



**HGI/Finance & Accounts/Secretarial/26-27/07**

4<sup>th</sup> May, 2026

To,  
The Secretary,  
The Calcutta Stock Exchange Limited,  
7, Lyons Range, Dalhousie,  
Kolkata – 700 001

Dear Madam/ Sir,

**Sub: Disclosure of Voting Results of Postal Ballot (including remote e-voting) pursuant to Regulation 44(3) and Outcome of the Postal Ballot pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations)**

1. In continuation of our letter dated 2<sup>nd</sup> April, 2026 and 4<sup>th</sup> April 2026, we wish to inform you that the Members of the Company, have passed Special Resolution, approval to Voluntary Delist Equity Shares of the Company from The Calcutta Stock Exchange Ltd., as stated in the Postal Ballot Notice dated 27<sup>th</sup> March, 2026, with requisite majority.
2. The details of the voting results of Postal Ballot (including remote e-voting) in terms of the provisions of Regulation 44(3) of the SEBI LODR Regulation and the Scrutinizer's Report are attached as **Annexure A** and **Annexure B** respectively.
3. The same have also been uploaded on the website of the Companies at [www.hgiil.com](http://www.hgiil.com).

The above is for your information, records and dissemination please.

Thank you,

Yours sincerely,  
For **HGI Industries Limited**

**Sumit Kundu**  
**Company Secretary**  
**A-63721**

Enclosed as above

**HGI Industries Limited**

Regd. Office: Industry House, 18<sup>th</sup> Floor, 10, Camac Street, Kolkata – 700017, India  
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## HGI INDUSTRIES LIMITED

Annexure - A

<b>A</b>	Date of declaration of the results of Postal Ballot	<b>4th May, 2026</b>
<b>B</b>	Total Number of Shareholders as on Record date (Being the cut off date for determining shareholders entitled for Voting- DATE)	<b>1529</b>
<b>C</b>	No of shareholders present in the meeting either in person or through Proxy	
	- Promoters and Promoter Group	<b>Not Applicable</b>
	- Public	<b>Not Applicable</b>
<b>D</b>	No. of shareholders attended the meeting through Video conferencing	
	- Promoters and Promoter Group	<b>Not Applicable</b>
	- Public	<b>Not Applicable</b>

**SPECIAL BUSINESS**

**Resolution No.** 1  
**Resolution required:** Special Resolution: Approval for Voluntary Delisting of the Equity Shares of the Company from The  
(Ordinary/Special) Calcutta Stock Exchange Limited.

Whether Promoter/Promoter Group are interested in the agenda/resolution?	<b>YES</b>
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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
<b>Promoter and Promoter Group</b>	<b>E- Voting</b>	7,33,440	6,65,141	90.69	6,65,141	-	100.00	-
	<b>Pol/Ballot Process</b>							
	<b>Postal Ballot ( If applicable)</b>							
	<b>Total</b>		7,33,440	6,65,141	90.69	6,65,141	-	100.00
<b>Public Institutions</b>	<b>E- Voting</b>	15,92,870	9,57,896	60.14	9,57,896	-	100.00	-
	<b>Pol/Ballot Process</b>		-					
	<b>Postal Ballot ( If applicable)</b>							
	<b>Total</b>		15,92,764	9,57,896	60.14	9,57,896	-	100.00
<b>Public- Non Insititutions</b>	<b>E- Voting</b>	14,61,345	7,13,060	48.79	7,12,855	205	99.97	0.03
	<b>Pol/Ballot Process</b>							
	<b>Postal Ballot ( If applicable)</b>							
	<b>Total</b>		14,61,451	7,13,060	48.79	7,12,855	205	99.97
<b>Grand Total</b>		<b>37,87,655</b>	<b>23,36,097</b>	<b>61.68</b>	<b>23,35,892</b>	<b>205</b>	<b>99.99</b>	<b>0.01</b>

For HGI Industries Limited

Sumit Kundu  
Company Secretary  
ACS 63721  
4th May, 2026



# TAUSIF & ASSOCIATES

Practicing Company Secretaries

3rd Floor, Devi Darshan  
83, Shyama Prasad Mukherjee Road  
Kolkata- 700 026  
Phone : +91 84209 34642  
e-mail : tausif.warsi707@gmail.com

