br>votes – in<br>favour | No. of<br>votes-<br>against | % of<br>votes in<br>favour<br>on votes<br>polled | % of Votes against on votes polled |
| Promoter                    | Remote                          |                           | 11073030                        | 100.0000   | 11073030                       | 0                           | 100.0000   | 0.0000                             |
| and<br>Promoter<br>group    | F-Voting  Poll/E- voting at AGM | 11073030                  | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000                             |
|                             | Postal<br>Ballot                |                           | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000                             |
|                             | TOTAL                           | 11073030                  | 11073030                        | 100.0000   | 11073030                       | 0                           | 100.0000   | 0.0000                             |
|                             |                                 |                           |                                 |  |                                |                             |  |                                    |
| Public-<br>Institutions     | Remote<br>E-Voting              | - "                       | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000                             |
|                             | Poll/E-<br>voting at<br>AGM     | 5629                      | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000                             |
|                             | Postal<br>Ballot                |                           | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000                             |
|                             | TOTAL                           | 5629                      | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000                             |
| Public- Non<br>Institutions | Remote<br>E-Voting              |                           | 1005563                         | 27.2485  | 832694                         | 172869                      | 82.8087  | 17.1913                            |
|                             | Poll/E-<br>voting at<br>AGM     | 3690341                   | 4717                            | 0.1278   | 27                             | 4690                        | 0.5724   | 99.4276                            |
|                             | Postal<br>Ballot                |                           | 0                               | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000                             |
|                             | TOTAL                           | 3690341                   | 1010280                         | 27.3763  | 832721                         | 177559                      | 82.4248  | 17.5752                            |
| TOTAL                       |                                 | 14769000                  | 12083310                        | 81.8154  | 11905751                       | 177559                      | 98.5305  | 1.4695                             |

Invalid votes: NIL





## **Resolution No.4:**

| Resolution Required: (Special)  Whether promoter/promoter group are interested in the agenda / resolution? |                             | Special Resolution for re-appointment of Mr. Raghu Mody (DIN:00053329) as Executive Chairman and Whole Time Director of the Company for a further period of 3 years w.e.f 1st October, 2020.  Yes |         |         |        |        |         |         |  |
|--|-----------------------------|---|---------|---------|--------|--------|---------|---------|--|
|  |                             |   |         |         |        |        |         |         |  |
| Promoter   | Remote                      |   | 0       | 0.0000  | 0      | 0      | 0.0000  | 0.0000  |  |
| and<br>Promoter<br>group   | Poll/E-<br>voting at<br>AGM | 11073030  | 0       | 0.0000  | 0      | 0      | 0.0000  | 0.0000  |  |
|  | Postal<br>Ballot            |   | 0       | 0.0000  | 0      | 0      | 0.0000  | 0.0000  |  |
|  | TOTAL                       | 11073030  | 0       | 0.0000  | 0      | 0      | 0.0000  | 0.0000  |  |
| Public-<br>Institutions  | Remote<br>E-Voting          | 5629  | 0       | 0.0000  | 0      | 0      | 0.0000  | 0.0000  |  |
|  | Poll/E-<br>voting at<br>AGM |   | 0       | 0.0000  | 0      | 0      | 0.0000  | 0.0000  |  |
|  | Postal<br>Ballot            |   | 0       | 0.0000  | 0      | 0      | 0.0000  | 0.0000  |  |
|  | TOTAL                       | 5629  | 0       | 0.0000  | 0      | 0      | 0.0000  | 0.0000  |  |
| Public- Non<br>Institutions  | Remote<br>E-Voting          | 3690341   | 1005563 | 27.2485 | 832694 | 172869 | 82.8087 | 17.1913 |  |
|  | Poll/E-<br>voting at<br>AGM |   | 4717    | 0.1278  | 27     | 4690   | 0.5724  | 99.4276 |  |
|  | Postal<br>Ballot            |   | 0       | 0.0000  | 0      | 0      | 0.0000  | 0.0000  |  |
|  | TOTAL                       | 3690341   | 1010280 | 27.3763 | 832721 | 177559 | 82.4248 | 17.5752 |  |
| TOTAL  |                             | 14769000  | 1010280 | 6.8405  | 832721 | 177559 | 82.4248 | 17.5752 |  |

