



Hilton Metal Forging Ltd. TM

GOVT. RECOGNIZED EXPORT HOUSE

CIN : I-28900 MH 2005 PLC 154986

CORPORATE OFFICE :
204, TANISHKA COMMERCIAL BUILDING,
AKURLI ROAD, KANDIVALI (EAST),
MUMBAI – 400101.



Certificate : 44 100 021868-E3



TÜVRheinland®
Precisely Right.

TEL. : 91 - 22- 4042 6565
FAX : 91 - 22 - 4042 6566
E-MAIL : info@hiltonmetal.com
VISIT US AT : www.hiltonmetal.com

Date: 29th September, 2018

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Script Code : 532847	National Stock Exchange of India Limited 5 th Floor, Exchange Plaza, Bandra Kurla Complex Bandra(East) Mumbai-400051 Script: HILTON
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Sub: Disclosure on voting results of 13th Annual General Meeting of Hilton Metal Forging Limited

Dear Sir/Madam,

The Thirteenth Annual General Meeting (AGM) of the Members of the Company was held on 28th September, 2018. The requisite quorum was present for the meeting. The details of the resolutions passed are as follows:

Sr. No	Resolutions	E-voting and Ballot voting results
	ORDINARY BUSINESS	
1.	Adoption of the Audited Financial Statements and Reports thereon for the financial year ended March 31, 2018, together with the Report of the Board of Directors and the Auditor's thereon.	Passed by majority
2.	Re-appointment of Mrs. Diksha Yuvraj Malhotra (DIN: 01393249) as Executive Director who retires by rotation.	Passed by majority
	SPECIAL BUSINESS	
3.	Appointment of M/s Anil Bansal & Associates, Chartered Accountants as Statutory Auditors of the Company for filling casual vacancy caused by the resignation of M/s R Jaitlia & Co. Chartered Accountants.	Passed by Requisite majority



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Sr. No	Resolutions	E-voting and Ballot voting results
4.	Appointment of M/s Anil Bansal & Associates, Chartered Accountants as the Statutory Auditors of the Company for a term of up to five years and fixing their remuneration.	Passed by Requisite majority
5.	Regularisation of Additional Director, Mr. Sukesh Kumar Joshi, by appointing him as Independent Director of the Company.	Passed by Requisite majority
6.	Remuneration of Cost Auditor for the financial year ending 31st March 2019	Passed by Requisite majority
7.	Reappointment of Mrs. Diksha Yuvraj Malhotra (DIN: 01393249).	Passed by Requisite majority

Please find enclosed the following:

1. Voting Results as required pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 enclosed as Annexure-I.
2. Combined scrutinizer report of the voting results of the 13th Annual General Meeting of the Company.

Please take the same on your record and acknowledge the receipt.

Thanking you,

Yours sincerely,

FOR HILTON METAL FORGING LIMITED


Sajan Motwani
Compliance Officer



Hilton Metal Forging Ltd. TM

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DISCLOSURE AS PER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Sr. No	Particulars		
1	Date of Annual General Meeting ('AGM')		28 th August, 2018
2	Book Closure Date		Friday, 21 st September, 2018 to Friday 28 th September, 2018 (both days inclusive)
3	Total number of shareholders on record date		8821
4	No. of Shareholders present in the meeting either in person or through proxy	Promoters and Promoter Group	3
		Public	64
5	No. of Shareholders attended the meeting through video conferencing	Promoters and Promoter Group	-
		Public	-

FOR HILTON METAL FORGING LIMITED


Sajan Motwani
Compliance Officer

Resolution No. 1 : Adoption of the Audited Financial Statements and Reports thereon for the financial year ended March 31, 2018, together with the Report of the Board of Directors and the Auditor's thereon.

Resolution Required: Ordinary

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
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	6164962	0	0.00	0	0	0.000	0.000
	Poll		6158962	99.90	6158962	0	100.000	0.000
	Total	6164962	6158962	99.90	6158962	0	100.000	0.000
Public Institutions	E-voting	71	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Total	71	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	6277983	3861	0.06	336	3525	8.700	91.300
	Poll		2451	0.04	2451	0	10.000	0.000
	Total	6277983	6312	0.10	2787	3525	44.150	55.850
Total		12443016	6165274	49.55	6161749	3525	99.943	0.057

Resolution No. 2 : Re-appointment of Mrs. Diksha Yuvraj Malhotra (DIN: 01393249) as Executive Director who retires by rotation.

