

April 05, 2023

To
BSE Limited
P.J.Towers, Dalal Street
Mumbai – 400 001

To
National Stock Exchange of India Limited
5th Floor, Exchange Plaza, Bandra (E),
Mumbai – 400 051

Scrip Code: 509675

Scrip Symbol: HIL

Sub: Disclosure of Remote e-Voting results of Postal Ballot Notice dated March 3, 2023 & Scrutinizer's Report

Ref: Regulation 44 and other applicable provisions if any of SEBI LODR Regulations 2015

This is with reference to our intimation dated March 3, 2023 about the postal ballot process undertaken by HIL Limited for seeking the approval of the members of the Company in respect of the Special business items as detailed below, by way of remote electronic voting ("e-voting") only.

1. Appointment of Mr. Akshat Seth (DIN: 10039820) as a Director of the Company.
2. Appointment of Mr. Akshat Seth (DIN: 10039820) as the Chief Executive Officer (CEO) and Managing Director (MD) of the Company.
3. To approve HIL Limited Employee Stock Option Scheme 2023.
4. Approval for payment of managerial remuneration in excess of 5% of the net profits of the Company for the financial year 2022-23.

The remote e-voting period commenced from 09.00 am IST on Monday, March 6, 2023 and ended at 5.00 pm IST on Tuesday, April 4, 2023.

Pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Regulations") and the Companies Act, 2013, we wish to inform that the said resolutions have been passed with requisite majority on April 4, 2023.

In this regard, please find enclosed herewith the following:

1. Remote e-Voting results as required under Regulation 44 of the Regulations; and
2. Report of Scrutinizer dated April 5, 2023, pursuant to Section 108 and 110 of the Companies Act, 2013 and read with the Companies (Management and Administration) Rules, 2014.

The e-voting results along with the Scrutinizer's Report will also be available on the Company's website at www.hil.in and on the website of National Securities Depositories Limited at www.evoting.nsdl.com.

Kindly take the same on your records.

Thanking you.

Yours faithfully,
For HIL Limited

Saikat Mukhopadhyay
Chief Financial Officer

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General information about company

Scrip code	509675
NSE Symbol	hil
MSEI Symbol	NOTLISTED
ISIN	INE557A01011
Name of the company	HIL LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	04-04-2023
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Mohit Gujar
Firms Name	P.S. Rao & Associates
Qualification	CS
Membership Number	20557
Date of Board Meeting in which appointed	27-01-2023
Date of Issuance of Report to the company	05-04-2023

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Voting results	
Record date	24-02-2023
Total number of shareholders on record date	41170
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Akshat Seth (DIN: 10039820) 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		3059212	100.0000	3059212	0	100.0000	0.0000
	Poll	3059212						
	Postal Ballot (if applicable)							
	Total	3059212	3059212	100.0000	3059212	0	100.0000	0.0000
Public-Institutions	E-Voting		347959	46.0946	347959	0	100.0000	0.0000
	Poll	754881						
	Postal Ballot (if applicable)							
	Total	754881	347959	46.0946	347959	0	100.0000	0.0000
Public- Non Institutions	E-Voting		266167	7.1526	265084	1083	99.5931	0.4069
	Poll	3721246						
	Postal Ballot (if applicable)							
	Total	3721246	266167	7.1526	265084	1083	99.5931	0.4069
Total		7535339	3673338	48.7481	3672255	1083	99.9705	0.0295
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)**Resolution (2)**

