

HZL/2020-SECY/

August 10, 2021

Bombay Stock Exchange Ltd.

National Stock Exchange of (India)
Ltd.

P.J. Towers, Dalal Street,
Mumbai - 400001

"Exchange Plaza"
Bandra-Kurla Complex,
Mumbai – 400051

Kind Attn: - General Manager,
Dept. of Corporate Services
Scrip Code: 500188

Kind Attn:- Head - Listing & Corporate
Communications
Trading Symbol: HINDZINC-EQ

Dear Sir(s),

Sub: - Submission (s) pursuant to the 55th Annual General Meeting of the Company.

In continuation of our letter no. HZL/2020-SECY/ dated July 16, 2021, the 55th Annual General Meeting ('AGM') of the Company was held on Monday August 9, 2021 and the business(es) mentioned in the Notice dated June 24, 2021 were transacted. In this regard, please find enclosed the following: -

1. Voting results as required under Regulation 44 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (SEBI Listing Regulations) as **Annexure – I**.
2. Consolidated Report dated August 10, 2021, from the scrutinizer Mr. Manoj Maheshwari, of M/s. V.M. & Associates, Practicing Company Secretary for the purpose remote e-voting and for conducting the e-voting at the AGM, in fair and transparent manner, pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 (4) (xi) and Rule 21(2) of the Companies (Management and Administration) Rules, 2014, as **Annexure – II**.

The meeting commenced at 12.00 noon and concluded at 01.36 p.m.

The result along with the Scrutinizer's Report(s) is available at the registered office and website of the Company and NSDL.

Thanking You,

For Hindustan Zinc Limited



(R. Pandwal)
Company Secretary
Encl: as above

Copy to:

National Securities Depository Limited
Trade World, A Wing, 4th & 5th Floors,
Kamala Mills Compound,
Lower Parel, Mumbai – 13

Central Depository Services (India) Ltd.
Marathon Futurex, A-Wing,
25th Floor, NM Joshi Marg,
Lower Parel, Mumbai – 13

Hindustan Zinc Limited

Registered Office: Yashad Bhawan, Udaipur (Rajasthan) - 313 004
Tel.: (91-294)6604000-02, Fax: (91-294) 2427739
CIN: L27204RJ1966PLC001208, www.hzllindia.com

Name of the Company	Hindustan Zinc Limited
Date of the AGM/EGM	August 09, 2021
Total no. of shareholders on record date	219721
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group:	NA
Public:	NA
No. of shareholders attended the meeting through Video Conferencing:	1
Promoters and Promoter Group:	1
Public:	73

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 Auditors thereon - Ordinary Resolution								
Category	Mode of Voting	Number of shares held (1)	Number of votes polled (2)	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100
Promoter and Promoter Group	E-Voting poll		2,74,31,54,310	100.0000	2,74,31,54,310	0	100.0000	0.0000
	Postal Ballot (if applicable)	2,74,31,54,310	-	0.0000	-	-	0.0000	-
	Total	2,74,31,54,310	2,74,31,54,310	100.0000	2,74,31,54,310	0	100.0000	0.0000
Public- Institutions	E-Voting poll	15,13,71,799	13,43,39,101	88.7478	13,43,39,101	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	-
	Total	15,13,71,799	13,43,39,101	88.7478	13,43,39,101	0	100.0000	0.0000
Public- Non Institutions	E-Voting poll	1,33,07,92,891	1,24,84,02,458	93.8089	1,24,83,99,509	2,949	99.9998	0.0002
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	-
	Total	1,33,07,92,891	1,24,84,02,458	93.8089	1,24,83,99,509	2,949	99.9998	0.0002
Total		4,22,53,19,000	4,12,58,95,869	97.6470	4,12,58,92,920	2,949	99.9999	0.0001

Whether resolution passed or not? (yes/no) : Yes

Resolution 2 To confirm the payment of interim dividend @ 1065% i.e. Rs 21.30 per share of Rs 2/- each on fully paid up equity shares of the Company for the financial year 2020-21 - Ordinary Resolution								
Category	Mode of Voting	Number of shares held (1)	Number of votes polled (2)	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100
Promoter and Promoter Group	E-Voting poll		2,74,31,54,310	100.0000	2,74,31,54,310	0	100.0000	0.0000
	Postal Ballot (if applicable)	2,74,31,54,310	-	0.0000	-	-	0.0000	-
	Total	2,74,31,54,310	2,74,31,54,310	100.0000	2,74,31,54,310	0	100.0000	0.0000
Public- Institutions	E-Voting poll	15,13,71,799	13,43,39,101	88.7478	13,43,39,101	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	-
	Total	15,13,71,799	13,43,39,101	88.7478	13,43,39,101	0	100.0000	0.0000

