

16<sup>th</sup> July, 2018

The Manager  
Department of Corporate Services (DCS)  
The BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001.

The Manager  
The National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai- 400 051.

**Scrip Code : 526217**

**Scrip Symbol : HITEHCORP**

Dear Sir/Madam,

**Sub: Pursuant to Regulations 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) – Submission of Proceedings and Voting Results of the 27<sup>th</sup> Annual General Meeting.**

This is to inform you that the 27<sup>th</sup> Annual General Meeting (“AGM”) of the Company was held today on Monday, 16<sup>th</sup> July, 2018 at the Walchand Hirachand Hall, IMC Building, 4<sup>th</sup> floor, Indian Merchants’ Chamber, Churchgate, Mumbai - 400 020.

In this regard, please find enclosed the following:

- Brief Proceedings of the AGM pursuant to Part A of Schedule III under Regulation 30 of the LODR Regulations - **Annexure - 1.**
- Voting Results of the AGM pursuant to Regulation 44 of the LODR Regulations – **Annexure-2.**
- Consolidated Report of the Scrutinizer dated 16<sup>th</sup> July, 2018 on remote e-voting and electronic voting at the AGM - **Annexure-3.**

The Scrutinizer has submitted Consolidated Report on 16<sup>th</sup> July, 2018. Based on the Scrutinizer’s Report, the results were declared today, 16<sup>th</sup> July, 2018. In accordance with the said Report, the Members of the Company have approved all the Resolutions as set forth in Notice convening the 27<sup>th</sup> Annual General Meeting of the Company, with requisite majority.

Kindly take the same on record.

Thanking you.

Yours faithfully,  
**For Hitech Corporation Limited**

  
Namita Tiwari  
Company Secretary

Enclosure: As above

**BRIEF PROCEEDINGS OF THE 27<sup>th</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD AT WALCHAND HIRACHAND HALL, IMC BUILDING, 4TH FLOOR, INDIAN MERCHANTS' CHAMBER, CHURCHGATE, MUMBAI - 400 020 ON 16<sup>TH</sup> JULY, 2018 AT 11.30 A.M.**

The 27<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Monday, 16<sup>th</sup> July, 2018 at 11.30 a.m. at Walchand Hirachand Hall, IMC Building, 4<sup>th</sup> floor, Indian Merchants' Chamber, Churchgate, Mumbai - 400 020. Mr. Ashwin S. Dani, Chairman welcomed all the Directors and the Members of the Company at the 27<sup>th</sup> AGM of the Company.

The Chairman introduced all the persons sitting on the Dias. The requisite quorum being present, the Chairman called the meeting to order. All directors were present at the meeting except Mr. Rajnikant Desai, Mr. Ashwin Nagarwadia and Ms. Vaishali Sharma, who couldn't attend the meeting due to their pre-occupation.

The Chairman then delivered his speech to the Members of the Company. Audited Annual Accounts for the financial year ended 31<sup>st</sup> March, 2018 along with Directors' Report and Management Discussion and Analysis, was taken as read, with the permission of the Members. The Company Secretary provided the gist of the statutory Auditors' Report and Secretarial Audit Report for the financial year 2017-18.

The Chairman then informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice convening the 27<sup>th</sup> Annual General Meeting of the Company. Members, who were present at the AGM and had not cast their votes through remote e-voting, were provided with an opportunity to cast their votes through electronic means at the venue.

The Chairman informed that the Board of Directors of the Company had appointed Ms. Ami Thakkar of M/s. Ami Thakkar & Associates, Company Secretaries, as the Scrutinizer for the scrutiny of the votes cast through the remote e-voting platform and votes cast at the AGM.

The following items of business, as per the Notice convening the 27<sup>th</sup> AGM of the Company dated 14<sup>th</sup> May, 2018 were transacted at the meeting.

1. Adoption of the audited financial statements for the year ended 31<sup>st</sup> March, 2018 together with the Reports of the Board of Directors and the Auditors thereon.
2. a. Declaration of dividend on Non-Convertible Redeemable Cumulative Preference Shares.  
b. Declaration of dividend on equity shares.
3. Re-appointment of Mr. Ashwin R. Nagarwadia (DIN 00466681) as a Director of the Company.
4. Re-appointment of Mr. Rajnikant B. Desai (DIN: 01824504) as an Independent Non-Executive Director.



