



The Indian Hume Pipe Co. Ltd.

Registered Office : Construction House, 5, Waichand Hirachand Road, Ballard Estate, Mumbai - 400 001. INDIA
Tel.: +91-22-22618091, +91-22-40748181 • Fax: +91-22-22656663 • E-mail: info@indianhumpipe.com • Visit us at : www.indianhumpipe.com
CIN : L51500MH1926PLC001255

HP/SEC/

28th July, 2016

By online filing

- | | |
|---|---|
| 1. BSE Ltd.
Corporate Relationship Department,
1 st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai - 400 001 | 2. National Stock Exchange of India Ltd.
Exchange Plaza, 5 th floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East),
Mumbai - 400 051 |
|---|---|

Dear Sirs,

Sub : Disclosure of outcome of the 90th Annual General Meeting (AGM) as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter 'SEBI Listing Regulations') along with Disclosure of Voting Results at the said AGM of the Company held on 27th July, 2016, as per the requirements of Regulation 44(3) of the SEBI Listing Regulations

At the 90th Annual General Meeting held on Wednesday, 27th July, 2016 at 4.00 p.m. at Waichand Hirachand Hall, Indian Merchants' Chamber Building, Indian Merchants' Chamber Marg, Churchgate, Mumbai - 400 020, all the 8 items of business in the Notice of the AGM as below were approved by the shareholders with requisite majority.

Resolution No.1 Ordinary Resolution for adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors for the year ended 31st March, 2016.

Resolution No.2 Ordinary Resolution for confirmation of payment of Interim Dividend as final Dividend for the financial year ended 31st March, 2016 on Equity Shares of the Company.

Resolution No.3 Ordinary Resolution for re-appointment of Mr. Mayur R. Doshi (DIN 00250358) who retires by rotation and being eligible offers himself for re-appointment.

Resolution No.4 Ordinary Resolution under Section 139 of the Companies Act, 2013 for ratification of appointment of M/s. K. S. Aiyar & Co., Chartered Accountants, as Statutory Auditors of the Company for the financial year 2016-17 and fixing their remuneration.

Resolution No.5 Ordinary Resolution pursuant to Sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013 for re-appointment of Mr. Mayur R. Doshi as Executive Director of the Company w.e.f. 1st April, 2016 to 30th June, 2019.

Resolution No.6 Ordinary Resolution authorising Board of Directors to appoint Branch Auditors for the financial year 2016-17.

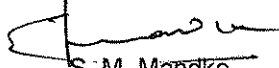
Resolution No.7 Special Resolution for adoption of set of Articles of Association in substitution and to the entire exclusion of the existing Articles of Association of the Company.

Resolution No.8 Ordinary Resolution under Section 148 of the Companies Act, 2013 for ratifying the remuneration of Mr. Vikas Vinayak Deodhar, Cost Accountant, Mumbai as Cost Auditor of the Company for the financial year 2016-17.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For The Indian Hume Pipe Company limited,


S. M. Mandke
Company Secretary





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CIN : L51500MH1926PLC001255

Details of Voting Results

Date of the AGM	:	27 th July, 2016
Total No. of Shareholders as on Cut-off date i.e.20 th July, 2016 (Cut-off date for the purpose of voting)	:	11,426
No. of Shareholders present in the meeting either in person or through proxy	:	
Promoters and Promoter Group	:	9
Public	:	101
No. of Shareholders attended the meeting through Vedio Conferencing	:	} Not arranged
Promoters and Promoter Group	:	
Public	:	

Agenda-wise



The Indian Hume Pipe Company Limited

1 - Ordinary Resolution for adoption of Audited Financial Statements, including the Audited Balance Sheet as at 31st March, 2016, the Statement of Profit & Loss Account, Cash Flow Statement, Reports of the Board of Directors and Auditors of the Company for the year ended 31st March, 2016.

