



October 1, 2013

- 1 The Manager, Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400 051
(Company Code : HINDMOTORS)
- 2 Corporate Relationship Dept.
BSE Limited
1st floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort
Mumbai - 400 001
(Company Code : 500500)
- 3 The Secretary
The Calcutta Stock Exchange Limited,
7 Lyons Range
Kolkata - 700 001
(Company Code : 1000012)

Dear Sirs

Sub: Result of Postal Ballot/E-Voting for approval of Scheme of Arrangement for Demerger

In terms of clause 5.16 of Securities and Exchange Board of India (SEBI) Circular No. CIR/CFD/DIL/5/2013 dated 4th February, 2013, as replaced and clarified by SEBI Circular No. CIR/CFD/DIL/8/2013 dated 21st May, 2013, Resolution approving the Scheme of Arrangement between Hindustan Motors Limited and Hindustan Motor Finance Corporation Limited and their respective shareholders was put to vote by Postal Ballot/E-Voting and duly passed pursuant to Notice of Postal Ballot dated 26th August, 2013. The Resolution was duly approved by majority of the public shareholders (other than Promoters and Promoter Group) in terms of the said circular. The result of Postal Ballot is enclosed herewith as Annexure A. Disclosure as regards result of Postal Ballot pursuant to Clause 35A of the Listing Agreement is also enclosed herewith as Annexure B.

The Scheme has also been duly approved by requisite majority of shareholders of the Company at their meeting held on 23 September, 2013 pursuant to orders of the Hon'ble High Court at Calcutta.

Thanking you,

Yours faithfully
For Hindustan Motors Limited

Yogesh Goenka
Chief Financial Officer and
Company Secretary

Encl : As above



Annexure A

RESULT OF POSTAL BALLOT/E-VOTING

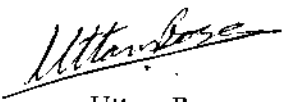
Approval of members in terms of clause 5.16 of Securities and Exchange Board of India (SEBI) Circular No.CIR/CFD/DIL/5/2013 dated 4th February, 2013 as replaced and clarified by SEBI Circular No. CIR/CFD/DIL/8/2013 dated 21st May, 2013, was sought by Postal Ballot/E-Voting in respect of the Resolution for approving the Scheme of Arrangement between Hindustan Motors Limited and Hindustan Motor Finance Corporation Limited and their respective shareholders.

Shri B. P. Dhanuka, a Practicing Company Secretary, who is Scrutinizer of the Postal Ballot has submitted his report dated 1st October, 2013. The Result of the Postal Ballot declared on the same day at the Registered Office of the Company was as follows:-

Promoter/ Public	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	67473254	Did not participate					
Public - Institutional holders	10065432	9683491	96.205	9683491	0	100.000	0.000
Public-Others	107233307	6560810	6.118	6481649	79161	98.793	1.207
Total	184771993	16244301	8.792	16165140	79161	99.513	0.487

Accordingly, the above Resolution has been duly approved by requisite majority of the shareholders in terms of the aforesaid SEBI Circular.

Yours faithfully
For Hindustan Motors Limited


 Uttam Bose
 Managing Director

Place : Kolkata

Date: 1st October, 2013



Annexure B

In terms of Clause 35A of the Listing Agreement the details of business transacted by the Company through Postal Ballot (including electronic voting) are given below:

Date of declaration of result for Postal Ballot	:	1 st October, 2013
Total number of shareholders on record date	:	There was no requirement of Record Date. Notices were sent to 140040 Members whose name(s) appeared on the Register of Members as on 16 th August, 2013.

Sl. No.	Details of the Agenda	Resolution required (Ordinary/ Special)	Mode of voting (Show of hands/Poll/ Postal ballot /E-Voting)
1	Approval to Scheme of Arrangement between Hindustan Motors Limited and Hindustan Motor Finance Corporation Limited and their respective Shareholders	Requisite majority as per clause 5.16 of Securities and Exchange Board of India (SEBI) Circular No. CIR/CFD/DIL/5/2013 dated 4 th February, 2013 as replaced and clarified by SEBI Circular No. CIR/CFD/DIL/8/2013 dated 21 st May, 2013,	Postal Ballot including E-Voting

In case of Poll/Postal Ballot/E-voting:

Promoter/ Public	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	67473254	Did not participate					
Public - Institutional holders	10065432	9683491	96.205	9683491	0	100.000	0.000
Public-Others	107233307	6560810	6.118	6481649	79161	98.793	1.207
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