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HEMISPHERE PROPERTIES INDIA LIMITED
(A Government of India Enterprise)

हेमीस्फेयर प्रॉपर्टीज इंडिया लिमिटेड
(भारत सरकार का उपक्रम)

HPIL/BS/Stx/2022-23

Dated: 29.12.2022

To,
Manager,
Listing Department
BSE Limited,
P.J. Towers, Dalal Street
Mumbai: 400 001

To,
Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", Plot No. C/1,G Block, Bandra
Complex, Bandra (E),
Mumbai -400 051

Script Code: 543242

Symbol: HEMIPROP

Sub: Submission of Scrutinizer's Report for Voting at 18th Annual General Meeting of Hemisphere Properties India Ltd.

Dear Sir(s),

The 18th Annual General Meeting (AGM) of Hemisphere Properties India Ltd was held on Wednesday, December 28, 2022 at 10:00 AM (IST) through Video Conferencing (VC) /Other Audio Visual Means (OAVM) in accordance with General Circulars issued by SEBI and Ministry of Corporate Affairs amid of CoVID-19 pandemic.

As per SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 and Companies Act, 2013 the e-voting for the Members was made available from Sunday, December 25, 2022 at 9:00 AM (IST) to Tuesday, December 27, 2022 at 05:00 PM (IST). Members who were present at the Annual General Meeting and had not casted their votes by remote e-voting were given the facility to cast their vote through e-voting at the Meeting.

Mr. Rahul Chaudhary of M/s Rahul Chaudhary & Associates, Practicing Company Secretary, the scrutinizer submitted its report on December 29, 2022 and informed that all the resolutions mentioned in the AGM notice have been passed with requisite majority. A copy of Scrutinizer's Report is attached herewith for your information and record.

The aforesaid information is also available on the website of the Company.

Thanking you,

For *Hemisphere Properties India Limited*

Lubna
Company Secretary & Compliance Officer

Hemisphere Properties India Limited

Resolution Required : (Ordinary) 1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2022 and the Reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller Auditor General of India thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	4711287	3327457	70.6273	3327457	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3327457	70.6273	3327457	0	100.0000	0.0000	0.0000
Public Non Institutions	E-Voting	134591828	51999814	38.6352	51998224	1590	99.9969	0.0031	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		51999814	38.6352	51998224	1590	99.9969	0.0031	0.0000
Total		285000000	201024156	70.5348	201022566	1590	99.9992	0.0008	0



Hemisphere Properties India Limited

Resolution Required : (Ordinary)			2 - To appoint a Director in place of Shri Rajeev Kumar Das (DIN: 07730466), Director (Non-Executive), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0
Public Institutions	E-Voting	4711287	3327457	70.6273	2612684	714773	78.5189	21.4811	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3327457	70.6273	2612684	714773	78.5189	21.4811	0
Public Non Institutions	E-Voting	134591828	51999814	38.6352	51991331	8483	99.9837	0.0163	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		51999814	38.6352	51991331	8483	99.9837	0.0163	0
Total		285000000	201024156	70.5348	200300900	723256	99.6402	0.3598	0



Hemisphere Properties India Limited

Resolution Required : (Ordinary)			3 - To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors of the Company for the financial year 2022-23.							
Whether promoter/ promoter group are interested in the agenda/resolution?			no							
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	No. of votes Invalid	
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]	
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0.0000	0
Public Institutions	E-Voting	4711287	3327457	70.6273	3327457	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		3327457	70.6273	3327457	0	100.0000	0.0000	0.0000	0
Public Non Institutions	E-Voting	134591828	51999814	38.6352	51997384	2430	99.9953	0.0047	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		51999814	38.6352	51997384	2430	99.9953	0.0047	0.0012	0
Total		285000000	201024156	70.5348	201021726	2430	99.9988	0.0012	0	



Hemisphere Properties India Limited

Resolution Required : (Ordinary)

4 - To appoint Shri Suvasish Das (Din :09826037),as Director on the Board of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0
Public Institutions	E-Voting	4711287	2747974	58.3275	2033201	714773	73.9891	26.0109	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2747974	58.3275	2033201	714773	73.9891	26.0109	0
Public Non Institutions	E-Voting	134591828	51999814	38.6352	51996986	2828	99.9946	0.0054	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		51999814	38.6352	51996986	2828	99.9946	0.0054	0
Total		285000000	200444673	70.3315	199727072	717601	99.6420	0.3580	0





CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs Circulars and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular]

To
The Chairperson
Hemisphere Properties India Limited
Room No. 144, C-Wing, NirmanBhawan,
Maulana Azad Road, New Delhi-110001.