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
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	16937385	16937385	100.00	16937385	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	16937385	16937385	100.00	16937385	0	100.00	0.00
Public Institutions	E-Voting		1173920	94.25	1173920	0	100.00	0.00
	Poll	1245590	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	1245590	1173920	94.25	1173920	0	100.00	0.00
Public Non Institutions	E-Voting		7296	0.12	7296	0	100.00	0.00
	Poll	6040610	518412	8.58	518412	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	6040610	525708	8.70	525708	0	100.00	0.00
Total		24223585	18637013	76.94	18637013	0	100.00	0.00



The Indian Hume Pipe Company Limited

Resolution Required : (Ordinary)

2 - Ordinary Resolution for confirmation of payment of Interim Dividend as final Dividend for the financial year ended 31st March, 2016 on Equity Shares of the Company.

Whether promoter/ promoter group are interested in the agendal/resolution? - No

Category	Mode of Voting	No. of shares held	No. of votes polled	No. of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	16937385	16937385	100.00	16937385	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16937385	100.00	16937385	0	100.00	0.00
Public Institutions	E-Voting		1173920	94.25	1173920	0	100.00	0.00
	Poll	1245590	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1173920	94.25	1173920	0	100.00	0.00
Public Non Institutions	E-Voting		7321	0.12	7321	0	100.00	0.00
	Poll	6040610	518412	8.58	518412	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		525733	8.70	525733	0	100.00	0.00
Total		24223585	18637038	76.94	18637038	0	100.00	0.00



The Indian Hume Pipe Company Limited

Resolution Required : (Ordinary)

3 - Ordinary Resolution for re-appointment of Mr. Mayur R. Doshi (DIN 00250358) who retires by rotation and being eligible offers himself for re-appointment.

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

Category	Mode of Voting	No. of shares held	No. of votes polled	No. 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
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	16937385	16937385	100.00	16937385	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16937385	100.00	16937385	0	100.00	0.00
Public Institutions	E-Voting		1173920	94.25	72000	1101920	6.13	93.87
	Poll	1245590	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1173920	94.25	72000	1101920	6.13	93.87
Public Non Institutions	E-Voting		7321	0.12	7321	0	100.00	0.00
	Poll	6040610	518412	8.58	518412	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		525733	8.70	525733	0	100.00	0.00
Total		24223585	18637038	76.94	17535118	1101920	94.09	5.91

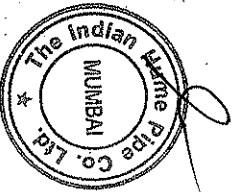


The Indian Hume Pipe Company Limited

4 - Ordinary Resolution under Section 139 of the Companies Act, 2013 for ratification of re-appointment of M/s. K. S. Aiyar & Co., Chartered Accountants, as Statutory Auditors of the Company for the financial year 2016-17 and fixing their remuneration.

Resolution Required : (Ordinary)
Whether promoter/ promoter group are interested in the agenda/resolution? - No

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	16937385	16937385	100.00	16937385	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16937385	100.00	16937385	0	100.00	0.00
Public Institutions	E-Voting		1173920	94.25	1173920	0	100.00	0.00
	Poll	1245590	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1173920	94.25	1173920	0	100.00	0.00
Public Non Institutions	E-Voting		7321	0.12	7321	0	100.00	0.00
	Poll	6040610	518412	8.58	518412	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		525733	8.70	525733	0	100.00	0.00
Total		24223585	18637038	76.94	18637038	0	100.00	0.00



The Indian Hume Pipe Company Limited

5 - Ordinary Resolution pursuant to Sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013 for re-appointment of Mr. Mayur R. Doshi as Executive Director of the Company w.e.f. 1st April, 2016 to 30th June, 2019.