	E-Voting poll		1,24,84,02,976	93,8090	1,24,84,00,180	2,796	93,9998	0.0002
Public- Non Institutions	Postal Ballot (if applicable)	1,33,07,92,891	-	0.0000	-	-	0.0000	0.0000
	Total	1,33,07,92,891	1,24,84,02,976	0.0000	-	-	0.0000	0.0000
	Total	4,22,53,19,000	4,12,58,96,387	93,8090	1,24,84,00,180	2,796	93,9998	0.0002
				97,6470	4,12,58,93,591	2,796	93,9999	0.0001

Whether resolution passed or not? (yes/no) : Yes

Resolution 3 To appoint a Director in place of Mr. Navin Agarwal (DIN: 00006303), who retires by rotation and being eligible, offers himself for re-appointment as per Article 70 of the Articles of Association of the Company - Ordinary Resolution								
Category	Mode of Voting	Number of shares held (1)	Number of votes polled (2)	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100
Promoter and Promoter Group	E-Voting poll		2,74,31,54,310	100.0000	2,74,31,54,310	0	100.0000	0.0000
	Postal Ballot (if applicable)	2,74,31,54,310	-	0.0000	-	-	0.0000	-
	Total	2,74,31,54,310	2,74,31,54,310	100.0000	2,74,31,54,310	-	100.0000	0.0000
Public- Institutions	E-Voting poll		13,43,39,101	88.7478	11,59,60,517	1,83,78,584	86.3193	13.6807
	Postal Ballot (if applicable)	15,13,71,799	-	0.0000	-	-	0.0000	0.0000
	Total	15,13,71,799	13,43,39,101	88.7478	11,59,60,517	1,83,78,584	86.3193	13.6807
Public- Non Institutions	E-Voting poll		1,24,84,02,379	93.8089	1,24,83,91,306	11,073	99.9991	0.0009
	Postal Ballot (if applicable)	1,33,07,92,891	-	0.0000	-	-	0.0000	0.0000
	Total	1,33,07,92,891	1,24,84,02,379	93.8089	1,24,83,91,306	11,073	99.9991	0.0009
	Total	4,22,53,19,000	4,12,58,95,790	97.6470	4,10,75,06,133	1,83,89,657	99.5543	0.4457

Whether resolution passed or not? (yes/no) : Yes

Resolution 4 To approve the re-appointment of M/s S.R. Batliboi & Co. LLP as Statutory Auditors of the Company for 2nd term of 5 consecutive years (FY 2021-22 to 2025-26) - Ordinary Resolution								
Category	Mode of Voting	Number of shares held (1)	Number of votes polled (2)	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100
Promoter and Promoter Group	E-Voting poll		2,74,31,54,310	100.0000	2,74,31,54,310	0	100.0000	0.0000
	Postal Ballot (if applicable)	2,74,31,54,310	-	0.0000	-	-	0.0000	-
	Total	2,74,31,54,310	2,74,31,54,310	100.0000	2,74,31,54,310	-	100.0000	0.0000
Public- Institutions	E-Voting poll		13,43,39,101	88.7478	13,43,39,101	-	100.0000	0.0000
	Postal Ballot (if applicable)	15,13,71,799	-	0.0000	-	-	0.0000	0.0000
	Total	15,13,71,799	13,43,39,101	88.7478	13,43,39,101	-	100.0000	0.0000
	Total	15,13,71,799	13,43,39,101	88.7478	13,43,39,101	-	100.0000	0.0000

	E-Voting poll	1,24,84,01,263	99.8088	1,24,83,95,917	5,346	99.9996	0.0004
	Postal Ballot (if applicable)	1,33,07,92,891	0.0000	-	-	0.0000	0.0000
	Total	1,33,07,92,891	0.0000	-	-	0.0000	0.0000
	Total	4,22,53,19,000	99.8088	1,24,83,95,917	5,346	99.9996	0.0004
		4,12,58,94,674	97.6469	4,12,58,89,328	5,346	99.9999	0.0001

Whether resolution passed or not? (yes/no) : Yes

Resolution 5

To ratify the remuneration to the Cost Auditors for the financial year ending March 31, 2022 - Ordinary Resolution

