



29th September, 2016

The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata – 700 001

Dear Sir,

Sub: Outcome of Annual General Meeting – Regulation 30(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

We wish to inform you that at the 72nd Annual General Meeting of HGI Industries Limited held on 29th September, 2016 at 11 a.m and concluded on 12 noon at Industry House, 19th Floor, 10, Camac Street, Kolkata – 700 017.

Brief Proceedings

1. Shri J P Kanoria, Director of the Company Chaired the proceedings of the meeting.
2. The Chairman briefly covered the items of business before AGM and inquired from the members present whether they required any clarification on them, particularly on the Financial Statements of the Company but no member sought clarification.
3. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer e-voting facility to the member in respect of the business to be transacted at the said meeting. The voting commenced on 26.09.2016 at 9 a.m and ends on 28.09.2016 at 5 p.m.
4. The following businesses have been transacted at the AGM of the Company.

ORDINARY BUSINESS:

- I. Adoption of the Audited Balance Sheet as at 31st March, 2016, the Statement of Profit & Loss and Cash Flow Statement for the year ended 31st March, 2016, together with the Report of the Directors' and Auditors' thereon.
- II. Re-appointment of Mr. Arvind Kumar Newar, Director, retiring by rotation.



HGI Industries Limited
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10, Camac Street, Kolkata 700 017, India

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Fax + 91 33 30518300
CIN L40200WB1944PLC011754

E-mail hginet@adityabirla.com
Website www.hgil.com

ADITYA BIRLA



III. Ratification of appointment of M/s. Salarpuria, Jajodia & Co., Chartered Accountants, Kolkata as Statutory Auditors of the Company.

The result of voting alongwith Report of the Scrutinizer is annexed herewith.

The above is for your information and records please.

Thanking you,
Yours faithfully,

For HGI Industries Limited



Shubhradip Bose
Company Secretary
A34099



Encl: As above



S.SARKAR & ASSOCIATES
Company Secretaries

Bentick Chamber, 2nd Floor, Room No-216A/1,
37A Bentinck Street, Kolkata-700069
Mob: (+ 91) 9231699339, 7278563812
Email: essandip.sarkar@gmail.com

SCRUTINIZER'S REPORT

The Chairman
Board of Directors
HGI Industries Limited
Industry House, 18th Floor,
10, Camac Street
Kolkata - 700017

Dear Sir,

Sub. : Scrutinizer Report on e-voting pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014.

1. We S. Sarkar & Associates, Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of the Company pursuant to the above provision of the Companies Act, 2013, to scrutinize the electronic voting process & Physical voting process and to ascertain the requisite majority on e-voting & physical voting carried out for the below mentioned resolutions passed at the 72nd Annual General Meeting of the Company held on 29th September of 2016.
2. The Company has appointed National Securities Depository Limited (NSDL) as a service provider to extend the facility of electronic voting to the members of the Company. M/s. MCS Share Transfer Agent Ltd is the share transfer agent of the Company. The service provider has accordingly provided the facility of e-voting through their web site www.evoting.nsdl.com
3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the related rules in relation to e-voting and voting through ballot on the resolutions contained in the notice dated 11th August, 2016, to the 72nd Annual General Meeting of the Company. Our responsibilities as a Scrutinizer is restricted to make a Scrutinizer's Report of the votes casted in favour or against the resolutions as stated, based on the Report generated from the e-voting system generated by NSDL, the authorized agency engaged by the Company to provide e-voting facilities and polled through ballot at the 72nd Annual General Meeting of the Company.
4. Further to the above we submit our report as under:
 - a. The e-voting period remain opened from 9.AM. 26.09.2016 To 5.P.M 28.09.2016





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Company Secretaries

Bentinck Chamber, 2nd Floor, Room No-216A/1,

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Email: cssandip.sarkar@gmail.com

- b. The Members of the Company as on the cut-off date 22.09.2016 were entitled to vote on the resolutions.
- c. The votes casted through e-voting were unblocked on 28th September, 2016 in the presence of two numbers of witnesses, who were not employee of the Company.
- d. The details of the share holders who voted for or against the resolution that were put to vote, were generated from the e-voting website of NSDL and through ballot at the venue of the Annual General Meeting of the Company and based on such Report the details of the voting results are as under:

Ordinary resolution: To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2016, together with the Report of the Directors' and Auditors' thereon.

| Category | In-favour of the Resolution | | | Against the Resolution | | | Invalid votes | |
|----------------------------------------------|-----------------------------|----------------------|--------------------------------------|-------------------------|----------------------|--------------------------------------|-------------------------|----------------------|
| | Number of Share Holders | No. of shares/ votes | Percentage of shares/ votes received | Number of Share Holders | No. of shares/ votes | Percentage of shares/ votes received | Number of Share Holders | No. of shares/ votes |
| Promoter and Promoter Group | 5 | 651,730 | 100 | NIL | NIL | NIL | NA | NA |
| Public Financial Institution/ Body Corporate | 7 | 821,590 | 100 | NIL | NIL | NIL | NA | NA |
| Public | 10 | 895 | 100 | NIL | NIL | NIL | NA | NA |
| Total | 22 | 1,474,215 | 100 | NIL | NIL | NIL | NA | NA |





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Email: cssandip.sarkar@gmail.com

Ordinary Resolution: To appoint a Director in place of Mr. Arvind Kumar Newar (DIN: 00469492), who retires by rotation at this Annual General Meeting and being eligible, offered himself for re-appointment.

