

# HAP | Hatsun Agro Product Limited

CIN: L15499TN1986PLC012747

**Registered Office:**

No.41 (49), Janakiram Colony Main Road, Janakiram Colony,  
Arubakkam, Chennai - 600 106, Tamil Nadu.  
E: info@hap.in | www.hap.in | Landline & Fax : 044 4796 1124

**Corporate Office:**

Plot No 14, TNHB, TN Housing Board 'A' Road,  
Sholinganallur, Chennai - 600 119, Tamil Nadu.  
E: info@hap.in | www.hap.in | P: +91 442450 1622 | F: +91 44 2450 1422

**HAP\SEC\62\2024-25**

**October 29, 2024**

**BSE Limited  
Corporate Relationship Department,  
2<sup>nd</sup> Floor, New Trading Ring,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.**

**National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G Block,  
Bandra Kurla Complex,  
Bandra (E), Mumbai 400 051.**

**Stock Code: BSE: 531531,  
NSE: HATSUN**

Dear Sir/Madam,

**Sub:** Submission of Scrutinizer Report under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)] - Reg

This is further to our letters HAP\SEC\55\2024-25 dated September 27, 2024 intimating dispatch of notice of postal ballot along with postal ballot form to the shareholders and HAP\SEC\56\2024-25 dated September 28, 2024 intimating the Newspaper Advertisement published in this regard.

Mr. Ramanathan Nachiappan, Designated Partner of S Dhanapal & Associates LLP, Practising Company Secretaries, who was appointed as Scrutinizer for the aforesaid Postal Ballot process has submitted his report dated October 29, 2024. In accordance with the Notice of Postal Ballot, the results were declared at the registered office of the Company today, i.e., October 29, 2024.

We are pleased to inform you that the Special Resolution related to the following businesses were passed by the shareholders of the Company with requisite majority.

1. Re-designation of Mr. C Sathyan (DIN: 00012439) from the position of Managing Director to the position of Executive Vice Chairman in Whole-time employment of the Company with effect from September 12, 2024 including the revision in remuneration payable to him.
2. Appointment of Mr. J Shanmuga Priyan (DIN: 10773578) as a Director of the Company.
3. Appointment of Mr. J Shanmuga Priyan (DIN: 10773578) as the Managing Director of the Company for a term of 5 years w.e.f 12.09.2024 and fixing his remuneration.

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We enclose the Consolidated Report issued by the Scrutinizer dated October 29, 2024 on remote e voting and poll for the said Postal Ballot which concluded on October 28, 2024 for your records.

We enclose herewith the disclosure on Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and also the same is being furnished separately through XBRL mode pursuant to NSE Circular Ref No: NSE/CML/2023/74 dated October 17, 2023.

Thanking you,

Yours faithfully,  
For **Hatsun Agro Product Limited,**



**C Subramaniam**  
Company Secretary & Compliance Officer



## Hatsun Agro Product Limited



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Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-designation of Mr.C Sathyan (DIN: 00012439) form the position of Managing Director to the position of Executive Vice Chairman in Whole-time employment of the Company with effect form September 12,2024 including the revision in remuneration payable to him.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	162978112	162978112	100	162978112	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		162978112	162978112	100	162978112	0	100
Public-Institutions	E-Voting	29971338	29540667	98.5631	29540667	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		29971338	29540667	98.5631	29540667	0	100
Public- Non Institutions	E-Voting	29798818	4338510	14.5593	4335173	3337	99.9231	0.0769
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		29798818	4338510	14.5593	4335173	3337	99.9231
Total		222748268	196857289	88.3766	196853952	3337	99.9983	0.0017
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								



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Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr.J Shanmuga Priyan(DIN:10773578) as a Director of the company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	162978112	162978112	100	162978112	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		162978112	162978112	100	162978112	0	100
Public-Institutions	E-Voting	29971338	29540667	98.5631	29534956	5711	99.9807	0.0193
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		29971338	29540667	98.5631	29534956	5711	99.9807
Public- Non Institutions	E-Voting	29798818	4338495	14.5593	4236773	101722	97.6554	2.3446
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		29798818	4338495	14.5593	4236773	101722	97.6554
Total		222748268	196857274	88.3766	196749841	107433	99.9454	0.0546
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr.J Shanmuga Priyan(DIN:10773578) as the Managing director of the Company for a term of 5 years w.e.f 12.09.2024 and fixing his remuneration.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	162978112	162978112	100	162978112	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		162978112	162978112	100	162978112	0	100
Public- Institutions	E-Voting	29971338	29540667	98.5631	29537051	3616	99.9878	0.0122
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		29971338	29540667	98.5631	29537051	3616	99.9878
Public- Non Institutions	E-Voting	29798818	4338482	14.5592	4236774	101708	97.6557	2.3443
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		29798818	4338482	14.5592	4236774	101708	97.6557
Total		222748268	196857261	88.3766	196751937	105324	99.9465	0.0535
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



## Hatsun Agro Product Limited



# S Dhanapal & Associates LLP

## Practising Company Secretaries

LLPIN ACB - 0368

(Regd. with Limited Liability Under the LLP Act, 2008)

**Designated Partners :**

S. Dhanapal, B.Com., B.A.B.L., F.C.S

N. Ramanathan, B.Com., F.C.S

Smita Chirimar, M.Com., F.C.S, DCG(ICSI)

### FORM NO. MGT-13 REPORT OF SCRUTINIZER

*[Pursuant to Sections 108 & 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]*

