



HISAR METAL INDUSTRIES LIMITED

REGD. Off. & Works : Near Industrial Development Colony Hisar - 125 005 (Haryana) INDIA

Ph. : 01662-220067, 220367, 220738, Fax : 91-1662-220265

E-mail : info@hisarmetal.com

Delhi Off. Ph. : 011 - 45056727, 27354176 Fax : 011 - 43851119

Website : www.hisarmetal.com

CIN-L74899HR1990PLC030937

September 28, 2018

Corporate Relationship Department
Bombay Stock Exchange
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code: 590018
(Permitted Security/BSE indonext)

Corporate Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C-1, G Block
Bandra Kurla Complex, Bandra East
Mumbai – 400051
Scrip Code: HISARMETAL

Dear Sir / Madam

Sub.: Disclosure of Voting Results of the 28th Annual General Meeting of the Company held on September 27, 2018 as per the requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the details regarding result of voting at the above meeting of shareholders are as under:

| S. NO. | DESCRIPTION | | | |
|--------|---|-------------------|-----------------------|---|
| 1. | Date Of AGM | | | 27th September 2018 |
| 2. | Total Number of Shareholders on Record Date Cut-off date for E-voting: September 20, 2018 | | | 2347 |
| 3. | No. of Shareholders present in the Meeting either in Person or through Proxy | | | 28 |
| | Shareholders | Present in Person | Present through Proxy | Total |
| | Promoters and Promoter Group | 5 | 3 | 8 |
| | Public | 18 | 2 | 20 |
| | Total | 23 | 5 | 28 |
| 4. | No. of Shareholders attended the Meeting through Video Conferencing | | | N.A. |
| 5. | Agenda wise details | | | Attached as annexure-A along with scrutinizer's report. |

Kindly take the above information on record.

Thanking You,

For Hisar Metal Industries Limited

Vishesh Kumar Chugh



Vishesh Kumar Chugh
GM(Finance) & Company Secretary

**HISAR
METAL**



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Agenda-wise voting by Members:

| Item. No. | Details of the Agenda | Resolution Required(Ordinary/Special) | Mode of voting | Remarks |
|-----------|--|---------------------------------------|----------------------------|---|
| 1. | Adoption of Audited Financial Statement for the year ended 31st March 2018 together with the Reports of the Board of Directors and the Auditors thereon. | Ordinary Resolution | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 2. | Declaration of dividend @ Re. 1.00 per share for the financial year 2017-18. | Ordinary Resolution | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 3. | Re-appointment of Mrs. Anubha Tayal (DIN-00081391), as director, liable to retire by rotation. | Ordinary Resolution | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 4. | Ratification of Cost Auditors' remuneration. | Ordinary Resolution | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 5. | Ratification of Increase in Remuneration of Sh. Abhiram Tayal, Managing Director of the Company | Special Resolution | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 6. | Ratification of Increase in Remuneration of Mr. Karan Dev Tayal , Whole-time Director of the Company. | Special Resolution | E-voting & Physical Ballot | The resolution was passed with requisite majority |

The voting details are annexed herewith in the prescribed format.

Thanking You,

For Hisar Metal Industries Limited

Vishesh Kumar Chugh
GM(Finance) & Company Secretary



Agenda-wise Results of the Voting at the Annual General Meeting

Resolution 1: Adoption of Audited Financial Statement for the year ended 31st March 2018 together with the Reports of the Board of Directors and the Auditors thereon.

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in Favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 2952305 | 1824780 | 61.81 | 1824780 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Others | 2447695 | 225388 | 9.21 | 225388 | 0 | 100.00 | 0.00 |
| Total | 5400000 | 2050168 | 37.97 | 2050168 | 0 | 100.00 | 0.00 |

Resolution 2: Declaration of dividend @ Re. 1.00 per share for the financial year 2017-18.