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Appointment of Mr. Akshat Seth (DIN: 10039820) as the Chief Executive Officer (CEO) and Managing Director (MD) 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		3059212	100.0000	3059212	0	100.0000	0.0000
	Poll	3059212						
	Postal Ballot (if applicable)							
	Total	3059212	3059212	100.0000	3059212	0	100.0000	0.0000
Public-Institutions	E-Voting		347959	46.0946	238080	109879	68.4219	31.5781
	Poll	754881						
	Postal Ballot (if applicable)							
	Total	754881	347959	46.0946	238080	109879	68.4219	31.5781
Public- Non Institutions	E-Voting		266123	7.1514	264970	1153	99.5667	0.4333
	Poll	3721246						
	Postal Ballot (if applicable)							
	Total	3721246	266123	7.1514	264970	1153	99.5667	0.4333
Total		7535339	3673294	48.7476	3562262	111032	96.9773	3.0227
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To approve HIL Limited Employee Stock Option Scheme 2023						
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		3059212	100.0000	3059212	0	100.0000	0.0000
	Poll	3059212						
	Postal Ballot (if applicable)							
	Total	3059212	3059212	100.0000	3059212	0	100.0000	0.0000
Public-Institutions	E-Voting		347959	46.0946	239094	108865	68.7133	31.2867
	Poll	754881						
	Postal Ballot (if applicable)							
	Total	754881	347959	46.0946	239094	108865	68.7133	31.2867
Public- Non Institutions	E-Voting		266143	7.1520	263088	3055	98.8521	1.1479
	Poll	3721246						
	Postal Ballot (if applicable)							
	Total	3721246	266143	7.1520	263088	3055	98.8521	1.1479
Total		7535339	3673314	48.7478	3561394	111920	96.9532	3.0468
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Approval for payment of managerial remuneration in excess of 5% of the net profits 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		3059212	100.0000	3059212	0	100.0000	0.0000
	Poll	3059212						
	Postal Ballot (if applicable)							
	Total	3059212	3059212	100.0000	3059212	0	100.0000	0.0000
Public-Institutions	E-Voting		347959	46.0946	347959	0	100.0000	0.0000
	Poll	754881						
	Postal Ballot (if applicable)							
	Total	754881	347959	46.0946	347959	0	100.0000	0.0000
Public- Non Institutions	E-Voting		265993	7.1480	254580	11413	95.7093	4.2907
	Poll	3721246						
	Postal Ballot (if applicable)							
	Total	3721246	265993	7.1480	254580	11413	95.7093	4.2907
Total		7535339	3673164	48.7458	3661751	11413	99.6893	0.3107
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



To
The Chairman,
HIL Limited
Office No. 1 & 2, L7 Floor, SLN Terminus,
Survey no. 133, Near Botanical Gardens, Gachibowli,
Hyderabad-500032

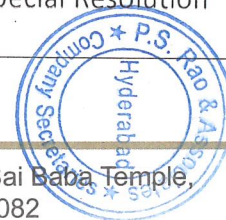
Dear Sir,

Sub: Report of Scrutinizer on Postal Ballot

I, Mohit Gurjar of M/s. P. S. Rao & Associates, Practicing Company Secretaries, having office at Flat No. 10, 4th Floor, Ishwarya Nilayam, Dwarakapuri Colony, Punjagutta, Hyderabad- 500082 had been appointed as the Scrutinizer to conduct the postal ballot process in fair and transparent manner in respect of the Resolutions proposed in the Notice dated March 3rd, 2023 in compliance with the Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 respectively ("MCA Circulars"), in view of the COVID-19 pandemic (collectively the 'MCA Circulars') and do hereby submit my report as under :

The following Resolutions were proposed for the approval of the Shareholders through Postal ballot (E-voting only) Notice dated March 3rd, 2023:

Description of Resolution	Type of Resolution
i. Appointment of Mr. Akshat Seth (DIN: 10039820) as a Director of the Company.	Ordinary Resolution
ii. Appointment of Mr. Akshat Seth (DIN: 10039820) as the Chief Executive Officer (CEO) and Managing Director (MD) of the Company.	Ordinary Resolution
iii. To approve HIL Limited Employee Stock Option Scheme 2023.	Special Resolution



Mohit

iv. Approval for payment of managerial remuneration in excess of 5% of the net profits of the Company for the financial year 2022-23.	Special Resolution
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The notice dated March 3rd, 2023 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company, were sent to the shareholders in respect of the above-mentioned resolutions proposed through email only on Friday, March 3, 2023 in accordance with the MCA Circulars.