Resolution Required : (Ordinary)
Whether promoter/ promoter group are interested in the agenda/resolution? - Yes

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
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	16937385	16937385	100.00	16937385	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16937385	100.00	16937385	0	100.00	0.00
Public Institutions	E-Voting		1173920	94.25	72000	1101920	6.13	93.87
	Poll	1245590	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1173920	94.25	72000	1101920	6.13	93.87
Public Non Institutions	E-Voting		7321	0.12	7321	0	100.00	0.00
	Poll	6040610	518412	8.58	518412	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		525733	8.70	525733	0	100.00	0.00
Total		24223585	18637038	76.94	17535118	1101920	94.09	5.91



The Indian Hume Pipe Company Limited

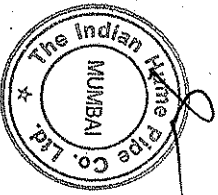
Resolution Required : (Ordinary)

6 - Ordinary Resolution authorising Board of Directors to appoint Branch Auditors for the financial year 2016-17.

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

- No

Category	Mode of Voting	No. of shares held	No. of votes polled	No. of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	16937385	16937385	100.00	16937385	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16937385	100.00	16937385	0	100.00	0.00
Public Institutions	E-Voting		1173920	94.25	72000	1101920	6.13	93.87
	Poll	1245590	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1173920	94.25	72000	1101920	6.13	93.87
Public Non Institutions	E-Voting		7321	0.12	7321	0	100.00	0.00
	Poll	6040610	518412	8.58	518412	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		525733	8.70	525733	0	100.00	0.00
Total		24223585	18637038	76.94	17535118	1101920	94.09	5.91



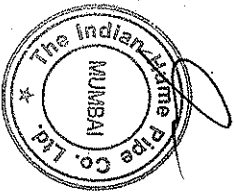
Resolution Required : (Special)

The Indian Hume Pipe Company Limited

7 - Special Resolution under Section 14 of the Companies Act, 2013 for adoption of set of Articles of Association in substitution and to the entire exclusion of the existing Articles of Association 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	[3]=([2]/[1])**100 % of Votes Polled on outstanding shares	[4] No. of Votes - in favour	[5] No. of Votes -Against	[6]=([4]/[2])**100 % of Votes in favour on votes polled	[7]=([5]/[2])**100 % of Votes against on votes polled
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	16937385	16937385	100.00	16937385	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16937385	100.00	16937385	0	100.00	0.00
Public Institutions	E-Voting		1173920	94.25	72000	1101920	6.13	93.87
	Poll	1245590	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1173920	94.25	72000	1101920	6.13	93.87
Public Non Institutions	E-Voting		7321	0.12	7321	0	100.00	0.00
	Poll	6040610	518412	8.58	518412	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		525733	8.70	525733	0	100.00	0.00
Total		24223585	18637038	76.94	17535118	1101920	94.09	5.91



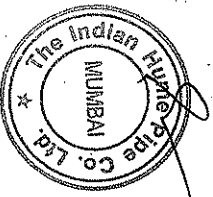
The Indian Hume Pipe Company Limited

8 - Ordinary Resolution under Section 148 of the Companies Act, 2013 for ratifying the remuneration of Mr. Vikas Vinayak Deodhar, Cost Accountant, Mumbai as Cost Auditor of the Company For the Financial year 2016-17.

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

- No

Category	Mode of Voting	No. of shares held	No. of votes polled	No. of Votes Polled on outstanding shares [3]={2/[1]}*100	No. of Votes in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	16937385	16937385	100.00	16937385	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16937385	100.00	16937385	0	100.00	0.00
Public Institutions	E-Voting		1173920	94.25	1173920	0	100.00	0.00
	Poll	1245590	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1173920	94.25	1173920	0	100.00	0.00
Public Non Institutions	E-Voting		7321	0.12	7321	0	100.00	0.00
	Poll	6040610	518412	8.58	518412	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		525733	8.70	525733	0	100.00	0.00
Total		24223585	18637038	76.94	18637038	0	100.00	0.00