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in Favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 2952305 | 1824780 | 61.81 | 1824780 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Others | 2447695 | 225388 | 9.21 | 225388 | 0 | 100.00 | 0.00 |
| Total | 5400000 | 2050168 | 37.97 | 2050168 | 0 | 100.00 | 0.00 |

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Resolution 3: Re-appointment of Mrs. Anubha Tayal (DIN-00081391), as director, liable to retire by rotation.

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in Favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 2952305 | 1824780 | 61.81 | 1824780 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Others | 2447695 | 225388 | 9.21 | 225388 | 0 | 100.00 | 0.00 |
| Total | 5400000 | 2050168 | 37.97 | 2050168 | 0 | 100.00 | 0.00 |

Resolution 4: Ratification of Cost Auditors' remuneration.

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in Favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 2952305 | 1824780 | 61.81 | 1824780 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Others | 2447695 | 225388 | 9.21 | 225388 | 0 | 100.00 | 0.00 |
| Total | 5400000 | 2050168 | 37.97 | 2050168 | 0 | 100.00 | 0.00 |

Anubha



Resolution 5: Ratification of Increase in Remuneration of Sh. Abhiram Tayal, Managing Director of the Company

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in Favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 2952305 | 684750 | 23.19 | 684750 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Others | 2447695 | 225388 | 9.21 | 222874 | 2514 | 98.88 | 1.12 |
| Total | 5400000 | 910138 | 16.85 | 907624 | 2514 | 99.72 | 0.28 |

Resolution 6: Ratification of Increase in Remuneration of Mr. Karan Dev Tayal , Whole-time Director of the Company.

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in Favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 2952305 | 684750 | 23.19 | 684750 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Others | 2447695 | 225388 | 9.21 | 222874 | 2514 | 98.88 | 1.12 |
| Total | 5400000 | 910138 | 16.85 | 907624 | 2514 | 99.72 | 0.28 |

Note: All the aforesaid resolutions were passed with requisite majority.

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CA SANJEEV JAIN

Practicing Chartered Accountant

Membership No. 500771



SCO-144, 1st Floor, Red Square
Market, Hisar 125001

PH: 01662-230005

CONSOLIDATED SCRUTINIZERS' REPORT

[Pursuant to Section 108, 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Chairperson
HISAR METAL INDUSTRIES LIMITED
CIN:L74899HR1990PLC030937
Near Industrial Development Colony, Delhi Road, Hisar -125005
Haryana, India

28th (Twenty-Eighth) Annual General Meeting ("AGM") of Members of **HISAR METAL INDUSTRIES LIMITED** held on Thursday the 27th September, 2018 at 9.00 a.m. at The Registered Office of the Company situated at Near Industrial Development Colony, Delhi Road, Hisar -125005, Haryana, India.

Dear Sir,

I, Sanjeev Jain, Practicing Chartered Accountant, (Membership No: 500771) was appointed as Scrutinizer to scrutinize the remote e-voting process and also voting by means of Poll at the AGM and for ascertaining the requisite majority on remote e-voting and also on poll through Ballot papers carried out for the resolutions proposed to be passed under the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 on the resolutions as set-out in the notice of the 28th (Twenty-Eighth) Annual General Meeting ("AGM") of Members of **HISAR METAL INDUSTRIES LIMITED** held on Thursday the 27th





September, 2018 at 9.00 a.m. at the Registered Office of the Company situated at Near Industrial Development Colony, Delhi Road, Hisar -125005 Haryana, India.

