



Date: May 25th, 2022

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001
Stock code: 534328

National Stock Exchange of India Limited

Listing Department,
Exchange Plaza,
Bandra Kurla Complex
Mumbai- 400051
Stock Code: HEXA TRADEX

Sub: Minutes of the Meeting held on Sunday, May 1, 2022 for the declaration of results of Postal Ballot in relation to the special resolutions passed by the shareholders of Hexa Tradex Limited (“Company”) for the voluntary delisting of the Company.

Dear Sir/ Madam,

We refer to our letter dated May 2, 2022 pursuant to which we had intimated the results of the postal ballot approving the voluntary delisting of the shares of the Company from BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”). In this regard please see enclosed the minutes of the meeting held on May 1, 2022 for the declaration of results of the Postal Ballot for the voluntary delisting of the Company.

Kindly take the same on your records.

Yours sincerely

For **Hexa Tradex Limited**



Pravesh Srivastava
Company Secretary
ACS: 20993

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CIN : L51101UP2010PLCO42382

MINUTES OF MEETING FOR THE DECLARATION OF RESULTS OF THE POSTAL BALLOT, HELD ON SUNDAY, 1ST MAY, 2022, FOR THE SPECIAL RESOLUTIONS PASSED BY THE SHAREHOLDERS FOR THE VOLUNTARY DELISTING OF HEXA TRADEX LIMITED ("COMPANY") AS SET OUT IN THE POSTAL BALLOT NOTICE DATED 21ST MARCH, 2022.

1. Mr. Pravesh Srivastava, Company Secretary of the Company, duly authorised by the Board of Directors ("**Board**") for the purpose of declaring the Postal Ballot Results, stated that pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of Companies (Management and Administration) Rules, 2014 ("**Management Rules**"), as amended, the Company had issued Postal Ballot Notice dated 21st March, 2022 to the members, seeking their consent for voluntary delisting of the equity shares of the Company having face value of INR 2/- (Rupees Two only) each ("**Equity Shares**") from BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**"), where presently the Equity Shares of the Company are listed, in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021.
2. Mr. Srivastava, placed on record the following actions of the Board conducted in compliance with the provisions of the Act-
 - The Board had appointed Mr. Awanish Kumar Dwivedi of M/s Dwivedi & Associates, Company Secretaries (FCS 8055, COP 9080), to act as the Scrutinizer for Postal Ballot Process (the "**Scrutinizer**").
 - In compliance with the circulars issued by the Ministry of Corporate Affairs, the notice of Postal Ballot was sent by electronic mode on 1st April, 2022, to those members whose names appeared in the Register of Members/ List of Beneficial Owners maintained by the Company/ Depositories as on 25th March, 2022.
 - In compliance with provisions of Section 108 and Section 110 and other applicable provisions, of the Act read with the Management Rules, the Company had provided remote e-voting facility to all the members of the Company.
 - The voting period commenced on Saturday, April 02, 2022, at 9:00 a.m. (Indian Standard Time) and ended on Sunday, May 01, 2022, at 5:00 p.m. (Indian Standard Time).
 - The cut-off date, for the purpose of determining the number of members was Friday, 25th March, 2022 and the total number of members as on cut-off date were 15,190.
3. The Scrutinizer had carried out scrutiny of all the Postal Ballot Forms and e-votes received up to the close of working hours on 1st May, 2022, being the last day of e-voting module for Postal Ballot voting and prepared a consolidated Scrutinizer's Report on the basis of data / reports received by him.
4. The Scrutinizer had submitted his Report on 2nd May, 2022. The details of voting of the Special Resolution as set out in the notice dated 21st March, 2022 are as under:-

Voluntary Delisting of equity shares having face value of INR 2/- (Rupees Two only) each ('Equity Shares') of Hexa Tradex Limited ('Company') from BSE Limited and the National Stock Exchange of India Limited, where presently the Equity Shares of the Company are listed, in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021

Particulars	Numbers
Number of valid Electronic Votes received from the Public Shareholders	1,27,57,266
Votes cast in favour of the Resolution by the Public Shareholders	1,24,09,252
Votes cast against the Resolution by the Public Shareholders	3,48,014
Total number of valid Electronic votes received	4,50,26,425
Total number of votes in favour of the Resolution	4,46,78,411
Total number of votes against the Resolution	3,48,014

5. Thereafter Mr. Srivastava proceeded with the declaration of Postal Ballot Results based on the Scrutinizer's Report.
6. Thereafter, Mr. Srivastava announced that the following Special Resolutions as set out in Postal Ballot Notice dated 21st March, 2022 were duly passed with the requisite majority as per the provisions of the Companies Act, 2013 read with Regulation 11(4) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 based on the following parameters-
 - (i) That the number of votes casted in favour of the resolution are more than three times the number of votes casted against; and
 - (ii) That the number of votes casted by the public shareholders in favour of the resolution are more than two times of the votes casted by the public shareholders against the resolution.