5. Re-appointment of Mr. Jayendra R. Shah (DIN: 00132613) as an Independent Non-Executive Director.
6. Re-appointment of Mr. Harish N. Motiwalla (DIN: 00029835) as an Independent NonExecutive Director.
7. Approval of transaction with Related Party.
8. Approval for fees to be charged for service of documents under Section 20 of the Companies Act, 2013.

Before formally convening the tablet based electronic voting, the Members were allowed to raise their queries on the Agenda Items as set out in the Notice convening this 27<sup>th</sup> AGM of the Company. Necessary clarifications were provided by the Chairman and the Chief Financial Officer of the Company. The Chairman, thereafter, thanked all the Members for their participation at the AGM and for their constructive suggestions and comments.

The scrutinizers report was received and accordingly all the resolutions as set out in the notice were declared as passed with requisite majority.

The details of the voting results (remote e-voting and tablet based electronic voting) on all the resolutions as set out in the Notice of AGM are enclosed.

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Details of Voting Results		
Sr. No.	Particulars	Details
1	Date of the AGM/EGM	16 <sup>th</sup> July, 2018
2	No. of Shareholders as on record date	As on Cut-off date i.e. 9 <sup>th</sup> July, 2018 - 6870.
3	No. of Shareholders present at the meeting either in person or through Proxy:	
	Promoters & Promoter Group:	14
	Public:	54
4	No. of Shareholders attended the meeting through video conferencing:	
	Promoters & Promoter Group:	Not Applicable
	Public:	



Hitech Corporation Limited									
Resolution Required : (Ordinary)			1 - Adoption of Audited Annual Financial Statements of the Company for the financial year ended March 31, 2018 together with Reports of the Board of Directors and the Auditors thereon.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12784480	12784480	100.0000	12784480	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	7821	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	4383399	102316	2.3342	102315	1	99.9990	0.0010	0
	Poll		65853	1.5023	65853	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>168169</b>	<b>3.8365</b>	<b>168168</b>	<b>1</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>
<b>Total</b>		<b>17175700</b>	<b>12952649</b>	<b>75.4126</b>	<b>12952648</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>



### Hitech Corporation Limited

Resolution Required : (Ordinary)		2 - a. Declaration of dividend on Non-Convertible Redeemable Cumulative Preference Shares for the financial year ended March 31, 2018.							
Whether promoter/ promoter group are interested in the agenda/resolution?		b. Declaration of dividend on Equity Shares for the financial year ended March 31, 2018.							
Category		No							
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	No. of votes Invalid	
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	[8]
Promoter and Promoter Group	E-Voting	12784480	100.0000	12784480	0	100.0000	0.0000	0	
	Poll	0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot	0	0.0000	0	0	0.0000	0.0000	0	
	<b>Total</b>	<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	
Public Institutions	E-Voting	7821	0.0000	0	0	0.0000	0.0000	0	
	Poll	0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot	0	0.0000	0	0	0.0000	0.0000	0	
	<b>Total</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	
Public Non Institutions	E-Voting	4383399	2.3341	102315	0	100.0000	0.0000	0	
	Poll	65853	1.5023	65853	0	100.0000	0.0000	0	
	Postal Ballot	0	0.0000	0	0	0.0000	0.0000	0	
	<b>Total</b>	<b>168168</b>	<b>3.8364</b>	<b>168168</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	
<b>Total</b>	<b>17175700</b>	<b>12952648</b>	<b>75.4126</b>	<b>12952648</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	



## Hitech Corporation Limited

Resolution Required : (Ordinary)

3 - Appointment of Mr. Ashwin R. Nagarwadia (DIN: 00466681) as a Director of the Company, liable to retire by rotation.

