

### The Indian Hume Pipe Co. Ltd.

Registered Office : Construction House, 5, Walchard Hirachard Road, Ballard Estate, Mumbai - 400 001. INDIA Tel.:+91-22-22618091,+91-22-40748181 • Fax:+91-22-22656863 • E-mail: info@indlanhumepipe.com • Visit us at: www.indianhumepipe.com CIN: L51500MH1926PLC001255

11th July, 2017

### HP/SEC/1263

1. BSE Ltd. Corporate Relationship Department, 1st Floor, New Trading Ring, Rotunda Building, P. J. Towers, Dalai Street, Fort, Mumbai - 400 001

2. National Stock Exchange of India Ltd. Exchange Plaza, 5th floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051

Dear Sirs,

Disclosure of outcome of the 91st Annual General Meeting as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Sub: Regulations) along with Disclosure of Voting Results at the said AGM of the Company held on 10<sup>th</sup> July, 2017, as per Regulation 44(3) of the SEBI Listing Regulations.

1) At the 91st Annual General Meeting (AGM) held on Monday, 10th July, 2017 at 3.00 p.m. at Walchand Hirachand Hall, Indian Merchants' Chamber Building, Indian Merchants' Chamber Marg, Churchgate, Mumbai - 400 020, all the 11 items of businesses (Resolutions) contained in the Notice dated 18th May, 2017 of the 91st AGM as given below were passed by the shareholders with requisite majority.

Resolution No.1: Ordinary Resolution for adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2017 including the Audited Balance Sheet as at 31st March, 2017 and the Statement of Profit & Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Resolution No.2: Ordinary Resolution for confirmation of payment of Interim Dividend paid on 21st February, 2017 on enhanced share capital and payment of final Dividend of ₹ 2.40 per equity share of the face value of ₹ 2/- each (120%) for the financial year ended 31<sup>st</sup> March, 2017 on enhanced share capital. The same will be paid to those shareholders, whose names stand on the Register of Members of the Company as on 30<sup>th</sup> June, 2017.

Resolution No.3: Ordinary Resolution for re-appointment of Ms. Anima B. Kapadia (DIN 00095831) who retires by rotation and being eligible offers herself for re-appointment.

Resolution No.4: Ordinary Resolution under Section 139 of the Companies Act, 2013 and the Rules thereunder for appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, Mumbai ICAI Firm Registration No.117366W/W-100018, as Statutory Auditors of the Company in place of the retiring auditors M/s. K. S. Aiyar & Co. Chartered Accountants, Mumbai Firm Registration No.100186W who have completed their terms as Statutory Auditors of the Company and are required to be rotated as per provisions of the Companies Act, 2013 and the Rules thereunder from the conclusion of 91st AGM till the conclusion of 96th AGM (subject to ratification of the appointment by the Members at every AGM after this AGM) and authority to the Board to fix their remuneration.

Resolution No.5: Ordinary Resolution under Section 143(B) of the Companies Act, 2013 authorising Board of Directors to appoint Branch Auditors for the financial year 2017-18.

Resolution No.6 : Ordinary Resolution under Section 61 read with Section 64 of the Companies Act, 2013 for increasing the Authorised Share Capital from ₹ 10 Crores to ₹ 20 Crores and alteration to Memorandum of Association of the Company.

Resolution No.7 : Special Resolution under Section 14 of the Companies Act, 2013 for alteration to Articles of Association of the Company for increase in the Authorised Share Capital to ₹ 20 Crores.

Resolution No.8: Special Resolution under Section 94 of the Companies Act, 2013 for place of keeping of Register of Members of the Company at M/s. Link Intime India Pvt. Ltd., Registrar and Transfer Agent of the Company (SEBI Registration No.INR000004058) at their new address at C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083. Telephone No.022-49186270 Fax No.022-49186060 Email: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>.