Subject: Consolidated Scrutinizer's Report on voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014

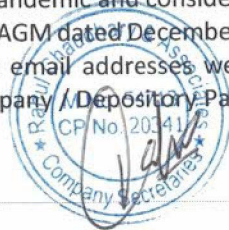
Ref: 18th Annual General Meeting ("18thAGM / the Meeting") of the members of Hemisphere Properties India Limited ("the Company") held on Wednesday, December 28, 2022, at 10.00 A.M. IST through Video Conferencing ("VC").

Dear Ma'am,

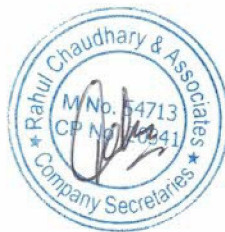
We, M/s. Rahul Chaudhary & Associates, Practicing Company Secretaries appointed by the Board of Directors of the Company as the Scrutinizer to scrutinize the e-voting process in accordance with section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Circulars and Notifications issued thereunder (MCA Circulars and SEBI Circulars), and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), for 18th AGM of the Company through Video Conferencing ("VC").

We hereby submit our report as under;

1. On account of COVID-19 pandemic and considering the relaxations granted by the MCA and SEBI, the notice of the 18th AGM dated December 28, 2022, was sent through electronic mode to those members whose email addresses were registered with the Registrar and Share Transfer Agent of the Company / Depository Participant(s).



2. The Members of the Company as on cut-off date i.e. Wednesday, 21st December, 2022 ('cut-off date') were entitled to vote on the resolutions (as set out in the notice of the 18th AGM of the Company).
3. The Company has availed the e-voting facility provided by Central Depository Services (India) Limited(CDSL). The remote e-voting period commenced on Sunday, the 25th December, 2022 (9:00 a.m. IST) ends on Tuesday, the 27th December, 2022 (5:00 p.m. IST). ("remote e-voting period").
4. The Company has also availed e-voting facility provided by CDSL to provide voting facility to the Members present at the AGM through VC and who had not cast their vote during the said remote e-voting period.
5. After scrutinizing and reviewing the report of remote e-voting conducted and votes cast therein based on the data downloaded from the CDSL Portal, The Consolidated Results with respect to each item on the agenda as set out in (the Notice of the 18th AGM dated November 29, 2021 is enclosed.
6. On the basis of the votes exercised by the Members of the Company by way of remote e-voting and e-voting at the AGM, we/I have issued the combined / consolidated Scrutinizer's Report dated December 29, 2022.
7. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules read with MCA circulars and SEBI circulars relating to voting through electronic means on the resolutions contained in the Notice of 18th AGM of the Company. Our responsibility as the scrutinizer for the remote e-voting / e-voting process is restricted to make a scrutinizer report on the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the CDSL, the authorised agency engaged by the Company to provide e-voting facilities.
8. The details containing, inter alia, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of CDSL i.e. [https:// https://www.evotingindia.com/](https://www.evotingindia.com/) and based on such reports generated, the result of the combined / consolidated e-voting i.e both remote e-voting and e-voting during the AGM, is annexed as Annexure A and Annexure B.



Date of AGM	28 th December, 2022
Total number of shareholders on record date (i.e. as on December 13, 2022)	132831
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group (Through Authorised Representative)	1
Public	83

Date: 29.12.2022
Place: Delhi
UDIN: A054713D002831707

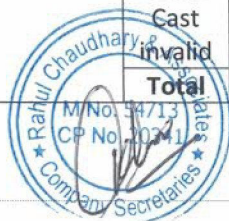
For & on behalf of
Rahul Chaudhary & Associates
Company Secretaries