To  
The Chairman,  
**M/s. Hatsun Agro Product Limited**  
No.41 (49), Janakiram Colony Main Road,  
Janakiram Colony, Arumbakkam, Chennai - 600106

Dear Sir,

I, N. Ramanathan, Designated Partner of M/s. S Dhanapal & Associates LLP, a firm of Practising Company Secretaries, appointed as Scrutinizer for the purpose of conducting the Postal Ballot and scrutinizing the voting process for passing of resolutions as set out in the notice of postal ballot dated **12.09.2024** in terms of provisions of Section 110 of the Companies Act, 2013 read with Section 108 and Companies (Management and Administration) Rules, 2014 of **M/s. HATSUN AGRO PRODUCT LIMITED (L15499TN1986PLC012747)**, submit my report as under:

1. The Company has completed dispatch of Postal Ballot Forms along with postage prepaid business reply envelope physically and through email communication on **27.09.2024** to its members whose name(s) appeared on the Register of Members / list of beneficiaries as on **25.09.2024**.
2. The shareholders of the Company had option to vote on the resolutions either through the postal ballot forms physically or through the e-voting facility. Shareholders, who opted for e-voting facility, cast their votes on the designated website <https://www.evoting.nsdl.com> of National Securities Depository Limited (NSDI.)





**S Dhanapal & Associates LLP**  
**Practising Company Secretaries**

3. As informed to me by the Registrar and Transfer Agent of the Company, M/s. Integrated Registry Management Services Private Limited, no physical postal ballot forms were received from any shareholder and thus their scrutiny, safekeeping etc. did not arise.
4. With the support of the Registrar and Transfer Agent, the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on 25.09.2024 maintained by them.
5. As no physical postal ballot forms were received, only all votes cast electronically upto the close of working hours i.e. 5.00 P.M. on, Monday, 28<sup>th</sup> October, 2024 were considered for my scrutiny, being the last date and time fixed by the Company for receipt of the duly completed postal ballot forms and closure of e-voting window on NSDL portal as per the notice of postal ballot.
6. Envelopes containing Postal Ballot forms received, if any, after the close of working hours i.e. 5.00 P.M. on **Monday, 28<sup>th</sup> October, 2024** were not considered for my scrutiny.
7. It was informed by the Company that the envelopes containing Postal Ballot forms undelivered by the postal authorities aggregated to 35 numbers and are kept separately by the RTA.
8. There appears no defaced or mutilated Postal Ballot Forms.
9. A summary of the votes cast electronically is given below. The Voting Rights of the members is in proportion to their share of paid up equity share capital of the Company as on cut-off date 25.09.2024 and as per Register of Members of the Company.



# S Dhanapal & Associates LLP

Practising Company Secretaries

**RESOLUTION NO. 1: RE-DESIGNATION OF MR. C SATHYAN (DIN: 00012439) FROM THE POSITION OF MANAGING DIRECTOR TO THE POSITION OF EXECUTIVE VICE CHAIRMAN IN WHOLE-TIME EMPLOYMENT OF THE COMPANY WITH EFFECT FROM SEPTEMBER 12, 2024 INCLUDING THE REVISION IN REMUNERATION PAYABLE TO HIM (SPECIAL RESOLUTION)**

	No. of Shares	No. of Members
Total Votes Cast	19,68,57,289	255
Less: Invalid votes	-	-
Net Valid votes cast	19,68,57,289	255
Votes cast in favour	19,68,53,952	229
Votes Cast against	3337	26

**% of total valid votes cast in favour of the resolution: 99.99%**

**% of total valid votes cast against the resolution: 0.01%**

**RESOLUTION NO. 2: APPOINTMENT OF MR. J SHANMUGA PRIYAN (DIN: 10773578) AS A DIRECTOR OF THE COMPANY (SPECIAL RESOLUTION)**

	No. of Shares	No. of Members
Total Votes Cast	19,68,57,274	254
Less: Invalid votes	-	-
Net Valid votes cast	19,68,57,274	254
Votes cast in favour	19,67,49,841	225
Votes Cast against	1,07,433	29

**% of total valid votes cast in favour of the resolution: 99.95 %**

**% of total valid votes cast against the resolution: 0.05%**

**RESOLUTION NO. 3: APPOINTMENT OF MR. J SHANMUGA PRIYAN (DIN: 10773578) AS THE MANAGING DIRECTOR OF THE COMPANY FOR A TERM OF 5 YEARS W.E.F 12.09.2024 AND FIXING HIS REMUNERATION (SPECIAL RESOLUTION)**

	No. of Shares	No. of Members
Total Votes Cast	19,68,57,261	253
Less: Invalid votes	-	-
Net Valid votes cast	19,68,57,261	253
Votes cast in favour	19,67,51,937	227
Votes Cast against	1,05,324	26

**% of total valid votes cast in favour of the resolution: 99.94%**

**% of total valid votes cast against the resolution: 0.06%**





**S Dhanapal & Associates LLP**  
**Practising Company Secretaries**

10. In terms of the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 all the documents relating to postal ballot shall remain under my custody until the Minutes are signed and approved by the Chairman and the same will be handed over to the Company after the declaration of the results.
11. Taking note of the above voting results with regard to the resolutions as contained in the said notice, the Chairman may declare the result of the voting by postal ballot.

Place: Chennai  
Date: 29.10.2024

Yours faithfully,  
For **S DHANAPAL & ASSOCIATES LLP**  
**(A firm of Practising Company Secretaries)**



**RAMANATHAN NACHIAPPAN**  
**Designated Partner**  
**M. No.F6665**  
**C.P. No.11084**  
**UDIN: F006665F001808531**