Resolution No.9 : Special Resolution under Section 197, 198 the Companies Act, 2013 for payment of commission to the Non-Executive Directors of the Company on net profits of the Company not exceeding the limit laid down under the Companies Act, 2013 or ₹ 56/- Lacs in aggregate, whichever is less, per financial year for a period of 3 years from the financial year 2017-18 to 2019-20.

Resolution No.10: Ordinary Resolution under Section 148(3) of the Companies Act, 2013 for ratifying the remuneration of ₹ 1,20,000/- plus taxes and reimbursement of out of pocket expenses and/or travelling expenses of Mr. Vikas Vinayak Deodhar, Cost Accountant, Mumbai as Cost Auditor of the Company for the financial year 2017-18.

Resolution No.11: Ordinary Resolution under Section 20 of the Companies Act, 2013 for charging fees from a Member in advance, a sum equivalent to the estimated expenses of delivery of the documents through a particular mode, if a request has been received from the Member by the Company for delivery of document through a particular mode.

The above information be treated as disclosure of outcome of the 91<sup>st</sup> AGM by the Company in compliance with Regulation 30 of the SEBI Listing Regulations.

- 2) Further the details of the voting results at the 91<sup>st</sup> AGM held on 10<sup>th</sup> July, 2017 are enclosed in the format prescribed under Regulation 44(3) of the SEBI Listing Regulations.
- 3) Consolidated Scrutinizer's Report dated 11<sup>th</sup> July, 2017 of the Scrutinizer, Mr. J. H. Ranade, Partner of M/s. JHR & Associates, Company Secretaries on remote e-voting and voting through Ballot forms (Poll) at the 91<sup>st</sup> AGM is also enclosed.

Thanking you,

Yours faithfully, For The Indian Hume Pipe Company limited,

Company Secretary

Encl.: As above.

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### The Indian Hume Pipe Co. Ltd.

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11<sup>th</sup> July, 2017

### **Details of Voting Results**

D. L. of the AGM	: [	10 <sup>th</sup> July, 2017
Date of the AGM		15,028
Total No. of Shareholders as on Cut-off date	.	
i.e.30 <sup>th</sup> June, 2017 (Cut-off date for the purpose		
of voting)		
No. of Shareholders present in the meeting		
either in person or through proxy		
Promoters and Promoter Group	:	9
Public		111
No. of Shareholders attended the meeting		
through Vedio Conferencing		Not arranged
Promoters and Promoter Group		
Public		

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For The Indian Hume Pipe Co. Ltd.

S.M. Mandke Company Secretary

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1 - Ordinary Resolution for adoption of Audited Financial Statements for the year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.	1 - Ordinary Resolution for adoption of Audited Financia Reports of the Board of Directors and Auditors thereon.	- Ordinary Resolu		ary)	Resolution Required : (Ordinary)

Continuation Sheet

The Indian Hume Pipe Company Limited  12 Ordinary Resolution for confirmation of payment of Interim Dividend and declaration of Final Dividend for the
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	n Equity Shares of the Company.	he Company.	of payment of Inte	2 - Ordinary Resolution for confirmation of payment of Interim Dividend financial year ended 31st March, 2017 on Equity Shares of the Company.	2 - Ordinary Resolution		nary)	Resolution Required : (Ordinary)

Resolution passed with the requisite majority.



# The Indian Hume Pipe Company Limited

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Whether promoter/ promoter group are interested in the	ter group are interested		NO				And the second s	
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	Total		33874770	100.0000	33874770	0	100.0000	0.0000
	E-Voting		2496631	91.5980	2494574	2057	99.9176	0.0824
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	2/25639	0	0.0000	0	0	0.0000	0.0000
	Total		2496631	91.5980	2494574	2057	99.9176	0.0824
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Total		48447170	37467284	77.3364	4 37465227	2057	99.9945	0.0055

Resolution passed with the requisite majority.



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Resolution passed with the requisite majority.