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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	12784480	12784480	100.0000	12784480	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	7821	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	4383399	102316	2.3342	102315	1	99.9990	0.0010	0
	Poll		65853	1.5023	65853	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>168169</b>	<b>3.8365</b>	<b>168168</b>	<b>1</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>
<b>Total</b>		<b>17175700</b>	<b>12952649</b>	<b>75.4126</b>	<b>12952648</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>



Hitech Corporation Limited									
Resolution Required : (Special)			4 - Re-appointment of Mr. Rajnikant B. Desai (DIN: 01824504) as an Independent Non-Executive Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against	No. of votes
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	on votes polled	Invalid
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12784480	12784480	100.0000	12784480	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7821	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4383399	102316	2.3342	102315	1	99.9990	0.0010	0
	Poll		65853	1.5023	65853	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>168169</b>	<b>3.8365</b>	<b>168168</b>	<b>1</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0.0000</b>
<b>Total</b>		<b>17175700</b>	<b>12952649</b>	<b>75.4126</b>	<b>12952648</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>





## Hitech Corporation Limited

Resolution Required : (Special)		5 - Re-appointment of Mr. Jayendra R. Shah (DIN: 00132613) as an Independent Non-Executive Director.							
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12784480	12784480	100.0000	12784480	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7821	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4383399	102316	2.3342	102315	1	99.9990	0.0010	0
	Poll		65853	1.5023	65853	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>168169</b>	<b>3.8365</b>	<b>168168</b>	<b>1</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0.0000</b>
<b>Total</b>		<b>17175700</b>	<b>12952649</b>	<b>75.4126</b>	<b>12952648</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>



Hitech Corporation Limited									
Resolution Required : (Special)		6 - Re-appointment of Mr. Harish N. Motiwalla (DIN: 00029835) as an Independent Non- Executive Director.							
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	No. of votes Invalid
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	12784480	12784480	100.0000	12784480	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	7821	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	4383399	102316	2.3342	102315	1	99.9990	0.0010	0
	Poll		65853	1.5023	65853	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>168169</b>	<b>3.8365</b>	<b>168168</b>	<b>1</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>
<b>Total</b>		<b>17175700</b>	<b>12952649</b>	<b>75.4126</b>	<b>12952648</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>



### Hitech Corporation Limited

Resolution Required : (Ordinary)		7 - Approval for transaction with Related Party.							
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	No. of votes Invalid
			[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	12784480	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	7821	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	4383399	102316	2.3342	102315	1	99.9990	0.0010	0
	Poll		65853	1.5023	65853	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>168169</b>	<b>3.8365</b>	<b>168168</b>	<b>1</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>
<b>Total</b>		<b>17175700</b>	<b>168169</b>	<b>0.9791</b>	<b>168168</b>	<b>1</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>



### Hitech Corporation Limited

Resolution Required : (Ordinary)		8 - Approval for fees to be charged for service of documents under Section 20 of the Companies Act, 2013.							
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	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting	12784480	12784480	100.0000	12784480	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7821	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4383399	102316	2.3342	102315	1	99.9990	0.0010	0
	Poll		65853	1.5023	65853	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>168169</b>	<b>3.8365</b>	<b>168168</b>	<b>1</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0.0000</b>
<b>Total</b>		<b>17175700</b>	<b>12952649</b>	<b>75.4126</b>	<b>12952648</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>



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# Ami Thakkar & Associates

Company Secretaries

Ami Thakkar (B.Com, FCS)

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## FORM NO. MGT-13

### Consolidated Report of Scrutinizer

*[Pursuant to Section 108 read with 109 of the Companies Act, 2013 and Rule 20 read with 21 of the Companies (Management & Administration) Rules, 2014, as amended]*

To,

**Mr. Ashwin Dani**

*The Chairman of*

*Twenty Seventh Annual General Meeting of Equity Shareholders of*

**Hitech Corporation Limited**

Held on Monday, July 16, 2018 at 11.30 a.m. at

Indian Merchants' Chambers,

4th Floor, Walchand Hirachand Hall,

IMC Building, Churchgate, Mumbai – 400 020.