Resolution Required: Ordinary

Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes on Polled 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	E-voting	6164962	0	0.00	0	0	0.000	0.000
	Poll		341165	5.53	341165	0	100.000	0.000
	Total	6164962	341165	5.53	341165	0	100.000	0.000
Public Institutions	E-voting	71	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Total	71	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	6277983	3861	0.06	336	3525	8.700	91.300
	Poll		2451	0.04	2451	0	100.000	0.000
	Total	6277983	6312	0.10	2787	3525	44.150	55.850
Total		12443016	347477	2.79	343952	3525	98.986	1.014

Resolution No. 3 : Appointment of M/s Anil Bansal & Associates, Chartered Accountants as Statutory Auditors of the Company for filling casual vacancy caused by the resignation of M/s R Jaitlia & Co. Chartered Accountants.

Resolution Required: Ordinary

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
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	6164962	0	0.00	0	0	0.000	0.000
	Poll		6158962	99.90	6158962	0	100.000	0.000
	Total	6164962	6158962	99.90	6158962	0	100.000	0.000
Public Institutions	E-voting	71	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Total	71	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	6277983	3861	0.06	336	3525	8.700	91.300
	Poll		2451	0.04	2451	0	10.000	0.000
	Total	6277983	6312	0.10	2787	3525	44.150	55.850
Total		12443016	6165274	49.55	6161749	3525	99.943	0.057

Resolution No. 4 : Appointment of M/s Anil Bansal & Associates, Chartered Accountants as the Statutory Auditors of the Company for a term of up to five years and fixing their remuneration.

Resolution Required: Ordinary

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
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	6164962	0	0.00	0	0	0.000	0.000
	Poll		6158962	99.90	6158962	0	100.000	0.000
	Total	6164962	6158962	99.90	6158962	0	100.000	0.000
Public Institutions	E-voting	71	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Total	71	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	6277983	3861	0.06	336	3525	8.700	91.300
	Poll		2451	0.04	2451	0	10.000	0.000
	Total	6277983	6312	0.10	2787	3525	44.150	55.850
Total		12443016	6165274	49.55	6161749	3525	99.943	0.057

Resolution No. 5 :Regularisation of Additional Director, Mr. Sukesh Kumar Joshi, by appointing him as Independent Director of the Company.

Resolution Required: Ordinary

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
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	6164962	0	0.00	0	0	0.000	0.000
	Poll		6158962	99.90	6158962	0	100.000	0.000
	Total	6164962	6158962	99.90	6158962	0	100.000	0.000
Public Institutions	E-voting	71	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Total	71	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	6277983	3861	0.06	336	3525	8.700	91.300
	Poll		2451	0.04	2451	0	10.000	0.000
	Total	6277983	6312	0.10	2787	3525	44.150	55.850
Total		12443016	6165274	49.55	6161749	3525	99.943	0.057

Resolution No. 6 : Remuneration of Cost Auditor for the financial year ending 31st March 2019.

Resolution Required: Ordinary

Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes on Polled 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	E-voting	6164962	0	0.00	0	0	0.000	0.000
	Poll		6158962	99.90	6158962	0	100.000	0.000
	Total	6164962	6158962	99.90	6158962	0	100.000	0.000
Public Institutions	E-voting	71	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Total	71	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	6277983	3861	0.06	336	3525	8.700	91.300
	Poll		2451	0.04	2451	0	10.000	0.000
	Total	6277983	6312	0.10	2787	3525	44.150	55.850
Total		12443016	6165274	49.55	6161749	3525	99.943	0.057

Resolution No. 7 : Reappointment of Mrs. Diksha Yuvraj Malhotra (DIN: 01393249).**Resolution Required: Special**

Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes on Polled 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	E-voting	6164962	0	0.00	0	0	0.000	0.000
	Poll		6158962	99.90	6158962	0	100.000	0.000
	Total	6164962	6158962	99.90	6158962	0	100.000	0.000
Public Institutions	E-voting	71	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Total	71	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	6277983	3861	0.06	336	3525	8.700	91.300
	Poll		2451	0.04	2451	0	10.000	0.000
	Total	6277983	6312	0.10	2787	3525	44.150	55.850
Total		12443016	6165274	49.55	6161749	3525	99.943	0.057

- Notes: 1) The number of votes does not include invalid votes.
2) All the above were passed by requisite majority.

Haresh Sanghvi
Practicing Company Secretary

The Chairman
13th Annual General Meeting ("AGM") of the Equity Shareholders of
Hilton Metal Forging Limited

Dear Sir,

Re: Consolidated Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the rules framed thereunder and voting conducted at the AGM.