Invalid votes: NIL





### **Resolution No.5:**

| Resolution Required: (Ordinary)  |                                |                          | Ordinary Resolution for appointment of Mr. Lalit Kumar Bararia (DIN: 00204670) as an Independent, Non-Executive Director of the Company for a period of 5 years w.e.f. 13 <sup>th</sup> February, 2020. |  |                                |                             |  |   |  |  |
|--|--------------------------------|--------------------------|---|--|--------------------------------|-----------------------------|--|---|--|--|
| Whether promoter/promoter group are interested in the agenda / resolution? |                                |                          |   |  |                                |                             |  |   |  |  |
| Category   | Mode<br>of<br>Voting           | No. of<br>Shares<br>held | No. of<br>valid votes<br>polled   | % of Votes<br>Polled on<br>outstanding<br>shares | No. of<br>votes – in<br>favour | No. of<br>votes-<br>against | % of<br>votes in<br>favour<br>on votes<br>polled | % of<br>Votes<br>against<br>on<br>votes<br>polled |  |  |
| Promoter   | Remote                         |                          | 11073030  | 100.0000   | 11073030                       | 0                           | 100.0000   | 0.0000  |  |  |
| and<br>Promoter<br>group   | F-Voting Poll/E- voting at AGM | 11073030                 | 0   | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000  |  |  |
|  | Postal<br>Ballot               |                          | 0   | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000  |  |  |
|  | TOTAL                          | 11073030                 | 11073030  | 100.0000   | 11073030                       | 0                           | 100.0000   | 0.0000  |  |  |
| Public-<br>Institutions  | Remote<br>E-Voting             | 5629                     | 0   | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000  |  |  |
|  | Poll/E-<br>voting at<br>AGM    |                          | 0   | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000  |  |  |
|  | Postal<br>Ballot               |                          | 0   | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000  |  |  |
|  | TOTAL                          | 5629                     | 0   | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000  |  |  |
| Public- Non<br>Institutions  | Remote<br>E-Voting             | 77-75                    | 1005563   | 27.2485  | 832694                         | 172869                      | 82.8087  | 17.1913   |  |  |
|  | Poll/E-<br>voting at<br>AGM    | 3690341                  | 4717  | 0.1278   | 27                             | 4690                        | 0.5724   | 99.4276   |  |  |
|  | Postal<br>Ballot               |                          | 0   | 0.0000   | 0                              | 0                           | 0.0000   | 0.0000  |  |  |
|  | TOTAL                          | 3690341                  | 1010280   | 27.3763  | 832721                         | 177559                      | 82.4248  | 17.5752   |  |  |
| TOTAL  |                                | 14769000                 | 12083310  | 81.8154  | 11905751                       | 177559                      | 98.5305  | 1.4695  |  |  |