**Dear Sir,**

I, Ami Thakkar of Ami Thakkar & Associates, Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Hitech Corporation Limited (formerly known as 'Hitech Plast Limited') ('the Company') pursuant to provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting and to scrutinize the voting process at the Twenty Seventh Annual General Meeting held on Monday, July 16, 2018 at 11.30 a.m. at Indian Merchants' Chambers, 4th Floor, Walchand Hirachand Hall, IMC Building, Churchgate, Mumbai – 400 020, and to submit consolidated report on result of the remote e-voting and voting at the Annual General Meeting. We hereby submit our report as under:

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through remote e-voting and through poll by electronic means at the meeting on the resolutions contained in the notice for the Twenty Seventh Annual General Meeting of the members of the Company. Our responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and by use of electronic means at the Annual General Meeting are conducted in fair and transparent manner and submit consolidated Scrutinizer's report of the total votes cast "In Favour" or "Against", if any, to the Chairman on the resolutions, based on the reports generated from the remote e-voting system provided by National Securities Depository Limited ('NSDL') and the report generated for voting by use of electronic means at the meeting.



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**B-4, Gupta Niwas, V.P. Road, Mulund (West), Mumbai- 400 080.**

**Phone : 022-25625545 / 9821338835**

✉ **ami.thakkarr@gmail.com**

The Notice dated May 14, 2018, convening the Twenty Seventh Annual General Meeting of the Company to be held on Monday, July 16, 2018, at 11.30 a.m. at Indian Merchants' Chambers, 4th Floor, Walchand Hirachand Hall, IMC Building, Churchgate, Mumbai – 400 020 along with Statement setting out material facts under Section 102 of the Act were sent to the members of the Company.

The Company had availed the e-voting facility offered by National Securities Depositories Limited (NSDL), the authorized agency to provide remote e-voting facility, engaged by the Company for conducting remote e-voting by the shareholders of the Company. The Company had also provided voting through electronic means for members present at the Annual General Meeting, who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date of July 9, 2018, were entitled to vote on resolutions proposed as set out in the Notice of the Twenty Seventh Annual General Meeting of the members of the Company.

The voting period for remote e-voting commenced on Friday, July 13, 2018 at 09.00 a.m. (IST) and ended on Sunday, July 15, 2017 at 5.00 p.m. (IST) and the NSDL remote e-voting platform was blocked thereafter.

The facility of casting vote through electronic means was provided by the Company at the meeting.

On conclusion of the voting at the Annual General Meeting through electronic means, the votes cast under remote e-voting facility and through electronic means at the meeting were unblocked in the presence of two witness viz; Ms. Bhagirathi Kalouni and Mr. Adarsh Pandey, both are not in employment of the Company.

We have scrutinized and reviewed the votes tendered through remote e-voting based on the data downloaded from the NSDL remote e-voting system and voting done through the electronic means at the meeting respectively for the purpose of this report and the summary of voting were reconciled with the records maintained by the Company/ Registrar and Share Transfer Agent of the Company and the authorizations/ Proxies lodged with the Company. The Signature of Members, No. of Shares held by respective members, members entitled to vote through remote e-voting and Poll i.e. electronic means were scrutinized and confirmed by the Registrar and Transfer Agent of the Company.

The result of the voting i.e. remote e-voting and voting through poll by facility of casting of vote by electronic means is as per annexure attached herewith.



The list of equity shareholders who voted 'for' or 'against' for each resolution is enclosed.

The relevant records were sealed and handed over to the Representative of the Company for keeping under safe custody.

**Recommendation:**

All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,


Yours faithfully,

**For Ami Thakkar and Associates,  
Company Secretaries,**

  
**Ami Thakkar**

Proprietor

FCS: 6542

  
COP: 6439

**July 16, 2018, Mumbai.**

**Annexure to the Consolidated Scrutinizer's Report**

**Annual General Meeting: Monday, July 16, 2018 at 11.30 a.m. at Indian Merchants' Chambers, 4th Floor, Walchand Hirachand Hall, IMC Building, Churchgate, Mumbai – 400 020**

**Result of Voting (through remote e-voting and through Poll i.e. electronic means) at the Twenty Seventh Annual General Meeting**