## SCRUTINIZER'S REPORT

To  
Board of Directors  
**HGI INDUSTRIES LIMITED**  
Industry House, 18<sup>th</sup> Floor,  
10, Camac Street, Kolkata- 700 017

### SUB: SCRUTINIZER'S REPORT ON RESOLUTION PASSED THROUGH POSTAL BALLOT AND EVOTING.

We, Tausif & Associates, Practicing Company Secretaries (Membership No. F11959, CP No.: 18170) was appointed as the Scrutinizer for conducting the remote e-voting process in a fair and transparent manner in respect of the Special Resolution for Voluntary Delisting of the Equity Shares of the Company from The Calcutta Stock Exchange Limited ("CSE") as set out in the Notice dated 27<sup>th</sup> March, 2026, which was issued in accordance with and in compliance with the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Companies Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Management Rules") read with the General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated 23 June 2021 and Circular No. 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars"), the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as amended ("SEBI Delisting Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations") and other applicable laws, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force.

The Notice along with explanatory statement, pursuant to Section 102 of the Companies Act and other applicable laws, pertaining to the resolution setting out the material facts and the reasons thereof, was sent to the shareholders.

The Company completed the dispatch (electronic as well as physical mode) of the Notice along with the explanatory statement by 3<sup>rd</sup> April, 2026 to shareholders whose names appeared in the register of members/ Record of Depositories as on the Cut-off date i.e., 27<sup>th</sup> March, 2026.

The Company appointed and availed the services of National Securities Depository Limited ("NSDL") to facilitate e-voting by the shareholders of the Company through their remote e-voting system.

The voting commenced on Saturday, 4<sup>th</sup> April, 2026 at 9:00 A.M (IST) and ended on Sunday, 3<sup>rd</sup> May, 2026 at 5:00 P.M (IST). The NSDL e-voting module was disabled after 5:00 p.m. (IST) on Sunday, 3<sup>rd</sup> May, 2026.

An advertisement confirming the completion of dispatch of the Notice was duly published on 4<sup>th</sup> April 2026, in Business Standard (English edition) and Arthik Lipi (Bengali edition).



The results of Postal Ballot together with this report will be displayed on the website of [www.evoting.nsdl.com](http://www.evoting.nsdl.com), website of the company <https://hgiil.com/> and shall also be communicated by the Company to the CSE.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and accordingly tabulated the outcome of the postal ballot/e-voting in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act and rules relating to remote e-voting on the resolution contained in the Notice.

My responsibility as scrutinizer for the remote e-voting is restricted to making a consolidated Scrutinizer's Report of the votes cast in favor or against the said Resolution.

Based on scrutiny of the valid votes cast via remote e-voting and postal ballots in relation to the special resolution as set out in the Notice, I report that:

- a) as the number of votes cast in favor of the special resolution is more than three times the number of votes cast against the special resolution, therefore the special resolution as set out in the Notice has been passed with the requisite majority as per the provisions of the Companies Act; and
- b) as the number of votes cast by the public shareholders in favor of the special resolution is more than two times the votes cast by the public shareholders against the special resolution, therefore the special resolution as set out in the Notice has been passed with requisite majority as per provisions under Regulation 11(4) of the Delisting Regulations, 2021.

The Special Resolution is deemed to have been passed on the last date specified for remote e-voting i.e., 3<sup>rd</sup> May, 2026.