A Public Notice with regard to the Postal Ballot Notice was published on Saturday, March 4, 2023 in "Business Standard", English Newspaper (All India edition), and in "Surya", Telugu Newspaper (Hyderabad edition) providing requisite information and contact details of the NSDL for registering email ID and queries on E-voting.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company.

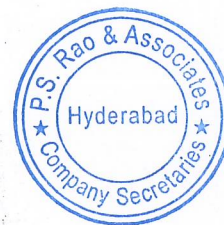
The shareholders of the company holding shares as on the "cut-off date" i.e. February 24th, 2023 were entitled to vote on the resolutions as contained in the Notice.

The e-voting period commenced on Monday, March 6th, 2023 at 09:00 A.M.(IST) and ended on Tuesday, April 4th, 2023 at 05:00 P.M. (IST) and the NSDL e-voting module was disabled thereafter. The votes cast under e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company.

I have scrutinized and reviewed the votes polled through remote e-voting based on the data downloaded from the NSDL e-voting system and maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 as amended.

My responsibility as scrutinizer for remote e-voting is restricted to making a Scrutinizers Report of the votes cast in favor or against the resolutions.

Further I enclose herewith as annexure to the Report the results of the remote e-voting in respect of the said Resolutions.



A handwritten signature in blue ink, appearing to be "P. S. Rao".

I hereby confirm that I am maintaining the Registers received from the Service Provider, in respect of the votes cast through e-voting by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You.

Yours faithfully,

**For P.S.Rao & Associates,
Company Secretaries**



**Mohit Gurjar
Company Secretary
CP No. 18644**



Place: Hyderabad

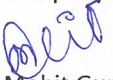
Date: 05.04.2023

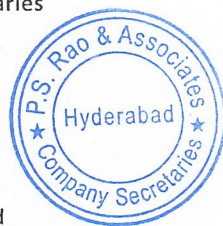
UDIN: A020557E000017391

S.No.	Resolution Description	Mode	Valid Ballots Received	Total Valid Votes	Favor			Against			Invalid		
					Ballots	Votes	% of total valid votes	Ballots	Votes	% of total valid votes	Ballots	Votes	% of total valid votes
1	Appointment of Mr. Akshat Seth (DIN: 10039820) as a Director of the Company	Electronic	274	3673338	257	3672255	99.97	17	1083	0.03	0	0	-
		Total	274	3673338	257	3672255	99.97	17	1083	0.03	0	0	-
2	Appointment of Mr. Akshat Seth (DIN: 10039820) as the Chief Executive Officer (CEO) and Managing Director (MD) of the Company.	Electronic	270	3673294	219	3562262	96.97	51	111032	3.02	0	0	-
		Total	270	3673294	219	3562262	96.97	51	111032	3.02	0	0	-
3	To approve HIL Limited Employee Stock Option Scheme 2023	Electronic	270	3673314	212	3561394	96.95	58	111920	3.05	0	0	-
		Total	270	3673314	212	3561394	96.95	58	111920	3.05	0	0	-
4	Approval for payment of managerial remuneration in excess of 5% of the net profits of the Company for the financial year 2022-23.	Electronic	269	3673164	226	3661751	99.68	43	11413	0.31	0	0	-
		Total	269	3673164	226	3661751	99.68	43	11413	0.31	0	0	-

Result of the Voting: As the number of Votes cast in favour for item no 1 & 2 is more than the votes cast against and the votes cast in favour of item no 3&4 are more than three times the votes cast against, I report that the resolutions proposed in the Postal Ballot Notice dated 03rd March, 2023 has been passed with requisite majority. The Resolution is deemed as passed on the last date of voting that is Tuesday, April 4, 2023.

For P.S.Rao & Associates
Company Secretaries


Mohit Gurjar
Partner
CP No. 18644



Place: Hyderabad
Date: 05th April, 2023
UDIN: A020557E000017391