Category	Mode of Voting	Number of shares held (1)	Number of votes polled (2)	% of Votes Polled on outstanding shares (3) = (2)/(1)*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=(4)/(2)*100	% of Votes against on votes polled (7)=(5)/(2)*100
Promoter and Promoter Group	E-Voting poll	2,74,31,54,310	2,74,31,54,310	100.0000	2,74,31,54,310	0	100.0000	0.0000
	Postal Ballot (if applicable)	-	-	0.0000	-	-	0.0000	0.0000
	Total	2,74,31,54,310	2,74,31,54,310	100.0000	2,74,31,54,310	0	100.0000	0.0000
Public- Institutions	E-Voting poll	15,13,71,799	13,43,39,101	88.7478	13,43,39,101	-	100.0000	0.0000
	Postal Ballot (if applicable)	-	-	0.0000	-	-	0.0000	0.0000
	Total	15,13,71,799	13,43,39,101	88.7478	13,43,39,101	-	100.0000	0.0000
Public- Non Institutions	E-Voting poll	1,33,07,92,891	1,24,84,01,761	99.8089	1,24,83,88,306	13,455	99.9989	0.0011
	Postal Ballot (if applicable)	-	-	0.0000	-	-	0.0000	0.0000
	Total	1,33,07,92,891	1,24,84,01,761	99.8089	1,24,83,88,306	13,455	99.9989	0.0011
	Total	4,22,53,19,000	4,12,58,95,172	97.6470	4,12,58,81,717	13,455	99.9987	0.0003

Whether resolution passed or not? (yes/no) : Yes


SCRUTINIZER'S REPORT

To,
 The Chairperson of
 55th Annual General Meeting ("AGM") of the Shareholders of HINDUSTAN ZINC LIMITED held on
 Monday, August 9, 2021 at 12:00 Noon through Video Conferencing ("VC") / Other Audio-Visual
 Means ("OAVM").

Sub: Consolidated Scrutinizer's Report on Remote E-Voting & E-Voting conducted at the AGM

The Board of Directors of Hindustan Zinc Limited (hereinafter referred to as "the Company") has appointed me as the scrutinizer for the remote e-voting process as well as to scrutinize the e-voting conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (hereinafter referred to as "Rule 20") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 55th AGM of the Equity Shareholders dated June 24, 2021. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

Report on Scrutiny:

- The Company had appointed National Securities Depository Limited (hereinafter referred to as "NSDL" / "Service Provider") as the service provider, for the purpose of extending the facility of remote e-voting and e-voting at the AGM to the shareholders of the Company. KFin Technologies Private Limited is the Registrar and Share Transfer Agent (hereinafter referred to as "RTA") of the Company.
- The Service Provider had provided a system for recording the votes of the Shareholders electronically on all the items of the business (both Ordinary and Special Business) sought to be transacted at the AGM of the Company.
- The Service Provider had set up electronic voting facility on their website, <https://www.evoting.nsdl.com>. The Company had uploaded the items of the business to be transacted at the AGM on the website of the Company and also of the Service Provider to facilitate their Shareholders to cast their vote through Remote e-Voting and e-voting at the AGM.





- The internal cut-off date for the dispatch of the Notice of the AGM was Friday, July 9, 2021 and as on that date, there were 2,14,542 Shareholders of the Company.
- The Company informed that in compliance with the MCA Circulars and SEBI Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and on the basis of the Register of Members and the list of Beneficial Owners made available by the RTA of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Service Provider of the Company completed dispatch of Notice of AGM on July 16, 2021 by E-mail to 1,99,765 Members who had already registered their email IDs with the Company / Depositories;
- The notices sent contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20.
- As prescribed in clause (v) of sub rule 4 of Rule 20 of The Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of the AGM in "Business Standard", English newspaper in English language and in "Dainik Navjyoti", vernacular newspapers in vernacular language on July 17, 2021.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the resolutions placed for approval of the Shareholders was Monday, August 02, 2021.
- The remote e-voting period remained open from Thursday, August 05, 2021 at 10:00 A.M. and ended on Sunday, August 08, 2021 at 05:00 P.M.
- At the end of the voting period on Sunday, August 08, 2021 at 05:00 P.M., the voting portal of the Service Provider was blocked forthwith. The limited information for the Shareholders who have cast their votes, such as name, folio number of shares held was obtained from the Service Provider.