Rahul Chaudhary
M.No :54713COP : 20341

Annexure A

Sr. No.	Resolution No. as given in the Notice of 18 th AGM		Result Declared		
			No. of votes Cast by them	% of total no. of votes cast	Final Result
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2022 and the Reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller Auditor General of India thereon.	Votes Cast in favour	201022566	99.9992	The resolution passed as an Ordinary Resolution
		Votes Cast against	1590	0.0008	
		Votes Cast invalid	-	-	
		Total	201024156	100	
2.	To appoint a Director in place of Shri Rajeev Kumar Das (DIN: 07730466), Director (Non-Executive), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.	Votes Cast in favour	200300900	99.6402	The resolution passed as an Ordinary Resolution
		Votes Cast against	723256	0.3598	
		Votes Cast invalid	-	-	
		Total	201024156	100	
3.	To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors of the Company for the financial year 2022-23.	Votes Cast in favour	201021726	99.9988	The resolution passed as an Ordinary Resolution
		Votes Cast against	2430	0.0012	
		Votes Cast invalid	-	-	
		Total	201024156	100	
4.	To appoint Shri Suvasish Das (Din 09826037), as Director on the Board of the Company	Votes Cast in favour	199727072	99.6420	The resolution passed as an Ordinary Resolution
		Votes Cast against	717601	0.3580	
		Votes Cast invalid	-	-	
		Total	200444673	100	



Notes:


1. No of votes polled does not include no of votes abstained & invalid votes.
2. The percentages are round off to the nearest decimals.
3. Number of shareholders are not grouped on the basis of PAN.

Date: 29.12.2022

Place: Delhi

UDIN: A054713D002831707

For & on behalf of
Rahul Chaudhary & Associates
Company Secretaries

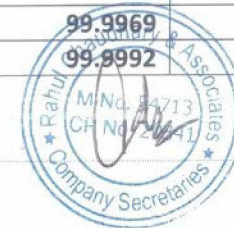


Rahul Chaudhary
M.No :54713COP : 20341

Annexure B
Resolution Item No. 1 – Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2022 and the Reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller Auditor General of India thereon.

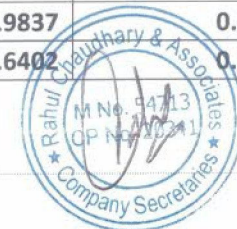
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0
Public Institutions	E-Voting	4711287	3327457	70.6273	3327457	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3327457	70.6273	3327457	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	134591828	51999814	38.6352	51998224	1590	99.9969	0.0031	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		51999814	38.6352	51998224	1590	99.9969	0.0031	0
Total		285000000	201024156	70.5348	201022566	1590	99.9992	0.0008	0



Resolution Item No. 2 – Ordinary Resolution

To appoint a Director in place of Shri Rajeev Kumar Das (DIN: 07730466), Director (Non-Executive), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

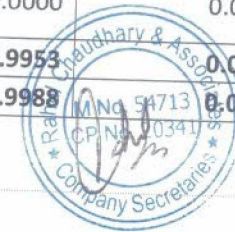
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0
Public Institutions	E-Voting	4711287	3327457	70.6273	2612684	714773	78.5189	21.4811	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3327457	70.6273	2612684	714773	78.5189	21.4811	0
Public Non Institutions	E-Voting	134591828	51999814	38.6352	51991331	8483	99.9837	0.0163	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		51999814	38.6352	51991331	8483	99.9837	0.0163	0
Total		285000000	201024156	70.5348	200300900	723256	99.6402	0.3598	0



Resolution Item No. 3 – Ordinary Resolution

To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors of the Company for the financial year 2022-23.

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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0
Public Institutions	E-Voting	4711287	3327457	70.6273	3327457	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3327457	70.6273	3327457	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	134591828	51999814	38.6352	51997384	2430	99.9953	0.0047	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		51999814	38.6352	51997384	2430	99.9953	0.0047	0
Total		285000000	201024156	70.5348	201021726	2430	99.9988	0.0012	0



Resolution Item No. 4 – Ordinary Resolution

To appoint Shri Suvasish Das (DIN :09826037), as Director on the Board 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		145696885	100.0000	145696885	0	100.0000	0.0000	0
Public Institutions	E-Voting	4711287	2747974	58.3275	2033201	714773	73.9891	26.0109	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2747974	58.3275	2033201	714773	73.9891	26.0109	0
Public Non Institutions	E-Voting	134591828	51999814	38.6352	51996986	2828	99.9946	0.0054	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		51999814	38.6352	51996986	2828	99.9946	0.0054	0
Total		285000000	200444673	70.3315	199727072	717601	99.6420	0.3580	0

