

July 30, 2020

To The Department of Corporate Services –CRD BSE Ltd P.J.Towers, Dalal Street, MUMBAI – 400 001	To National Stock Exchange of India Limited 5 <sup>th</sup> Floor, Exchange Plaza Bandra (E), MUMBAI – 400 051
<b>Scrip Code: 509675/HIL</b> <b>Through: Listing Center</b>	<b>Scrip Symbol: HIL</b> <b>Through NEAPS Portal</b>

Dear Sir/Madam,

**Sub: Scrutinizer Report on the voting results of the 73<sup>rd</sup> AGM held on July 29, 2020**  
**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure) Regulations, 2015 (Listing Regulations)**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure) Regulations, 2015 (Listing Regulations), Mr. Mohit Gurjar (CP No 18644), Practicing Company of M/s. P S Rao & Associates who was appointed to scrutinize the e-voting (remote e-voting and AGM e-voting) has submitted his report dated July 30, 2020 and the same is enclosed herewith.

As per the scrutinizer report, the following resolutions were approved by the members.

No	Type and Description of the resolutions passed by the Members
<b>Ordinary Business</b>	
Item No-1	<b>Ordinary Resolution:</b> Adoption of Financial Statements (Standalone & Consolidated) along with reports of the Board of Directors ('the Board') and Auditors thereon for the year ended March 31, 2020 Approved with overwhelming majority
Item No-2	<b>Ordinary Resolution:</b> To confirm the payment of Interim Dividend and Declaration of Final Dividend for the year ended March 31, 2020. Approved with overwhelming majority
Item No-3	<b>Ordinary Resolution:</b> To appoint a Director in place of Mr. CK Birla (DIN: 00118473), who retires by rotation and being eligible, offers himself for re-appointment Approved with overwhelming majority
<b>Special Business</b>	
Item No-4	<b>Ordinary Resolution:</b> To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2021 Approved with overwhelming majority

You are requested to take on record the above said information and the same is also available on the website of the Company @ [www.hil.in](http://www.hil.in)

Thanking you  
Yours faithfully  
For HIL LIMITED

G. Manikandan  
Company Secretary & Financial Controller.



### Combined Scrutinizer Report

To  
The Managing Director,  
HIL Limited  
Office No. 1 & 2, L7 Floor, SLN Terminus,  
Survey no133, Near Botanical Gardens, Gachibowli,  
Hyderabad-500032

**Sub:** Consolidated Scrutinizer's Report on remote e-voting and venue e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 73<sup>rd</sup> Annual General Meeting of HIL Limited held on Wednesday, July 29, 2020 at 3:00 p.m. through video conferencing ('VC') / other audio visual means ('OAVM').

Dear Sir,

I, Mohit Gurjar, of M/s P. S.Rao & Associates, Company Secretaries state that I was appointed as the scrutinizer for the 73<sup>rd</sup> Annual General Meeting by the Board of Directors of HIL Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting held during the period Saturday, July 25, 2020 (9:00 a.m. IST) to Tuesday, July 28, 2020 (5:00 p.m. IST) and was also appointed as Scrutinizer by the Chairman of the AGM, to scrutinize the e-voting process held during the 73<sup>rd</sup> Annual General Meeting ("AGM") of HIL Limited on Wednesday, July 29, 2020 at 3:00 p.m. through VC / OA VM in a fair and transparent manner and for ascertaining the requisite majority and giving my report in connection with items of business as provided in the notice of the AGM dated May 25<sup>th</sup>, 2020. Accordingly I report as under :

1. The notice dated May 25, 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

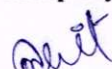


*Mohit*



2. The Company has availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting and voting at the AGM by the ~~Shareholders of the~~ Company.
3. The voting period for remote e-voting commenced on Saturday, July 25, 2020 (9:00 a.m. IST) and ended on Tuesday, July 28, 2020 (5:00 p.m. IST) and the NSDL e-voting platform was blocked thereafter.
4. The shareholders of the Company holding shares as on the "cut-off" date of Thursday, July 22, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM during aforesaid e-voting period.
5. The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OA VM and who had not cast their vote earlier.
6. After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
7. I have scrutinized and reviewed the remote e-voting done prior and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
8. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions stated in the Notice of AGM.
9. I now submit my consolidated Report as **Annexure -1** on the result of the remote e-voting and e-voting held at the AGM in respect of the said resolutions.

**For P.S. Rao & Associates  
Company Secretaries**

  
**Mohit Gurjar**  
**Partner**  
**C.P No. 18644**  
**UDIN: A020557B000528163**



**Place: Hyderabad**  
**Date: 30<sup>th</sup> July, 2020**



S.No	Resolution Description	Mode	Valid Ballots Received	Total Valid Votes	Favor			Against			Invalid		
					Ballots	Votes	% of total valid votes	Ballots	Votes	% of total valid votes	Ballots	Votes	% of total valid votes
1	To receive, consider and adopt the financial statements (Standalone and Consolidated) for the financial year ended March 31, 2020, together with the statement of profit & Loss and cash flow statement for the financial year ended on that date and the reports of the Board of Directors ("the Board") and Auditors thereon.(Ordinary Resolution)	Electronic	136	3635530	131	3635375	99.99	5	155	0.01	0	0	-
		Poll	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	
		Total	136	3635530	131	3635375	99.99	5	155	0.01	0	0	
2	To declare final dividend of 10.00 per equity share and to confirm the interim dividend of 10.00 per equity share already paid for the financial year ended March 31, 2020. Ordinary Resolution)	Electronic	137	3637626	133	3637504	99.99	4	122	0.01	0	0	-
		Poll	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	
		Total	137	3637626	133	3637504	99.99	4	122	0.01	0	0	
3	To appoint a Director in place of Mr. CK Birla (DIN: 00118473), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)	Electronic	137	3637626	129	3633666	99.89	8	3960	0.11	0	0	-
		Poll	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	
		Total	137	3637626	129	3633666	99.99	8	3960	0.01	0	0	
4	To ratify the remuneration of the cost auditors for the financial year ending March 31, 2021. (Ordinary Resolution)	Electronic	137	3637626	129	3637453	99.99	8	173	0.01	0	0	-
		Poll	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	
		Total	137	3637626	129	3637453	99.99	8	173	0.01	0	0	

For P.S.Rao & Associates.,  
Company Secretaries

Mohit Gurjar  
Partner  
CP No. 18644  
UDIN: A020557B000528163



Place: Hyderabad  
Date: 30<sup>th</sup> July, 2020