1. The Company has appointed National Securities Depository Limited (NSDL), as the service provider, for providing the facility of remote e-voting to the Members of the Company. The service provider has provided a system for recording the votes of the shareholders electronically on all the items of the businesses (both Ordinary and Special businesses) sought to be transacted at the 28thAGM of the Company.
2. The remote e-voting period remained open from Monday, 24th September 2018 (09:00 A.M. IST) and ended on Wednesday, 26th September, 2018 (05:00 P.M. IST) on the designated website <https://evoting.nsdl.com> of National Securities Depository Limited ("NSDL").
3. The Members of the Company as on the "cut-off date" i.e. Thursday, 20th September, 2018 were entitled to avail the facility of remote e-voting as well as voting at the venue of AGM through ballot paper on the proposed resolutions (Item nos. 1 to 6) as set out in the Notice dated 11th August, 2018.
4. In line with the provisions of the Companies Act, 2013 (as amended) and in terms of the clarification(s) issued by Ministry of Corporate Affairs, voting by show of hands was not permitted at the General Meeting since the remote e-voting was offered to the members. Therefore, the Chairman ordered for poll through Ballot paper at AGM as per Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amendment made there under).
5. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and rules made there under and SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 at 28th AGM of the Company. My responsibility as Scrutinizer is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice of the AGM.





6. After completion of Poll through Ballot papers, the votes casted through remote e-voting and ballot paper were unblocked in the presence of two witnesses, Ms Divya & Ms Asmita who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence. Votes casted by the members were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the Authorizations/Proxies lodged with the Company.

Divya

Witness 1

Asmita

Witness 2

7. After scrutinizing the system generated report of remote e-voting provided by NSDL and after ascertaining the votes casted by Poll through Ballot papers, I hereby submit the consolidated results of remote e-voting and Poll as under:

Resolution 01: Ordinary Resolution

To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2018, the reports of the Board of Directors and Auditors thereon.

| Mode | No. of Voters | Total Shares | Invalid | | Favour | | Against | |
|-----------------|---------------|----------------|----------|--------------|-----------|----------------|----------|--------------|
| | | | Voters | No. of votes | Voters | No. of votes | Voters | No. of votes |
| Remote e-voting | 3 | 3614 | - | - | 3 | 3614 | - | - |
| Poll | 28 | 2046554 | - | - | 28 | 2046554 | - | - |
| TOTAL | 31 | 2050168 | - | - | 31 | 2050168 | - | - |

Total Valid Votes (Total Votes - Invalid votes) = 2050168

Votes in Favour (% of Total Valid Votes) = 100%





Votes in Against (% of Total Valid Votes) =NIL

Resolution 02: Ordinary Resolution

To declare a dividend of Re. 1/- per share as recommended by the Board of Directors.

| Mode | No. of Voters | Total Shares | Invalid | | Favour | | Against | |
|-----------------|---------------|----------------|----------|--------------|-----------|----------------|----------|--------------|
| | | | Voters | No. of votes | Voters | No. of votes | Voters | No. of votes |
| Remote e-voting | 3 | 3614 | - | - | 3 | 3614 | - | - |
| Poll | 28 | 2046554 | - | - | 28 | 2046554 | - | - |
| TOTAL | 31 | 2050168 | - | - | 31 | 2050168 | - | - |

Total Valid Votes (Total Votes - Invalid votes) = 2050168

Votes in Favour (% of Total Valid Votes) = 100%

Votes in Against (% of Total Valid Votes) =NIL

Resolution 03: Ordinary Resolution

To appoint a Director in place of Mrs. Anubha Tayal (DIN-00081391), who retires by rotation and being eligible, offers herself for re-appointment.

| Mode | No. of Voters | Total Shares | Invalid | Favour | Against |
|------|---------------|--------------|---------|--------|---------|
|------|---------------|--------------|---------|--------|---------|





| | | | Voters | No. of votes | Voters | No. of votes | Voters | No. of votes |
|-----------------|-----------|----------------|----------|--------------|-----------|----------------|----------|--------------|
| Remote e-voting | 3 | 3614 | - | - | 3 | 3614 | - | - |
| Poll | 28 | 2046554 | - | - | 28 | 2046554 | - | - |
| TOTAL | 31 | 2050168 | - | - | 31 | 2050168 | - | - |

