

Himatsingka Seide Limited

10/24, Kumara Krupa Road, High Grounds, Bangalore - 560 001, India.

Ref: SEC:0001:2:0758:KGN

September 19, 2016

Listing Department
Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051

Dear Sirs,

Sub: Compliance of Regulation 44(3) of SEBI (LODR), Regulation 2015.

Pursuant to Regulation 44(3) of SEBI (LODR), 2015, we are forwarding the voting results of 31st Annual General Meeting of the Company.

Agenda-wise details of voting results and Scrutinizers report thereon are attached herewith.

Thanking You,

Yours Faithfully,
For Himatsingka Seide Limited


Ashok Sharma
Vice President- Treasury, Taxation
& Company Secretary



Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

**The Chairman,
Himatsingka Seide Limited**

31st Annual General Meeting of the Members of Himatsingka Seide Limited held on Saturday, 17th September, 2016 at The Lalit Ashok, Bangalore at 2.00 PM.

Dear Sir,

I, Prakash Kamath, Practicing Company Secretary, Bangalore, appointed by the Board of Directors of Himatsingka Seide Limited (the Company) through their resolution dated August 10, 2016 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the electronic voting process and in respect of the Resolutions proposed at the 31st Annual General Meeting of the Company, do hereby submit my report as follows:-

1. The Company has completed the dispatch of notice on August 22, 2016, to its members whose name(s) appeared on the Register of Members / list of beneficiaries as well as electronically to all those members who had registered their email ids with the Company.
2. Particulars of electronic votes as reported by Karvy Computershare Private Limited (KARVY), agency facilitating e-voting platform have been entered in register separately maintained for the purpose.
3. In case of e-voting members' demographic details, their voting rights and voting patterns were provided by KARVY.
4. The votes if any cast by Member(s) both in Physical and Electronically having been identified and in terms of the said notice dated August 10, 2016, votes cast through physical ballot forms were considered valid.
5. All electronic votes received upto to the close of working hours (i.e. 17 hours) Friday, September 16, 2016, the last date and time fixed by the Company for receipt of electronic votes, were considered for my scrutiny alongwith the votes cast physically at the AGM venue before 4.00 PM on Saturday September 17, 2016.
6. The e-voting services were provided by Karvy Computershare Private Limited.



7. Voting rights were reckoned on the paid-up value of shares registered in the names of the Members as on September 09, 2016.
8. The period for e-voting started at 9.00 A.M. on Monday, September 12, 2016, and ended at 5.00 P.M. on Friday, September 16, 2016.
9. The electronic votes cast were unblocked on 17th September, 2016 at 3.26 PM and physical votes from ballot boxes at 4.00 pm. On 17th September 2016 in the presence of two witnesses, Ms. Reena Edwards and Ms. B K Sarvamangala, both of whom are not in the employment of the Company.
10. Based on the report generated from Karvy Computershare Private Limited's e-voting website www.evoting.karvy.com the results of e-voting are as under:
11. The voting results were as under:

ORDINARY BUSINESS

Item No. 1 – Ordinary Resolution

Consideration and adoption of the financial statements including the consolidated financial statements of the Company for the Financial year ended 31st March, 2016, and the Reports of the Directors and Auditors thereon

	Number of Members who voted	Number of Shares for which vote cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	160	67064217	100
Voted against the resolution	1	1	0
Invalid votes	10	2069	0



Item No. 2 – Ordinary Resolution

Confirmation of payment of Interim Dividend of Rs.1/- per equity shares and declaration of Final Dividend of Rs.1.50/- per equity share for the financial year ended 31st March, 2016

	Number of Members who voted	Number of Shares for which vote cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	160	67105868	100
Voted against the resolution	1	1	0
Invalid votes	10	2069	0

Item No. 3 – Ordinary Resolution

Election of Director in place of Mr. Aditya Himatsingka (DIN 00138970) who retires by rotation and being eligible offers himself for re-election

	Number of Members who voted	Number of Shares for which vote cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	102	60674617	90.4165
Voted against the resolution	58	6431052	9.5835
Invalid votes	11	2269	0

Item No. 4 – Ordinary Resolution

Ratification of appointment of Auditors M/s.Deloitte Haskins&Sells, Chartered Accountants, till the conclusion of the 32ndAGM subject to ratification at every AGM and authorising the Board of Directors of the Company and to fix their remuneration