| Category | In-favour of the Resolution | | | Against the Resolution | | | Invalid votes | |
|----------------------------------------------|-----------------------------|----------------------|--------------------------------------|-------------------------|----------------------|--------------------------------------|-------------------------|----------------------|
| | Number of Share Holders | No. of shares/ votes | Percentage of shares/ votes received | Number of Share Holders | No. of shares/ votes | Percentage of shares/ votes received | Number of Share Holders | No. of shares/ votes |
| Promoter and Promoter Group | 5 | 651,730 | 100 | NIL | NIL | NIL | NA | NA |
| Public Financial Institution/ Body Corporate | 7 | 821,590 | 100 | NIL | NIL | NIL | NA | NA |
| Public | 10 | 895 | 100 | NIL | NIL | NIL | NA | NA |
| Total | 22 | 1,474,215 | 100 | NIL | NIL | NIL | NA | NA |





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Ordinary Resolution: Ratification of Appointment of M/s. Salarpuria, Jajodia & Co. Chartered Accountants, Auditor of the Company for the Financial year 2016-2017.

| Category | In-favour of the Resolution | | | Against the Resolution | | | Invalid votes | |
|----------------------------------------------|-----------------------------|----------------------|--------------------------------------|-------------------------|----------------------|--------------------------------------|-------------------------|----------------------|
| | Number of Share Holders | No. of shares/ votes | Percentage of shares/ votes received | Number of Share Holders | No. of shares/ votes | Percentage of shares/ votes received | Number of Share Holders | No. of shares/ votes |
| Promoter and Promoter Group | 5 | 651,730 | 100 | NIL | NIL | NIL | NA | NA |
| Public Financial Institution/ Body Corporate | 7 | 821,590 | 100 | NIL | NIL | NIL | NA | NA |
| Public | 10 | 895 | 100 | NIL | NIL | NIL | NA | NA |
| Total | 22 | 1,474,215 | 100 | NIL | NIL | NIL | NA | NA |

Place : KOLKATA

Dated : 29.09.2016

Thanking you,
For S. SARKAR & ASSOCIATES
Company Secretaries

(SANDIP SARKAR)
Proprietor
Membership No.-FCS-7524
CP.No-9483



HGI INDUSTRIES LIMITED

| A | DATE OF AGM | 29 th September, 2016 |
|---|--------------------------------------------------------------------------------------------------------------------------------|----------------------------------|
| B | Total Number of Shareholders as on Record date (Being the cut off date for determining shareholders entitled for Voting- DATE) | 1544 |
| C | No of shareholders present in the meeting either in person or through Proxy - Promoters and Promoter Group - Public | 18 NIL 18 |
| D | No. of shareholders attended the meeting through Video conferencing - Promoters and Promoter Group - Public | |

AGENDA WISE

ORDINARY BUSINESS

Item No. 1 : To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2016, together with the Report of the Directors' and 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 In 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 | 651,730 | 651,730 | 100.00 | 651,730 | NIL | 100.00 | NIL |
| | Poll/Ballot Process | | | | | | | |
| | Postal Ballot (If applicable) | | | | | | | |
| Public Institutions | E- Voting | | | | | | | |
| | Poll/Ballot Process | | | | | | | |
| | Postal Ballot (If applicable) | | | | | | | |
| Public- Non Institutions | E- Voting | 821,590 | 821,590 | 100.00 | 821,590 | NIL | 100.00 | NIL |
| | Poll/Ballot Process | 895 | 895 | 100.00 | 895 | NIL | 100.00 | NIL |
| | Postal Ballot (If applicable) | | | | | | | |
| | Total | 1,474,215 | 1,474,215 | 100.00 | 1,474,215 | NIL | 100.00 | NIL |



Item No.2 :

To appoint a Director in place of Mr. Arvind Kumar Newar (DIN: 00469492), who retires by rotation at this Annual General Meeting and being eligible, offered himself for re-appointment.

Whether Promoter/Promoter Group are interested in the agenda/resolution?

NO

| Category | Made 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 in 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 | 651,730 | 651,730 | 100.00 | 651,730 | NIL | 100.00 | NIL |
| | Postal Ballot (If applicable) | | | | | | | |
| | E- Voting | | | | | | | |
| | Postal Ballot (If applicable) | | | | | | | |
| Public Institutions | Postal Ballot (If applicable) | | | | | | | |
| | E- Voting | 821,590 | 821,590 | 100.00 | 821,590 | NIL | 100.00 | NIL |
| | Postal Ballot (If applicable) | 895 | 895 | 100.00 | 895 | NIL | 100.00 | NIL |
| Public- Non Institutions | Postal Ballot (If applicable) | | | | | | | |
| | E- Voting | | | | | | | |
| | Postal Ballot (If applicable) | | | | | | | |
| | Total | 1,474,215 | 1,474,215 | 100.00 | 1,474,215 | NIL | 100.00 | NIL |



Item No.3 :

Ratification of Appointment of M/s. Salarpura, Jajodia & Co. Chartered Accountants, Auditor of the Company for the Financial year 2016-2017.

Whether Promoter/Promoter Group are interested in the 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 in 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 | 651,730 | 651,730 | 100.00 | 651,730 | NIL | 100.00 | NIL |
| | Poll/Ballot Process | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| Public Institutions | E- Voting | | | | | | | |
| | Poll/Ballot Process | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| Public- Non Institutions | E- Voting | 821,590 | 821,590 | 100.00 | 821,590 | NIL | 100.00 | NIL |
| | Poll/Ballot Process | 895 | 895 | 100.00 | 895 | NIL | 100.00 | NIL |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 1,474,215 | 1,474,215 | 100.00 | 1,474,215 | NIL | 100.00 | NIL |

For HGI Industries Limited

Sudhrajit Bose
Sudhrajit Bose
Company Secretary



29th September, 2016