Total

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E-Voting

Total

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The Indian Hume Pipe Company Limited  5 - Ordinary Resolution under Section 143(8) of the Companies Act, 2013 authorising Board of Directors to appoin	
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Branch Auditors for the financial year 2017-18 and fix their remuneration.

Resolution Required : (Ordinary)

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**Public Institutions** 

Group

Postal Ballot

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Resolution Required : (Ordinary)	nary)	Ine in	6 - Ordinary Resolution Share (	6 - Ordinary Resolution under Section 61 read with Section 64 of the Companies Act, 2013 increasing the Authorised Share Capital to Rs. 20 Crores and alternation to Memorandum of Association of the Company.	1 read with Section test and alternation to	64 of the Comp o Memorandur	Y LITTICA  1 read with Section 64 of the Companies Act, 2013 increasing the sand alternation to Memorandum of Association of the Companies and alternation to Memorandum of Association of the Companies and alternation to Memorandum of Association of the Companies and alternation to Memorandum of Association of the Companies and alternation to Memorandum of Association of the Companies and alternation to Memorandum of Association of the Companies Act, 2013 increasing the same and alternation to Memorandum of Association of the Companies Act, 2013 increasing the same act and alternation to Memorandum of Association of the Companies Act, 2013 increasing the same act and alternation to Memorandum of Association of the Companies Act, 2013 increasing the same act and alternation to Memorandum of Association of the Companies Act, 2013 increasing the same act and alternation to Memorandum of Association of the Companies Act, 2013 increasing the same act and alternation to Memorandum of Association of the Companies Act, 2013 increasing the same act and 2013 increasing the act and 2013 increasing the same act and 20	easing the ne Company.
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Resolution passed with the requisite majority.

Total

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**Public Non Institutions** 

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Postal Ballot

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# The Indian Hume Pipe Company Limited

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			a comment		NO		er group are interested	Whether promoter/ promoter group are interested in the agenda/resolution?
	to Rs. 20/- Crores.	Rs. 10/- Crores	Share Capital from	Company for increase in the Authorised Share Capital from Rs. 10/- Crores to Rs. 20/- Crores.	Company for increase		al)	Resolution Required : (Special)
\ssociation of the	Clother Companies Act, 2013 for alteration to Articles of Association of the	t. 2013 for alte	f the Companies Ac	The House in the section 14 of				

Resolution passed with the requisite majority.



# The Indian Hume Pipe Company Limited

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	8 - Special Resolution under Section 94 of the Companies Act, 2013 for Flace of Neching of New 2015. the Company.	Ct, 2013 101 F1a	of the Companies A	on under Section 94	8 - Special Resoluti the Company.		ia))	Resolution Required : (Special)
ster of Members of	co of keening of Regis	2 2013 for Dia	Y	The Illulan Function of Company	uldil liniic			

Resolution passed with the requisite majority.

**Public Institutions** 

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E-Voting

Total

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2496631

Group

**Promoter and Promoter** 

Poll

Postal Ballot

33874770

33874770

0

0.0000

0.0000

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E-Voting

The
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y Limited

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Resolution Required : (Special)	cial)		9 - Special Resolut Executive Director	9 - Special Resolution under Section 197, 198 of the Companies Act, 2013 for pa Executive Directors of the Company from the financial year 2017-18 to 2019-20.		nies Act, 2013 2017-18 to 20	198 of the Companies Act, 2013 for payment of commission to Nonthe financial year 2017-18 to 2019-20.	nission to Non-	ıcısın Lini
Whether promoter/ promoter group are interested in the agenda/resolution?	oter group are interested		NO					ANAXYANI MIRANGAN ANAXAN MIRANGAN MIRANG	ədiri əu
Category	Mode of Voting								on-
				% of Votes Polled		No. of	% of Votes in		י רנ
		No. of shares	No. of votes	on outstanding	No. of Votes -	Votes	favour on votes	% of Votes against	Q.
		held	polled	shares	in favour	-Against	polled	on votes polled	
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100 [7]={[5]/[2]}*100	[7]={[5]/[2]}*100	
	E-Voting		0	0.0000	0	0	0.0000	0.0000	

Resolution passed with the requisite majority.