SCRUTINIZER'S REPORT

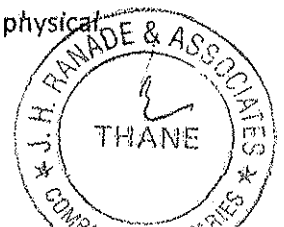
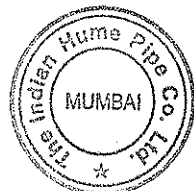
**[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the
Companies (Management and Administration) Rules, 2014]**

To

The Chairman of 90th Annual General Meeting of the Members of THE INDIAN HUME PIPE COMPANY LIMITED (the Company) held on Wednesday, 27th July, 2016 at 4.00 p.m. at Walchand Hirachand Hall, Indian Merchants' Chamber Building, 4th Floor, Indian Merchants' Chamber Marg, Churchgate, Mumbai 400020.

Dear Sir,

1. I, J. H. Ranade, Practicing Company Secretary and Proprietor of M/S J. H. Ranade & Associates, have been appointed by the Board of Directors of THE INDIAN HUME PIPE COMPANY LIMITED (the Company) as a Scrutinizer for the purpose of scrutinizing the Remote e-voting and physical voting process and ascertaining the requisite majority on Remote e-voting and physical voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice of 90th Annual General Meeting (AGM) of the members of the Company held on 27th day of July, 2016 at Walchand Hirachand Hall, Indian Merchants' Chamber Building, 4th Floor, Indian Merchants' Chamber Marg, Churchgate, Mumbai 400020.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic and physical means on the resolutions contained in the notice to the AGM of members of the Company. My responsibility as a Scrutinizer for the Remote e-voting and physical





voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the remote E-voting report generated from the website of National Securities Depository (India) Limited, and physical ballot report generated by M/s. Link Intime India Pvt. Ltd., Registrar and Transfer Agents, engaged by the Company.

The notice contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20.

The Company had extended voting facility by physical ballots at Annual general meeting to those shareholders who have not voted electronically.

3. Further to the above, I submit my report as under :-

- i. The remote e-voting remained open from Saturday 23rd July, 2016 (9.00 am) to Tuesday 26th July, 2016 (5.00 pm) both days inclusive.
- ii. The members of the Company as on the "cut-off" date i.e. Wednesday 20th July, 2016 were entitled to vote on the resolutions (items no. 1 to 8 as set out in the notice of the 90th AGM of the Company).
- iii. The votes cast were unblocked on 27th July, 2016 after conclusion of the Annual General Meeting in the presence of 2 witnesses, Mr. Sohan Ranade and Ms. Tejaswi Zope who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
- iv. Thereafter, the details containing inter alia, list of Equity Share Holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the



MRS

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e-voting website of National Securities Depository (India) Limited i.e. www.evoting.nsdl.com and based on such report and physical ballot report generated by M/s. Link Intime India Pvt. Ltd., Registrar and Transfer Agents, the result of the Remote e-voting and physical voting is as under:-

ORDINARY BUSINESS:

Item No. 1 Ordinary Resolution:

Adoption of Audited Financial Statements, report of the Board of Directors and Auditors for the year ended 31st March 2016.

Manner of Voting	For	%	Against	%	Abstained/ invalid
Remote E-voting	11,81,216	100	0	-	25
Physical Ballots at AGM	1,74,55,797	100	0	-	50
Total	1,86,37,013	100	0	-	75

The resolution was passed with requisite majority.

Item No. 2 Ordinary Resolution:

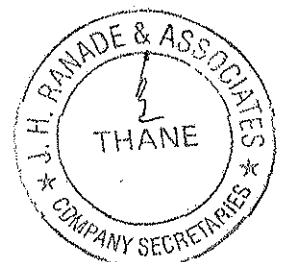
Confirmation of payment of Interim Dividend as Final Dividend for the F. Y. ended on 31st March, 2016.

Manner of Voting	For	%	Against	%	Abstained/ invalid
Remote E-voting	11,81,241	100	0	0	0
Physical Ballots at AGM	1,74,55,797	100	0	0	50
Total	1,86,37,038	100	0	0	50

The resolution was passed with requisite majority.