Invalid votes: NIL





### **Resolution No.6:**

| Resolution Required: (Ordinary)  |                      |                          | Ordinary Resolution for appointment of Mrs. Preeti Vimal Agrawal (DIN: 08693668) as an Independent, Non-Executive Director of the Company for a period of 5 years w.e.f. 13 <sup>th</sup> February, 2020. |   |                                |                      |  |                                    |  |
|--|----------------------|--------------------------|---|---|--------------------------------|----------------------|--|------------------------------------|--|
| Whether promoter/promoter group are interested in the agenda / resolution? |                      | No                       |   |   |                                |                      |  |                                    |  |
| Category   | Mode<br>of<br>Voting | No. of<br>Shares<br>held | No. of<br>valid votes<br>polled   | % of Votes Polled on outstanding shares | No. of<br>votes – in<br>favour | No. of votes-against | % of<br>votes in<br>favour<br>on votes<br>polled | % of Votes against on votes polled |  |
| Promoter and   | Remote<br>E-Voting   |                          | 11073030  | 100.0000                                | 11073030                       | 0                    | 100.0000   | 0.0000                             |  |
| Promoter<br>group  | Poll/E-<br>voting    | 11073030                 | 0   | 0.0000                                  | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | Postal<br>Ballot     |                          | 0   | 0.0000                                  | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | TOTAL                | 11073030                 | 11073030  | 100.0000                                | 11073030                       | 0                    | 100.0000   | 0.0000                             |  |
| Public-<br>Institutions  | Remote<br>E-Voting   |                          | 0   | 0.0000                                  | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | Poll/E-<br>voting    | 5629                     | 0   | 0.0000                                  | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | Postal<br>Ballot     |                          | 0   | 0.0000                                  | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | TOTAL                | 5629                     | 0   | 0.0000                                  | 0                              | 0                    | 0.0000   | 0.0000                             |  |
| Public- Non<br>Institutions  | Remote<br>E-Voting   |                          | 1005563   | 27.2485                                 | 832694                         | 172869               | 82.8087  | 17.1913                            |  |
|  | Poll/E-<br>voting    | 3690341                  | 4717  | 0.1278                                  | 27                             | 4690                 | 0.5724   | 99.4276                            |  |
|  | Postal<br>Ballot     |                          | 0   | 0.0000                                  | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | TOTAL                | 3690341                  | 1010280   | 27.3763                                 | 832721                         | 177559               | 82.4248  | 17.5752                            |  |
| TOTAL  |                      | 14769000                 | 12083310  | 81.8154                                 | 11905751                       | 177559               | 98.5305  | 1.4695                             |  |

Invalid votes: NIL





#### **Resolution No.7:**

| Resolution Required: (Ordinary)  |                      |                          | Ordinary Resolution for payment of commission to the Independent Directors of the Company for the Financial Year 2019-20.  No |   |                                |                             |  |   |  |
|--|----------------------|--------------------------|---|---|--------------------------------|-----------------------------|--|---|--|
| Whether promoter/promoter group are interested in the agenda / resolution? |                      |                          |   |   |                                |                             |  |   |  |
| Category   | Mode<br>of<br>Voting | No. of<br>Shares<br>held | No. of<br>valid votes<br>polled   | % of Votes Polled on outstanding shares | No. of<br>votes – in<br>favour | No. of<br>votes-<br>against | % of<br>votes in<br>favour<br>on votes<br>polled | % of<br>Votes<br>against<br>on<br>votes<br>polled |  |
| Promoter and   | Remote<br>E-Voting   |                          | 11073030  | 100.0000                                | 11073030                       | 0                           | 100.0000   | 0.0000  |  |
| Promoter group   | Poll/E-<br>voting    | 11073030                 | 0   | 0.0000                                  | 0                              | 0                           | 0.0000   | 0.0000  |  |
|  | Postal<br>Ballot     |                          | 0   | 0.0000                                  | 0                              | 0                           | 0.0000   | 0.0000  |  |
|  | TOTAL                | 11073030                 | 11073030  | 100.0000                                | 11073030                       | 0                           | 100.0000   | 0.0000  |  |
| Public-<br>Institutions  | Remote<br>E-Voting   | 5629                     | 0   | 0.0000                                  | 0                              | 0                           | 0.0000   | 0.0000  |  |
|  | Poll/E-<br>voting    |                          | 0   | 0.0000                                  | 0                              | 0                           | 0.0000   | 0.0000  |  |
|  | Postal<br>Ballot     |                          | 0   | 0.0000                                  | 0                              | 0                           | 0.0000   | 0.0000  |  |
|  | TOTAL                | 5629                     | 0   | 0.0000                                  | 0                              | 0                           | 0.0000   | 0.0000  |  |
| Public- Non<br>Institutions  | Remote<br>E-Voting   | 3690341                  | 1005563   | 27.2485                                 | 832694                         | 172869                      | 82.8087  | 17.1913   |  |
|  | Poll/E-<br>voting    |                          | 4717  | 0.1278                                  | 25                             | 4692                        | 0.5300   | 99.4700   |  |
|  | Postal<br>Ballot     |                          | 0   | 0.0000                                  | 0                              | 0                           | 0.0000   | 0.0000  |  |
|  | TOTAL                | 3690341                  | 1010280   | 27.3763                                 | 832719                         | 177561                      | 82.4246  | 17.5754   |  |
| TOTAL 14769  |                      | 14769000                 | 12083310  | 81.8154                                 | 11905749                       | 177561                      | 98.5305  | 1.4695  |  |