I, Haresh Sanghvi, Practicing Company Secretary, had been appointed by the Board of Directors of **Hilton Metal Forging Limited** ("the Company") at its meeting held on 10th August, 2018 for the purpose of:

- i. Scrutinizing the e-voting process under the provisions of section 108 of the Companies Act, 2013 and the rules framed thereunder; and
- ii. Voting through Ballot paper at the AGM.

on the resolutions contained in the Notice of the 13th Annual General Meeting (AGM) of the Equity shareholders of the Company held on the 28th September, 2018 at the Whispering Palms Club House, Whispering Palms, Lokhandwala Town Ship, Kandivali East, Mumbai 400 101 at 03.30 p.m.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting and voting by Ballot papers at the AGM on the resolution contained in the notice of 13th AGM of the Company. My responsibility as a scrutinizer for the e-voting process and voting by Ballot papers at the AGM are restricted to ensure that the voting process by e-voting and voting by Ballot papers are conducted in a fair and transparent manner and presenting Consolidated Scrutinizer's report on the total votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), an agency appointed by the Company to provide e-voting facilities and the report generated on voting by Ballot papers at the AGM.



306-308, K Building, W. H. Marg, Ballard Estate, Fort, Mumbai- 400 001
Phone: 022-4002 1712 , 022-2263 1149; e-mail: hpsanghvi@gmail.com

Hareesh Sanghvi
Practicing Company Secretary

3. I have issued a separate Scrutinizer's report dated 29th September, 2018 for the remote e-voting and on the voting by Ballot papers at the AGM on the resolutions contained in the Notice of the AGM.
4. I submit herewith my Consolidated Scrutinizer's Report on the results of voting through remote e-voting and voting by Ballot papers at the AGM as under:

Item No. 1: Adoption of the Audited Financial Statements and Reports thereon for the financial year ended 31st March, 2018, together with the report of the Directors' and the Auditor's thereon.

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	12	336	54	6161413	66	6161749	99.943
Dissent	3	3525	0	0	3	3525	0.057
Total	15	3861	54	6161413	69	6165274	100
Invalid Votes / Abstained from voting	0	0	2	12	2	12	0

Item No. 2: Re-appointment of Mrs. Diksha Yuvraj Malhotra (DIN: 01393249) as Executive Director who retires by rotation.

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	12	336	49	343616	61	343952	98.982
Dissent	3	3525	0	0	3	3525	1.014
Total	15	3861	49	343616	64	347477	99.96
Invalid Votes / Abstained from voting	0	0	2	12	2	12	0.004



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Harsh Sanghvi
Practicing Company Secretary

Item No. 3: Appointment of M/s. Anil Bansal & Associates, Chartered Accountants as Statutory Auditors of the Company for filling casual vacancy caused by the resignation of M/s. R Jaitlia & Co. Chartered Accountants

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	12	336	54	6161413	66	6161749	99.943
Dissent	3	3525	0	0	3	3525	0.057
Total	15	3861	54	6161413	69	6165274	100
Invalid Votes / Abstained from voting	0	0	2	12	2	12	0

Item No. 4: Appointment of M/s. Anil Bansal & Associates, Chartered Accountants as the Statutory Auditors of the Company for a term of up to five years and fixing their remuneration.

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	12	336	54	6161413	66	6161749	99.943
Dissent	3	3525	0	0	3	3525	0.057
Total	15	3861	54	6161413	69	6165274	100
Invalid Votes / Abstained from voting	0	0	2	12	2	12	0

Item No. 5: Regularisation of Additional Director, Mr. Sukesh Kumar Joshi, by appointing him as Independent Director of the Company

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	12	336	54	6161413	66	6161749	99.943
Dissent	3	3525	0	0	3	3525	0.057
Total	15	3861	54	6161413	69	6165274	100
Invalid Votes / Abstained from voting	0	0	2	12	2	12	0



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Haresh Sanghvi
Practicing Company Secretary

Item No. 6: Remuneration of Cost Auditor for the financial year ending 31st March, 2019

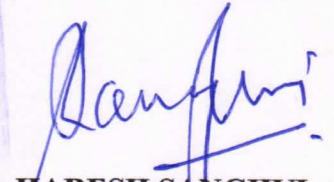
Particulars	Remote e-Votes		Voting at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	12	336	54	6161413	66	6161749	99.943
Dissent	3	3525	0	0	3	3525	0.057
Total	15	3861	54	6161413	69	6165274	100
Invalid Votes / Abstained from voting	0	0	2	12	2	12	0

Item No. 7: Reappointment of Mrs. Diksha Yuvraj Malhotra (DIN: 01393249)

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	12	336	54	6161413	66	6161749	99.943
Dissent	3	3525	0	0	3	3525	0.057
Total	15	3861	54	6161413	69	6165274	100
Invalid Votes / Abstained from voting	0	0	2	12	2	12	0

5. I hereby confirm that I am maintaining the registers received from the service providers electronically and/or manually, in respect of the votes cast through e-voting and voting by Ballot papers at the AGM by the shareholders of the Company. All relevant records were sealed and handed over to the Company Secretary.




HARESH SANGHVI
Practicing Company Secretary
FCS-2259 COP-3675

Place : Mumbai
Date : 29/09/2018

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