	Number of Members who voted	Number of Shares for which vote cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	153	67073851	100
Voted against the resolution	2	13	0
Invalid votes	15	5505	0



SPECIAL BUSINESS

Item No. 5 – Ordinary Resolution

Change in Designation and revision of remuneration of Mr. D K Himatsingka (DIN 00139516) as an Executive Chairman of the Company, liable to retire by rotation for a period upto March 31, 2019 with effect from 21st May, 2016

	Number of Members who voted	Number of Shares for which vote cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	154	67076781	99.9997
Voted against the resolution	4	184	0.0003
Invalid votes	12	2404	0

Item No. 6 – Ordinary Resolution

Change in designation and revision in remuneration of Mr. Shrikant Himatsingka (DIN 00122103) as Managing Director & CEO of the Company not liable to retire by rotation, with effect from May 21st 2016 to June 02, 2018.

	Number of Members who voted	Number of Shares for which vote cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	144	65229320	97.2455
Voted against the resolution	14	1847645	2.7545
Invalid votes	12	2404	0



Item No. 7 – Ordinary Resolution

Revision of Remuneration of Mr. Aditya Himatsingka (DIN 00138970) Executive Director of the Company liable to retire by rotation with effect from 21st May, 2016 to June 01, 2019.

	Number of Members who voted	Number of Shares for which vote cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	107	61163556	91.184
Voted against the resolution	52	5913544	8.816
Invalid votes	11	2269	0

Item No. 8 – Ordinary Resolution

Appointment of Mr. V Vasudevan(DIN 07521742) as Whole Time Director of the Company liable to retire by rotation, for a period of 5 years with effect from May 21, 2016

	Number of Members who voted	Number of Shares for which vote cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	104	61355166	91.4306
Voted against the resolution	56	5750568	8.5694
Invalid votes	11	2204	0

Item No. 9 – Ordinary Resolution

Appointment of Mrs. Sangeeta Kulkarni (DIN: 01690333) as an Independent Director of the Company not liable to retire by rotation, for a period of 5 years with effect May 21, 2016 upto May 20th 2021.

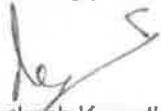
	Number of Members who voted	Number of Shares for which vote cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	158	67104547	99.999
Voted against the resolution	3	1322	0.002
Invalid votes	10	2069	0

Taking into consideration of the net valid votes, I report that all the resolution(s) as set out in the Notice dated 10th August, 2016 have been passed by the Members with requisite majority.



You may accordingly declare the results of the electronic and physical voting.

Thanking you,



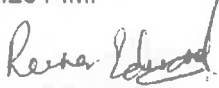
Prakash Kamath
(SCRUTINIZER)



Place: Bangalore

Date: 19.09.2016

We, the undersigned, have witnessed that the votes were unblocked from Karvy Computershare Private Limited's e-voting website www.evoting.karvy.com in our presence on Saturday, 17th September, 2016 at 3.26 P.M.



Name: Reena Edwards
Address: #33, Shreyas, 1st Floor
3rd Main, Domlur 2nd Stage
Bangalore 560071



Name: B K Sarvamangala
Address: #33, Shreyas, 1st Floor
3rd Main, Domlur 2nd Stage
Bangalore 560071



HIMATSIKKA SEIDE LIMITED	
Date of the AGM/EGM	17-09-2016
Total number of shareholders on record date	21967
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	7
Public:	185
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

ORDINARY - Adoption of financial statements (including consolidated financial statements) of the Company for the financial year ended March 31, 2016 and Reports of the Board of Directors and Auditors Report thereon.								
Resolution required: (Ordinary/ Special)	Yes							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	54334595	53191279	97.8958	53191279	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	15099141	11488973	76.0902	11488973	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	29023424	2366317	8.1531	2366316	1	99.9999	0.0000
	Poll		17649	0.0608	17649	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	98457160	67064218	68.1151	67064217	1	100.0000	0.0000

ORDINARY - To approve the payment of Interim Dividend and to declare Final Dividend for the financial year ended March 31, 2016								
Resolution required: (Ordinary/ Special)	Yes							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	54334595	53191279	97.8958	53191279	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000

	E-Voting	15099141	11530624	76.3661	11530624	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	29023424	2366317	8.1531	2366316	1	99.9999	0.0000
	Poll		17649	0.0608	17649	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	Total	98457160	67105869	68.1574	67105868	1	100.0000	0.0000