48447170

37465280

1093879

Total

Postal Ballot

11846761

1075826

18053

**Public Non Institutions** 

E-Voting

Total

2496631

0

0

Postal Ballot

2725639

Poll



0.0000

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# The Indian Hume Pipe Company Limited

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Resolution Required : (Ordinary)	nary)		10 - Ordinary Reso Auditor of the Con	10 - Ordinary Resolution under Section 148(3) of the Co Auditor of the Company for the financial year 2017-18.	148(3) of the Comp: I year 2017-18.	anies Act, 2013	10 - Ordinary Resolution under Section 148(3) of the Companies Act, 2013 for ratifying the remuneration or Cost Auditor of the Company for the financial year 2017-18.	uneration or cost
Whether promoter/ promoter group are interested in the	ter group are interested		NO			***************************************		
Category	Mode of Voting			% of Votes Polled		No. of	% of Votes in	
		No. of shares	No. of votes	on outstanding	No. of Votes -	Votes	favour on votes	% of Votes against
		held	polled	shares	in favour	-Against	polled	on votes polled
		P	[2]	[3]={[2]/[1]}*100	[4]	[5]	*100	[7]={[5]/[2]}*100
and the state of t	E-Voting		0	0.0000	0_	0	0.0000	0.0000
Promoter and Promoter	Poll		33874770	100.0000	33874770	0	100.0000	0.0000
Group	Postal Ballot	338/4//0	0	0.0000	0	0	0.0000	0.0000
	Total		33874770	100.0000	33874770	0	100.0000	0.0000
Assistant and the second and the sec	E-Voting		2496631	91.5980	2496631	0	100.0000	0.0000
	Poll	3	0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	2/2003	0	0.0000	0	0	0.0000	0.0000
	Total		2496631	91.5980	2496631	0	100.0000	0.0000
The state of the s	E-Voting		17857	0.1507	17807	50	99.7200	0.2800
	Poll		1075826	9.0812	1075826	0	100.0000	0.0000
Public Non Institutions	Postal Ballot	11846/61	0	0.0000	0	0	0.0000	0.0000
	Total		1093683	9.2319	1093633	50	99.9954	0.0046

Resolution passed with the requisite majority.

48447170

37465084

77.3318

37465034

50

0.0001

Total



# The Indian Hume Pipe Company Limited

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Resolution Required : (Ordinary)	nary)		11 - Ordinary Reso through a particul	11 - Ordinary Resolution under Section 20 of the Companies Act, 2013 for through a particular mode, if requested by the Members of the Company.	20 of the Companie by the Members of	s Act, 2013 for the Company	11 - Ordinary Resolution under Section 20 of the Companies Act, 2013 for delivery of documents on the members through a particular mode, if requested by the Members of the Company.	ts on the members
Whether promoter/ promoter group are interested in the agenda/resolution?	ter group are interested		NO					
Category	Mode of Voting			% of Votes Polled		2 5 5	% of Votes in	
		No. of shares	No. of votes	on outstanding	No. of Votes -	Votes	favour on votes	% of Votes against
		held	polled	shares	in favour	-Against	polled	on votes polled
		1	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]]*100
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter	Poll	2202	33874770	100.0000	33874770	0	100.0000	0.0000
Group	Postal Ballot	330/4//0	0	0.0000	0	0	0.0000	0.0000
	Total		33874770	100.0000	33874770	0	100.0000	0.0000
, Victorial IIII III III III III III III III III	E-Voting		2496631	91.5980	2496631	0	100.0000	0.0000
	Poll	3735630	0	0.0000	0	0	0.0000	0.0000
Public institutions	Postal Ballot	2/23039	0	0.0000	0	0	0.0000	0.0000
	Total		2496631	91.5980	2496631	0	100.0000	0.0000
14 A-2014	E-Voting	A	18057	0.1524	17877	180	99.0032	0.9968
	Poll	44040104	1075826	9.0812	1075826	0	100.0000	0.0000
Public Non Institutions	Postal Ballot	11840/01	0	0.0000	0	0	0.0000	0.0000
	Total		1093883	9.2336	1093703	180	99.9835	0.0165
Total		48447170	37465284	77.3322	37465104	180	99.9995	0.0005