Voluntary Delisting of equity shares having face value of INR 2/- (Rupees Two only) each ('Equity Shares') of Hexa Tradex Limited ('Company') from BSE Limited and the National Stock Exchange of India Limited, where presently the Equity Shares of the Company are listed, in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021.

'RESOLVED THAT pursuant to and in accordance with the provisions of the Companies Act, 2013, and the rules made thereunder ('Companies Act'), the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ('SEBI Delisting Regulations'), the Securities and Exchange Board of India (Listing Obligations and

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[Handwritten Signature]

Disclosure Requirements) Regulations, 2015 (**‘SEBI LODR Regulations’**), the Securities Contracts (Regulation) Act, 1956 (including the rules issued thereunder), the listing agreement entered with BSE Limited (**‘BSE’**) and the National Stock Exchange of India Limited (**‘NSE’**, and BSE and NSE are collectively referred to as the **‘Stock Exchanges’**) where the Equity Shares of the Company are presently listed, including any statutory modification(s) or re-enactment thereof for the time being in force and as may be enacted hereinafter, and all other applicable laws, rules, regulations, and guidelines, if any, and subject to such other approvals, permissions, and sanctions, as may be required and necessary for the Company, Siddeshwari Tradex Private Limited (**‘Acquirer 1’**), Innox Global Multiventures Private Limited (**‘Acquirer 2’**), Opelina Sustainable Services Private Limited (**‘Acquirer 3’**), JSL Limited (**‘Acquirer 4’**) (Acquirer 1, Acquirer 2, Acquirer 3 and Acquirer 4 are collectively referred to as the **‘Acquirers’**) and the promoter group of the Company (**‘Promoter Group’**, as defined under Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**‘SEBI ICDR Regulations’**) under the applicable laws and subject to the terms of such approvals, consents, permissions, as may be necessary, and subject to such other conditions and modifications as may be prescribed or imposed by any authority or third party, while granting such approvals, consents, permissions, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (**‘Board’**, which term shall be deemed to include any committee which the Board may have constituted or may hereafter constitute for exercising the powers conferred on the Board by this resolution), to voluntarily delist the Equity Shares from the Stock Exchanges pursuant to the proposed acquisition of all the Equity Shares that are held by the public shareholders of the Company (as defined under the SEBI Delisting Regulations) (**‘Public Shareholders’**) by the Acquirers along with the Promoter Group, as detailed in the Initial Public Announcement dated March 12, 2022 read with corrigendum to the Initial Public Announcement dated March 14, 2022 in accordance with the terms of the SEBI Delisting Regulations and other applicable provisions of applicable law (**‘Delisting Proposal’**), and the Company shall accordingly take all the necessary actions, obtain necessary approvals and make all the necessary disclosures and filings to facilitate the proposed voluntary delisting of the Equity Shares in accordance with applicable law;

RESOLVED FURTHER THAT for the purpose of giving effect to the Delisting Proposal, Mr. Neeraj Kanagat, CEO & CFO and , Mr. Pravesh Srivastava, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters, and things as they may at their discretion deem necessary or expedient for the such purpose, and make all the necessary filings to any regulatory/ government authority, as may be required, and to the Stock Exchanges to seek their in-principle and final approval for the Delisting Proposal, in accordance with the provisions of the SEBI Delisting Regulations, applicable provisions under the Companies Act and the rules framed thereunder and other applicable laws to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubts that may arise in this behalf or delegate the aforesaid authority to any person or to engage any advisor, lawyers, consultant, agent or intermediary, as they may in their absolute discretion deem fit.

RESOLVED FURTHER THAT all actions taken or required to be taken by the Board in connection with any matter referred to above or contemplated in the foregoing resolutions are hereby approved, ratified, and confirmed in all respects.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company

MINUTE BOOK

be and are hereby authorized to issue a certified true copy of the aforesaid resolution wherever necessary.”

7. Mr. Srivastava, also stated that the following actions will be completed within the prescribed time limits:-

- Intimation of the outcome of the Postal Ballot to the Stock Exchanges; and
- Uploading the results of Postal Ballot on the website of the Company;

Entered in the Minutes Book on May 25th, 2022 in New Delhi.


CHAIRMAN

CHAIRMAN'S
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