ORDINARY - Re-appointment of Mr. Aditya Himatsingka, Director retiring by rotation, has offered himself for re-appointment								
Resolution required: (Ordinary/ Special)	Yes							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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
	E-Voting	54334595	53191279	97.8958	53191279	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Promoter and Promoter Group	E-Voting	15099141	11530624	76.3661	5099723	6430901	44.2276	55.7723
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	29023424	2366317	8.1531	2366316	1	99.9999	0.0000
	Poll		17449	0.0601	17299	150	99.1403	0.8596
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	Total	98457160	67105669	68.1572	60674617	6431052	90.4165	9.5835





ORDINARY - Ratification of the appointment of Auditors of the Company									
Resolution required: (Ordinary/ Special)	Yes	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	
Whether promoter/ promoter group are interested in the agenda/resolution?	Mode of Voting								
Category									
Promoter and Promoter Group	E-Voting	54334595	53191279	97.8958	53191279	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	15099141	11502055	76.1769	11502055	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	29023424	2366317	8.1531	2366316	1	99.9999	0.0000	
	Poll		14213	0.0490	14201	12	99.9155	0.0844	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Total		98457160	67073864	68.1249	67073851	13	100.0000	0.0000	

ORDINARY - To approve change in designation and revision of remuneration of Mr. D.K. Himatsingka (DIN No: 00139516)									
Resolution required: (Ordinary/ Special)	Yes	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	
Whether promoter/ promoter group are interested in the agenda/resolution?	Mode of Voting								
Category									
Promoter and Promoter Group	E-Voting	54334595	53191279	97.8958	53191279	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	15099141	11502055	76.1769	11502055	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	29023424	2366317	8.1531	2366295	22	99.9990	0.0009	
	Poll		17314	0.0597	17152	162	99.0643	0.9356	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Total		98457160	67076955	68.1281	67076781	184	99.9997	0.0003	



ORDINARY - To approve change in designation and revision of remuneration of Mr. Shrikant Himatsingka (DIN No: 00122103)									
Resolution required: (Ordinary/ Special)	Yes	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	
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting								
Promoter and Promoter Group	E-Voting	54334595	53191279	97.8958	53191279	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	15099141	11502055	76.1769	9654582	1847473	83.9378	16.0621	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	29023424	2366317	8.1531	2366295	22	99.9990	0.0009	
	Poll		17314	0.0597	17164	150	99.1336	0.8663	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Total		98457160	67076965	68.1281	65229320	1847645	97.2455	2.7545	

ORDINARY - To approve revision of remuneration of Mr. Aditya Himatsingka (DIN No: 00138970)									
Resolution required: (Ordinary/ Special)	Yes	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	
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting								
Promoter and Promoter Group	E-Voting	54334595	53191279	97.8958	53191279	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	15099141	11502055	76.1769	5588683	5913372	48.5885	51.4114	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	29023424	2366317	8.1531	2366295	22	99.9990	0.0009	
	Poll		17449	0.0601	17299	150	99.1403	0.8596	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Total		98457160	67077100	68.1282	61163556	5913544	91.1840	8.8160	



ORDINARY - To appoint Mr. V. Vasudevan (DIN No: 07521742) as Whole time Director									
Resolution required: (Ordinary/ Special)	Yes	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	
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting								
Promoter and Promoter Group	E-Voting	54334595	53191279	97.8958	53191279	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	15099141	11530624	76.3661	5781357	5749267	50.1391	49.8608	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	29023424	2366317	8.1531	2365016	1301	99.9450	0.0549	
	Poll		17514	0.0603	17514	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Total		98457160	67105734	68.1573	61355166	5750568	91.4306	8.5694	

ORDINARY - To appoint Mrs. Sangeta Kulkarni (DIN No: 01690333) as an Independent Director									
Resolution required: (Ordinary/ Special)	Yes	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	
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting								
Promoter and Promoter Group	E-Voting	54334595	53191279	97.8958	53191279	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	15099141	11530624	76.3661	11530624	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	29023424	2366317	8.1531	2364995	1322	99.9441	0.0558	
	Poll		17649	0.0608	17649	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Total		98457160	67105869	68.1574	67104547	1322	99.9980	0.0020	