Resolution passed with the requisite majority.



301, Sai-Krupa Co-operative Housing Society, B-Cabin, Shivaji Nagar, Opp. Anandashram Society, Sane Guruji Path, Naupada, Thane (West) 400 602. Contact us at: 022-2544 2434, +91 89764 42434 info@jhrasso.com | jhranade24@gmail.com



### **CONSOLIDATED SCRUTINISER'S REPORT**

Pursuant to Section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014

To,

The Chairman of the 91<sup>st</sup> Annual General Meeting of Equity share holders of The Indian Hume Pipe Company Limited held on Monday 10<sup>th</sup> July 2017 at Walchand Hirachand Hall, IMC Building, 4<sup>th</sup> floor, Indian Merchants Chamber Marg, Churchgate, Mumbai – 400 020

Dear Sir,

I, J. H. Ranade, Partner of JHR & Associates Practicing Company Secretaries Thane, was appointed by the Board of Directors of The Indian Hume Pipe Company Limited ('the Company') as the Scrutiniser for Electronic as well as physical voting process at the 91<sup>st</sup> Annual General meeting ('AGM') of the Company held on Monday 10<sup>th</sup> July 2017.

My responsibility as the Scrutiniser is restricted to ascertaining the voting processes and make Scrutiniser's Report of the votes cast 'in favour' or "against" the resolutions contained in the notice of AGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made threreunder relating to voting on the resolutions contained in the notice of the AGM of the Company.

Pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company had provided Remote e-voting facility with the detailed procedure and instructions contained in the Notice of the AGM. The Company had also provided voting facility by physical ballots at AGM to those shareholders who were physically present at the meeting personally or by proxy and have not voted electronically.





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

- i. The Equity share holders of the Company as on the "cut-off" date i.e. Friday 30<sup>th</sup> June 2017 were entitled to vote on the resolutions nos 1 to 11 as set out in the notice.
- ii. The Remote e-voting period commenced on Thursday, 6<sup>th</sup> July 2017 at 9.00 a.m. (IST) and ended on Sunday, 9<sup>th</sup> July 2017 at 5.00 p.m. (IST).
- iii. On 9th July 2017 after the end of Remote e-voting period, limited information report containing folio number, name and number of shares held except votes cast by the members who voted electronically was generated from the portal of National Securities Depository Limited ('NSDL').
- iv. After the time fixed for closing of the poll by the Chairman, one separate ballot box kept for polling was locked in my presence with due identification marks placed by me. The voting facility was made available to those Equity shareholders who had attended the AGM in Person or by Proxy and not voted earlier through Remote e-voting.
- v. The locked ballot box was opened and votes cast through Remote e-voting were unblocked after conclusion of AGM in the presence of two witnesses, **Ms. Tejaswi Zope** and **Ms. Pranita Sahasrabudhe** who are not in the employment of the Company. They have signed below in the confirmation.

Tejáswi Zope

Pranita Sahasrabudhe

- vi. The ballot papers were diligently scrutinised and reconciled with the records maintained by the Company and R&T and the authorisations / proxies lodged with the Company.
- vii. The ballot papers which were incomplete and / or which were otherwise found defective have been treated invalid and kept separately.