Total Valid Votes (Total Votes - Invalid votes) = 2050168

Votes in Favour (% of Total Valid Votes) = 100%

Votes in Against (% of Total Valid Votes) =NIL

Resolution 04: Ordinary Resolution

To fix the remuneration of M/s. Naveen Gupta & Co., Cost Accountants (Firm Registration No 100920) as the Cost Auditor of the company.

| Mode | No. of Voters | Total Shares | Invalid | | Favour | | Against | |
|-----------------|---------------|----------------|----------|--------------|-----------|----------------|----------|--------------|
| | | | Voters | No. of votes | Voters | No. of votes | Voters | No. of votes |
| Remote e-voting | 3 | 3614 | - | - | 3 | 3614 | - | - |
| Poll | 28 | 2046554 | - | - | 28 | 2046554 | - | - |
| TOTAL | 31 | 2050168 | - | - | 31 | 2050168 | - | - |

Total Valid Votes (Total Votes - Invalid votes) = 2050168

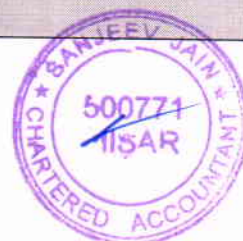
Votes in Favour (% of Total Valid Votes) = 100%

Votes in Against (% of Total Valid Votes) =NIL

Resolution 05: Special Resolution

To Increase in Remuneration of Sh Abhiram Tayal, Managing Director of the Company.

| Mode | No. of Voters | Total Shares | Invalid | Favour | Against |
|------|---------------|--------------|---------|--------|---------|
| | | | | | |





| | | | Voters | No. of votes | Voters | No. of votes | Voters | No. of votes |
|-----------------|-----------|---------------|----------|--------------|-----------|---------------|----------|--------------|
| Remote e-voting | 3 | 3614 | - | - | 2 | 1100 | 1 | 2514 |
| Poll | 26 | 906524 | - | - | 26 | 906524 | - | - |
| TOTAL | 29 | 910138 | - | - | 28 | 907624 | 1 | 2514 |

Total Valid Votes (Total Votes - Invalid votes) = 910138

Votes in Favour (% of Total Valid Votes) = 99.72%

Votes in Against (% of Total Valid Votes) = 0.28%

Resolution 06: Special Resolution

To Increase in Remuneration of Mr. Karan Dev Tayal , Whole-time Director of the Company.

| Mode | No. of Voters | Total Shares | Invalid | | Favour | | Against | |
|-----------------|---------------|---------------|----------|--------------|-----------|---------------|----------|--------------|
| | | | Voters | No. of votes | Voters | No. of votes | Voters | No. of votes |
| Remote e-voting | 3 | 3614 | - | - | 2 | 1100 | 1 | 2514 |
| Poll | 26 | 906524 | - | - | 26 | 906524 | - | - |
| TOTAL | 29 | 910138 | - | - | 28 | 907624 | 1 | 2514 |

Total Valid Votes (Total Votes - Invalid votes) = 910138

Votes in Favour (% of Total Valid Votes) = 99.72%

Votes in Against (% of Total Valid Votes) = 0.28%

8. All the papers relating to voting by remote e-voting and Poll shall remain in the safe custody of the Scrutinizer until the Chairperson/ Co-Chairperson considers, approves and signs the minutes of AGM and thereafter, the Scrutinizer shall hand over the related papers to the Company.



CA SANJEEV JAIN

Practicing Chartered Accountant

Membership No. 500771



SCO-144, 1st Floor, Red Square
Market, Hisar 125001

PH: 01662-230005

9. Based on the above voting, we confirm that all the resolutions has been carried on with requisite majority, accordingly we request the Chairman of the 28thAGM, to announce the result of the meeting.



A handwritten signature in blue ink, appearing to read 'Sanj'.

CA SANJEEV JAIN

Practicing Chartered Accountant

Membership No: 500771

Date: 27th September, 2018

Place: Hisar

A handwritten signature in blue ink, appearing to be a cursive signature.

Counter Signed by Chairperson