Invalid votes: NIL





#### **Resolution No.8:**

| Resolution Required: (Special)   |                      |                          | Special Resolution for approval of waiver of excess remuneration paid to Mr. Raghu Mody (DIN:00053329), Executive Chairman and Whole Time Director of the Company during the Financial Year 2019-20.  Yes |  |                                |                      |  |                                    |  |
|--|----------------------|--------------------------|---|--|--------------------------------|----------------------|--|------------------------------------|--|
| Whether promoter/promoter group are interested in the agenda / resolution? |                      |                          |   |  |                                |                      |  |                                    |  |
| Category   | Mode<br>of<br>Voting | No. of<br>Shares<br>held | No. of<br>valid votes<br>polled   | % of Votes<br>Polled on<br>outstanding<br>shares | No. of<br>votes – in<br>favour | No. of votes-against | % of<br>votes in<br>favour<br>on votes<br>polled | % of Votes against on votes polled |  |
| Promoter and   | Remote<br>E-Voting   |                          | 0   | 0.0000   | 0                              | 0                    | 0.0000   | 0.0000                             |  |
| Promoter<br>group  | Poll/E-<br>voting    | 11073030                 | 0   | 0.0000   | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | Postal<br>Ballot     |                          | 0   | 0.0000   | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | TOTAL                | 11073030                 | 0   | 0.0000   | 0                              | 0                    | 0.0000   | 0.0000                             |  |
| Public-<br>Institutions  | Remote<br>E-Voting   | 5629                     | 0   | 0.0000   | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | Poll/E-<br>voting    |                          | 0   | 0.0000   | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | Postal<br>Ballot     |                          | 0   | 0.0000   | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | TOTAL                | 5629                     | 0   | 0.0000   | 0                              | 0                    | 0.0000   | 0.0000                             |  |
| Public- Non<br>Institutions  | Remote<br>E-Voting   | 3690341                  | 1005563   | 27.2485  | 832594                         | 172969               | 82.7988  | 17.2012                            |  |
|  | Poll/E-<br>voting    |                          | 4717  | 0.1278   | 27                             | 4690                 | 0.5724   | 99.4276                            |  |
|  | Postal<br>Ballot     |                          | 0   | 0.0000   | 0                              | 0                    | 0.0000   | 0.0000                             |  |
|  | TOTAL                | 3690341                  | 1010280   | 27.3763  | 832621                         | 177659               | 82.4149  | 17.5851                            |  |
| TOTAL  |                      | 14769000                 | 1010280   | 6.8405   | 832621                         | 177659               | 82.4149  | 17.5851                            |  |

Invalid votes: NIL



# M Baldeva Associates

The relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid meeting and the same will be handed over to the Company Secretary for safe keeping.

> For M Baldeva Associates Company Secretories

Place: Thane

Date: 29th September, 2020

CS Manish Baldeva Proprietor M. No. FCS 6180; C.P. No. 11062

UDIN: F006180B000809191

Countersigned by

For Hindustan Composites Limited