Based on the report of Remote e-voting generated from the portal of NSDL and report of poll generated with the assistance of Link Intime India Private Limited, Registrar and Transfer Agents ('R&T'), the combined result of the voting at AGM is as under:-

### **ORDINARY BUSINESS:**

### Item No. 1

Ordinary Resolution for adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors for the year ended 31<sup>st</sup> March, 2017.

### Voted in favour of the resolution:

Type of voting	Number of N	<b>Nembers</b>	Total number of	% of total number
	voted		votes cast by them	of valid votes cast*
Remote e-voting		57	25,16,688	100
Ballot at AGM		51	3,49,50,596	100
Total		108	3,74,67,284	100

### Voted against the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	0	0	-
Ballot at AGM	0	0	-
Total	.0	0	*

### Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	0
Ballot at AGM	1	160
Total	. 1	160





Ordinary Resolution for confirmation of payment of Interim Dividend and declaration of Final Dividend for the financial year ended  $31^{st}$  March, 2017 on Equity Shares of the Company.

### Voted in favour of the resolution:

Type of voting	Number of Members	Total number of	% of total number
A second of the proof of the proof	voted	votes cast by them	of valid votes cast*
Remote e-voting	57	25,16,688	100
Ballot at AGM	51	3,49,50,596	100
Total	108	3,74,67,284	100

### Voted against the resolution:

Type of voting	Number of N	lembers	Total nu	ımber of	% of total number
	voted		votes cas	t by them	of valid votes cast*
Remote e-voting		0	1.	0	,-
Ballot at AGM		0		0	**
Total		0		0	-

### Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	0
Ballot at AGM	1	160
Total	1	160





Ordinary Resolution for re-appointment of Ms. Anima B. Kapadia (DIN: 00095831), who retires by rotation and being eligible offers herself for re-appointment.

### Voted in favour of the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	56	25,14,631	99.91
Ballot at AGM	51	3,49,50,596	100
Total	107	3,74,65,227	100

### Voted against the resolution:

Type of voting	Number of N	/lembers	Total r	number of	% of total number
	voted		votes ca	st by them	of valid votes cast*
Remote e-voting		1		2,057	0.09
Ballot at AGM		0		0	
Total		1		2,057	<u>*</u>

### Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	0
Ballot at AGM	1	160
Total	1	160





Ordinary Resolution under section 139 of the Companies Act,2013 for Appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as Statutory Auditors of the Company from conclusion of 91<sup>st</sup> Annual General Meeting till the conclusion of 96<sup>th</sup> Annual General Meeting of the Company.

### Voted in favour of the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	. 56	25,14,688	100
Ballot at AGM	51	3,49,50,596	100
Total	107	3,74,65,284	100

### Voted against the resolution:

Type of voting	Number of I	Members	Total nu	ımber of	% of total number
	voted		votes cas	t by them	of valid votes cast*
Remote e-voting		0		0	
Ballot at AGM		0		0	_
Total		0		0	

### Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	. 0
Ballot at AGM	1	160
Total	1	160





### **SPECIAL BUSINESS:**

### Item No. 5

Ordinary Resolution under Section 143 (8) of the Companies Act,2013 authorising Board of Directors to appoint Branch Auditors for the financial year 2017-18 and fix their remuneration.

Voted in favour of the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	49	2,38,448	100
Ballot at AGM	51	3,49,50,596	100
Total	100	3,51,89,044	100

### Voted against the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	0	0	•
Ballot at AGM	0	0	•
Total	0	0	*

### Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	. 0
Ballot at AGM	1	160
Total	1	160





Ordinary Resolution under Section 61 read with Section 64 of the Companies Act, 2013 increasing the Authorised Share Capital to Rs. 20 Crores and alteration to Memorandum of Association of the Company.