MLO





Item No. 3 Ordinary Resolution:

Re-appointment of Mr. Mayur R. Doshi as Director who retires by rotation:

Manner of Voting	For	%	Against	%	Abstained/ invalid
Remote E-voting	79,321	6.72	11,01,920	93.28	0
Physical Ballots at AGM	1,74,55,797	100	0	0	50
Total	1,75,35,118	94.09	11,01,920	5.91	50

The resolution was passed with requisite majority.

Item No. 4 Ordinary Resolution

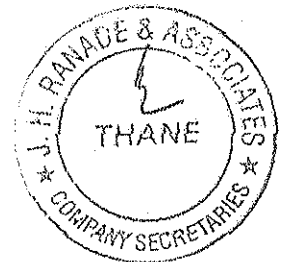
Ratification of appointment of M/s. K.S. Aiyar & Co., Chartered Accountants, Mumbai as Statutory Auditors for Financial year 2016-17

Manner of Voting	For	%	Against	%	Abstained/ invalid
Remote E-voting	11,81,241	100	0	0	0
Physical Ballots at AGM	1,74,55,797	100	0	0	50
Total	1,86,37,038	100	0	0	50

The resolution was passed with requisite majority.



MRO





SPECIAL BUSINESS:

Item No. 5 Ordinary Resolution

Re-appointment of Mr. Mayur R. Doshi as the Executive Director of the Company for the period from 1st April, 2016 to 30th June, 2019

Manner of Voting	For	%	Against	%	Abstained/ invalid
Remote E-voting	79,321	6.72	11,01,920	93.28	0
Physical Ballots at AGM	1,74,55,797	100	0	0	50
Total	1,75,35,118	94.09	11,01,920	5.91	50

The resolution was passed with requisite majority.

Item No. 6 Ordinary Resolution:

Appointment of Branch Auditors for the Financial Year 2016-17.

Manner of Voting	For	%	Against	%	Abstained/ invalid
Remote E-voting	79,321	6.72	11,01,920	93.28	0
Physical Ballots at AGM	1,74,55,797	100	0	0	50
Total	1,75,35,118	94.09	11,01,920	5.91	50

The resolution was passed with requisite majority.

Item No. 7 Special Resolution

Adoption of new set of Articles of Association in substitution of the existing Articles of Association.

Manner of Voting	For	%	Against	%	Abstained/ invalid
Remote E-voting	79,321	6.72	11,01,920	93.28	0
Physical Ballots at AGM	1,74,55,797	100	0	0	50
Total	1,75,35,118	94.09	11,01,920	5.91	50

The resolution was passed with requisite majority.



MRS





Item No. 8 Ordinary Resolution

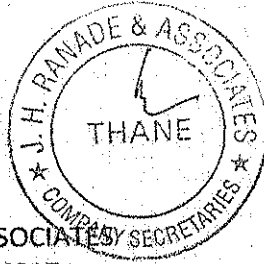
Ratification of remuneration of Mr. Vikas Vinayak Deodhar, Cost Accountant Mumbai as Cost Auditor of the Company for the financial year 2016-17.

Manner of Voting	For	%	Against	%	Abstained/ invalid
Remote E-voting	11,81,241	100	0	0	0
Physical Ballots at AGM	1,74,55,797	100	0	0	50
Total	1,86,37,038	100	0	0	50

The resolution was passed with requisite majority.

Thanking you,
Yours faithfully,

J. H. RANADE
PROPRIETOR
J. H. RANADE & ASSOCIATES
MEMBERSHIP NO. 4317
COP NO. 2520



Place : Thane
Date: 28th July, 2016

For THE INDIAN HUME PIPE CO. LTD.

Mayur R. Doshi
EXECUTIVE DIRECTOR

28-07-2016



Tejaswini Zope

Sohan Ranade