**The analysis of result of the special resolution as set out in the Notice under the relevant provisions of the Companies Act and Delisting Regulations is tabulated below:**

**I. Result of voting as per relevant Provisions under the Companies Act, 2013**

<b>Agenda Item No.</b>	1
<b>Subject</b>	Approval for Voluntary Delisting of the Equity Shares of the Company from The Calcutta Stock Exchange Limited.
<b>Type of Resolution</b>	Special Resolution

Particulars	Total Cases	% of Total Shareholders	Shares Voted	% of Shares Voted
Assent (E-voting)	24	1.569%	2335892	61.671%
Assent (Ballot Paper)	0	0	0	0
<b>Sub Total</b>	<b>24</b>	<b>1.569%</b>	<b>2335892</b>	<b>61.671%</b>
Dissent (E-voting)	5	0.327%	205	0.005%
Dissent (Ballot Paper)	0	0	0	0
<b>Sub Total</b>	<b>5</b>	<b>0.327%</b>	<b>205</b>	<b>0.005%</b>
<b>Total</b>	<b>29</b>	<b>1.896%</b>	<b>2336097</b>	<b>61.677%</b>

Invalid e-votes for the said Item are Nil.



**II. Results of voting for De-listing under the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Resolution required: (Ordinary/Special)	Special Resolution							
Whether promoter/promoter group are interested in the agenda/resolution?	Yes							
Description of resolution considered	Approval for Voluntary Delisting of the Equity Shares of the Company from The Calcutta Stock Exchange Limited.							
Category	No. of Shares held	Mode of voting	No of votes polled	% of votes polled on	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and promoter Group	733440	Physical Ballot	0	0	0	0	0	0
		E-voting	665141	90.687%	665141	0	100%	0
Sub Total (A)			<b>665141</b>	<b>90.687</b>	<b>665141</b>	0	<b>100%</b>	0
Public-Institutions	1592870	Physical Ballot	0	0	0	0	0	0
		E-voting	957896	60.136	957896	0	100%	0
Sub Total (B)			<b>957896</b>	<b>60.136</b>	<b>957896</b>	0	100%	0
Public Non Institutions	1461345	Physical Ballot	0	0	0	0	0	0
		E-voting	713060	48.794%	712855	205	99.971%	0.028%
Sub Total (C)			<b>713060</b>	<b>48.794%</b>	<b>712855</b>	<b>205</b>	<b>99.971%</b>	<b>0.028%</b>
<b>Total(A+B+C)</b>	<b>3787655</b>		<b>2336097</b>	<b>61.676%</b>	<b>2335892</b>	<b>205</b>	<b>99.991%</b>	<b>0.009%</b>



**Further details of voting by public shareholders in terms of Regulation 11(4) of Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2021 is given below: -**

Category	No. of Shares held	Mode of voting	No of votes polled	% of votes polled on	No of votes in favour	No of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Public-Institutions	1592870	Physical Ballot	0	0	0	0	0	0
		E-voting	957896	60.136	957896	0	100%	0
Sub Total (A)			<b>957896</b>	<b>60.136</b>	<b>957896</b>	<b>0</b>	<b>100%</b>	<b>0</b>
Public Non Institutions	1461345	Physical Ballot	0	0	0	0	0	0
		E-voting	713060	48.794%	712855	205	99.971%	0.028%
Sub Total (B)			<b>713060</b>	<b>48.794%</b>	<b>712855</b>	<b>205</b>	<b>99.971%</b>	<b>0.028%</b>
<b>Total(A+B)</b>	<b>3054215</b>		<b>1670956</b>	<b>54.710%</b>	<b>1670751</b>	<b>205</b>	<b>99.988%</b>	<b>0.012%</b>

Thanking You,  
Yours faithfully,

**For TAUSIF & ASSOCIATES**  
Practicing Company Secretaries

*Md Tausif*

**MOHAMMAD TAUSIF**

Proprietor

C.P. No. 18170

Membership No.: F11959

UDIN: F011959H000268094

Date: 04/05/2026

Place: Kolkata



We the undersigned have witnessed that the votes in respect to e-voting of shareholders of M/s HGI Industries Limited were unblocked from NSDL's e-voting website in our presence at 5:07 p.m. on 3<sup>rd</sup> May, 2026.

WITNESS: 1

*Sneha singh*

SNEHA SINGH

WITNESS: 2

*Samrat bera*

SAMRAT BERA

Countersigned by  
For HGI INDUSTRIES LIMITED

**SUMIT  
KUNDU**

Digitally signed by  
SUMIT KUNDU  
Date: 2026.05.04  
18:21:14 +05'30'

Sumit Kundu  
Company Secretary and Compliance Officer  
ACS-63721