Voted in favour of the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	53	25,12,559	99.91
Ballot at AGM		3,49,50,596	100
Total	104	3,74,63,155	100

### Voted against the resolution:

Type of voting	Number of N	/lembers	Total n	umber of	% of total number
	voted		votes cas	t by them	of valid votes cast*
Remote e-voting		2		2,107	0.09
Ballot at AGM		0		0	*
Total		2	i innela	2,107	-

### Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	. 0
Ballot at AGM	1	160
Total	1	160





Special Resolution under Section 14 of the Companies Act, 2013 for alteration of Articles of Association of the Company for increase in the Authorised Share Capital.

### Voted in favour of the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	55	25,14,638	100
Ballot at AGM	51	3,49,50,596	100
Total	106	3,74,65,234	100

### Voted against the resolution:

Type of voting	Number of 1	Members	Total r	umber of	% of total number
	voted		votes ca	st by them	of valid votes cast*
Remote e-voting		1		50	-
Ballot at AGM		0		0	
Total		1		50	-

### Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	0
Ballot at AGM	1	160
Total	1	. 160





Special Resolution under Section 94 of the Companies Act, 2013 for Place of keeping of Register of Members of the Company

Voted in favour of the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	56	25,14,688	100
Ballot at AGM	51	3,49,50,596	100
Total	107	3,74,65,284	100

### Voted against the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	0	0	-
Ballot at AGM	0	0	<b>44</b>
Total	0	0	

### Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	0
Ballot at AGM	1	160
Total	1	160





Special Resolution under Section 197, 198 of the Companies Act, 2013 for payment of commission to Non-Executive Directors of the Company from the financial year 2017-18 to 2019-20

### Voted in favour of the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	51	25,14,404	99.99
Ballot at AGM	51	3,49,50,596	100
Total	102	3,74,65,000	100

### Voted against the resolution:

Type of voting	Number of N	/Jembers	Total n	umber of	% of total number
	voted		votes ca	st by them	of valid votes cast*
Remote e-voting		4		280	0.01
Ballot at AGM		0		0	
Total		4		280	*

### Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	0
Ballot at AGM	1	160
Total	1	160





Ordinary Resolution under Section 148(3) of the companies Act, 2013 for ratifying the remuneration of Cost Auditor of the Company for the financial year 2017-18

Voted in favour of the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	54	25,14,438	100
Ballot at AGM	-51	3,49,50,596	100
Total	105	3,74,65,034	100

### Voted against the resolution:

Type of voting	Number of I	Members	Total r	number of	% of total number
	voted		votes ca	st by them	of valid votes cast*
Remote e-voting		1		50	-
Ballot at AGM		0		0	
Total		1		50	

### Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	. 0
Ballot at AGM	1	160
Total	1	160





Ordinary Resolution under Section 20 of the Companies Act, 2013 for delivery of documents on the members through a particular mode, if requested by the Members of the Company.

Voted in favour of the resolution:

Type of voting	Number of Members	Total number of	% of total number
	voted	votes cast by them	of valid votes cast*
Remote e-voting	54	25,14,508	99.99
Ballot at AGM	51	3,49,50,596	100
Total	105	3,74,65,104	100

### Voted against the resolution:

Type of voting	Number of I	Members	Total n	umber of	% of total number
	voted		votes ca	st by them	of valid votes cast*
Remote e-voting		2		180	0.01
Ballot at AGM		0		0	-
Total		2	184124 A 18 183124 A 184	180	· <b>•</b>

### Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	G
Ballot at AGM	1	160
Total	1	160



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### Notes:

\*Percentage beyond 2 decimal points ignored under Rounding off.

The ballot papers and all other relevant records will be handed over to the Company Secretary in due course of time.

Date: 11<sup>th</sup> July 2017

Place: Thane

ASSOCIONO ANY Secretarios

J. H. Ranade Partner (FCS: 4317, CP:2520) JHR & Associates

**Company Secretaries** 

Received and Countersigned the Report.

For THE INDIAN HUME PIPE CO. LTD.

(Rajas R. Doshi) CHAIRMAN & MANAGING DIRECTOR

Date: 11th July, 2017

Place! Mumbai