- The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.
- After declaration of voting at AGM by the Chairman, the shareholders present through VC voted using e-voting facility provided by NSDL / Service Provider. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL / Service Provider (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the Company as prescribed in Sub Rule 4(xii) of the said Rule 20. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
- Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:





Item No. 1: Ordinary Resolution:

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

Total No. of shareholders/ folios	2,19,721		
Total No. of Shares	422,53,19,000		
Remote E-voting Period	From Thursday, August 05, 2021 at 10:00 A.M. and ended on Sunday, August 08, 2021 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	1093	4,12,60,23,356
Total Votes cast through e-voting at AGM	B	8	18,713
Grand Total of remote e-voting / e-voting at AGM (A+B)	C	1101	4,12,60,42,069
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated/ Less Voted	D	--	1,46,200
Net remote e-voting/ e-voting at AGM (C-D)	E	1101	4,12,58,95,869

NOTES:

- There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in the e-voting whichever is less.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoters Group	2,74,31,54,310	2,74,31,54,310	100.0000%	2,74,31,54,310	0	100.0000%	0.0000%
Public- Institutional holders	15,13,71,799	13,43,39,101	88.7478%	13,43,39,101	0	100.0000%	0.0000%
Public- others	1,33,07,92,891	1,24,84,02,458	93.8089%	1,24,83,99,509	2,949	99.9998%	0.0002%
Total	4,22,53,19,000	4,12,58,95,869	97.6470%	4,12,58,92,920	2,949	99.9999%	0.0001%

Percentage of Votes cast in favour: 99.9999% | Percentage of votes cast against: 0.0001%

RESULT: -

Since, the number of votes cast in favour of the resolution is 99.9999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated June 24, 2021 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 2: Ordinary Resolution:

To confirm the payment of Interim dividend@ 1065% i.e. 21.30 per share of Rs. 2/- each on fully paid up equity shares of the Company for the financial year 2020-21

Total No. of shareholders/ folios	2,19,721		
Total No. of Shares	422,53,19,000		
Remote E-voting Period	From Thursday, August 05, 2021 at 10:00 A.M. and ended on Sunday, August 08, 2021 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	1095	4,12,60,23,875
Total Votes cast through e-voting at AGM	B	8	18,713
Grand Total of remote e-voting / e-voting at AGM (A+B)	C	1103	4,12,60,42,588
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated / Less Voted	D	--	1,46,201
Net remote e-voting/ e-voting at AGM (C-D)	E	1103	4,12,58,96,387

NOTES:

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in e-voting whichever is less.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes .polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoters Group	2,74,31,54,310	2,74,31,54,310	100.0000%	2,74,31,54,310	0	100.0000%	0.0000%
Public- Institutional holders	15,13,71,799	13,43,39,101	88.7478%	13,43,39,101	0	100.0000%	0.0000%
Public- others	1,33,07,92,891	1,24,84,02,976	93.8090%	1,24,84,00,180	2796	99.9998%	0.0002%
Total	4,22,53,19,000	4,12,58,96,387	97.6470%	4,12,58,93,591	2796	99.9999%	0.0001%

Percentage of Votes cast in favour: 99.9999% | Percentage of votes cast against: 0.0001%

RESULT: -

Since, the number of votes cast in favour of the resolution is 99.9999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated June 24, 2021 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 3: Ordinary Resolution:

To appoint a Director in place of Mr. Navin Agarwal (DIN: 00006303), who retires by rotation and being eligible, offers himself for re-appointment as per Article 70 of the Articles of Association of the Company.

Total No. of shareholders/ folios	2,19,721		
Total No. of Shares	422,53,19,000		
Remote E-voting Period	From Thursday, August 05, 2021 at 10:00 A.M. and ended on Sunday, August 08, 2021 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	1090	4,12,60,86,557
Total Votes cast through e-voting at AGM	B	7	18,698
Grand Total of remote e-voting / e-voting at AGM (A+B)	C	1097	4,12,61,05,255
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated/ Less Voted	D	--	2,09,465
Net remote e-voting/ e-voting at AGM (C-D)	E	1097	4,12,58,95,790

NOTES:

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in e-voting whichever is less.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoters Group	2,74,31,54,310	2,74,31,54,310	100.0000%	2,74,31,54,310	0	100.0000%	0.0000%
Public- Institutional holders	15,13,71,799	13,43,39,101	88.7478%	11,59,60,517	1,83,78,584	86.3193%	13.6807%
Public- others	1,33,07,92,891	1,24,84,02,379	93.8089%	1,24,83,91,306	11,073	99.9991%	0.0009%
Total	4,22,53,19,000	4,12,58,95,790	97.6470%	4,10,75,06,133	1,83,89,657	99.5543%	0.4457%

Percentage of Votes cast in favour: 99.5543% | Percentage of votes cast against: 0.4457%