Sr No	Reso No/ Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes					
					Voting in Favour (Assent)			Voting Against (Dissent)		
					No of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes
1	1	Adoption of Audited Annual Financial Statements of the Company for the financial year ended March 31, 2018 together with Reports of the Board of Directors and the Auditors thereon	Ordinary	Remote E-Voting	41	12886795	100.00	1	1	100
				Voting at Annual General Meeting through electronic means	27	65853	100.00	-	-	-
				<b>Total</b>	<b>68</b>	<b>12952648</b>	<b>100.00</b>	<b>1</b>	<b>1</b>	<b>100</b>
2	2 [a]	Declaration of dividend on Non-Convertible Redeemable Cumulative Preference Shares for the financial year ended March 31, 2018	Ordinary	Remote E-Voting	41	12886795	100.00	-	-	-
				Voting at Annual General Meeting through electronic means	27	65853	100.00	-	-	-
				<b>Total</b>	<b>68</b>	<b>12952648</b>	<b>100.00</b>	<b>-</b>	<b>-</b>	<b>-</b>
	2 [b]	Declaration of dividend on Equity Shares for the financial year ended March 31, 2018	Ordinary	Remote E-Voting	41	12886795	100.00	-	-	-
				Voting at Annual General Meeting through electronic means	27	65853	100.00	-	-	-
				<b>Total</b>	<b>68</b>	<b>12952648</b>	<b>100.00</b>	<b>-</b>	<b>-</b>	<b>-</b>
3	3	Appointment of Mr. Ashwin R. Nagarwadia (DIN: 00466681) as a Director of the Company, liable to retire by rotation	Ordinary	Remote E-Voting	41	12886795	100.00	1	1	100.00
				Voting at Annual General Meeting through electronic means	27	65853	100.00	-	-	-
				<b>Total</b>	<b>68</b>	<b>12952648</b>	<b>100.00</b>	<b>1</b>	<b>1</b>	<b>100.00</b>
4	4	Re-appointment of Mr. Rajnikant B. Desai as an Independent Non-Executive Director.	Special	Remote E-Voting	41	12886795	100.00	1	1	100.00
				Voting at Annual General Meeting through electronic means	27	65853	100.00	-	-	-
				<b>Total</b>	<b>68</b>	<b>12952648</b>	<b>100.00</b>	<b>1</b>	<b>1</b>	<b>100.00</b>





Annexure to the Consolidated Scrutinizer's Report

Annual General Meeting: Monday, July 16, 2018 at 11.30 a.m. at Indian Merchants' Chambers, 4th Floor, Walchand Hirachand Hall, IMC Building, Churchgate, Mumbai – 400 020

Result of Voting (through remote e-voting and through Poll i.e. electronic means) at the Twenty Seventh Annual General Meeting

Sr No	Reso No/ Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes					
					Voting in Favour (Assent)			Voting Against (Dissent)		
					No of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes
5	5	Re-appointment of Mr. Jayendra R. Shah as an Independent Non-Executive Director.	Special	Remote E-Voting	41	12886795	100.00	1	1	100.00
				Voting at Annual General Meeting through electronic means	27	65853	100.00	-	-	-
				<b>Total</b>	<b>68</b>	<b>12952648</b>	<b>100.00</b>	<b>1</b>	<b>1</b>	<b>100.00</b>
6	6	Re-appointment of Mr. Harish N. Motiwala as an Independent Non-Executive Director	Special	Remote E-Voting	41	12886795	100.00	1	1	100.00
				Voting at Annual General Meeting through electronic means	27	65853	100.00	-	-	-
				<b>Total</b>	<b>68</b>	<b>12952648</b>	<b>100.00</b>	<b>1</b>	<b>1</b>	<b>100.00</b>
7	7	Approval for transaction with Related Party.	Ordinary	Remote E-Voting	19	102315	100.00	1	1	100.00
				Voting at Annual General Meeting through electronic means	27	65853	100.00	-	-	-
				<b>Total</b>	<b>46</b>	<b>168168</b>	<b>100.00</b>	<b>1</b>	<b>1</b>	<b>100.00</b>
8	8	Approval for fees to be charged for Service of documents under Section 20 of the Companies Act, 2013:	Ordinary	Remote E-Voting	41	12886795	100.00	1	1	100.00
				Voting at Annual General Meeting through electronic means	27	65853	100.00	-	-	-
				<b>Total</b>	<b>68</b>	<b>12952648</b>	<b>100.00</b>	<b>1</b>	<b>1</b>	<b>100.00</b>