RESULT: -

Since, the number of votes cast in favour of the resolution is **99.5543%**, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated June 24, 2021 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 4: Ordinary Resolution:

To approve the re-appointment of M/s S.R. Batliboi & Co. LLP as Statutory Auditors of the Company for 2nd term of 5 consecutive years (FY 2021-22 to 2025-26)

Total No. of shareholders/ folios	2,19,721		
Total No. of Shares	422,53,19,000		
Remote E-voting Period	From Thursday, August 05, 2021 at 10:00 A.M. and ended on Sunday, August 08, 2021 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	1081	4,12,60,22,162
Total Votes cast through e-voting at AGM	B	8	18,713
Grand Total of remote e-voting / e-voting at AGM (A+B)	C	1089	4,12,60,40,875
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated/ Less Voted	D	--	1,46,201
Net remote e-voting/ e-voting at AGM (C-D)	E	1089	4,12,58,94,674

NOTES:

- There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in e-voting whichever is less.
- Certain shareholders had voted in fractions and accordingly their votes have been rounded off.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoters Group	2,74,31,54,310	2,74,31,54,310	100.0000%	2,74,31,54,310	0	100.0000%	0.0000%
Public- Institutional holders	15,13,71,799	13,43,39,101	88.7478%	13,43,39,101	0	100.0000%	0.0000%
Public- others	1,33,07,92,891	1,24,84,01,263	93.8088%	1,24,83,95,917	5,346	99.9996%	0.0004%
Total	4,22,53,19,000	4,12,58,94,674	97.6469%	4,12,58,89,328	5,346	99.9999%	0.0001%

Percentage of Votes cast in favour: 99.9999% | Percentage of votes cast against: 0.0001%

RESULT: -

Since, the number of votes cast in favour of the resolution is 99.9999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated June 24, 2021 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





Item No. 5: Ordinary Resolution:

To ratify the remuneration to the Cost Auditors for the financial year ending 31st March, 2022

Total No. of shareholders/ folios	2,19,721		
Total No. of Shares	422,53,19,000		
Remote E-voting Period	From Thursday, August 05, 2021 at 10:00 A.M. and ended on Sunday, August 08, 2021 at 05:00 P.M.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	1087	4,12,60,22,673
Total Votes cast through e-voting at AGM	B	7	18,698
Grand Total of remote e-voting / e-voting at AGM (A+B)	C	1094	4,12,60,41,371
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated/ Less Voted	D	--	1,46,199
Net remote e-voting/ e-voting at AGM (C-D)	E	1094	4,12,58,95,172

NOTES:

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in e-voting whichever is less.
- (iv) Certain shareholders had voted in fractions and accordingly their votes have been rounded off.

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoters Group	2,74,31,54,310	2,74,31,54,310	100.0000%	2,74,31,54,310	0	100.0000%	0.0000%
Public- Institutional holders	15,13,71,799	13,43,39,101	88.7478%	13,43,39,101	0	100.0000%	0.0000%
Public- others	1,33,07,92,891	1,24,84,01,761	93.8089%	1,24,83,88,306	13,455	99.9989%	0.0011%
Total	4,22,53,19,000	4,12,58,95,172	97.6470%	4,12,58,81,717	13,455	99.9997%	0.0003%

Percentage of Votes cast in favour: 99.9997% | Percentage of votes cast against: 0.0003%

RESULT:-

Since, the number of votes cast in favour of the resolution is **99.9997%**, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 5** of the Notice of the AGM dated June 24, 2021 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.

*Shareholders who have split their votes in "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members.





All the Resolutions mentioned in the AGM Notice dated June 24, 2021 as per the results above stand passed under remote e-voting and e-voting at the AGM with the requisite majority and deemed to be passed as on the date of the AGM.

A soft copy, containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/abstained/voted for lesser shares, for each resolution is being handed over to the Company Secretary.

The electronic data and all other relevant records relating to the e-voting are in my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid AGM.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and Rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and e-voting at AGM.

Yours Faithfully

CS Manoj Maheshwari
Scrutinizer

M. No.: FCS 3355 | C.P. No. 1971

Partner

V. M. & Associates

Company Secretaries

(ICSI Unique Code P1984RJ039200)



Place: Jaipur

Date: August 10, 2021

UDIN: F003355C000761464

Countersigned By:
For Hindustan Zinc Limited

Arun Misra

Wholtime Director

DIN: 01835605

(as authorized by Chairperson of AGM)

ARUN MISRA
CEO & Whole-time Director
HINDUSTAN ZINC LTD.
YASHAD BHAWAN
UDAIPUR-313004