



23rd September, 2020

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

Dear Madam/Sir,

Sub: Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Outcome of the 76th Annual General Meeting of the Company

The 76th Annual General Meeting ("AGM") of the Company was held today, i.e., Wednesday, 23rd September, 2020 at 11:30 a.m. (IST) through video conference / other audio-visual means in compliance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

In terms of the provisions of the Companies Act, 2013 and the Listing Regulations, the Company had provided remote e-voting facility and e-voting facility at the AGM. Mr. Arun Kumar Khandelia, Practicing Company Secretary scrutinized the remote e-voting process and e-voting at the AGM. The Scrutinizer's Report dated 23rd September, 2020 is attached as **Annexure 1**. All resolutions as set out in the Notice of the AGM were approved by the shareholders with requisite majority.

In terms of the provisions of Regulation 44 of the Listing Regulations, the details of the results of voting held through remote e-voting and e-voting at the AGM (Insta Poll) is attached as **Annexure 2**.

The voting results along with Scrutinizer's report also available on Company's website at www.hgiil.com.

The above is for your information and record.

Thanking you,
Yours faithfully,

For HGI Industries Limited

A handwritten signature in blue ink that reads 'Rakesh Sharma'.

Rakesh Sharma
Company Secretary
A38093



Encl: as above

HGI Industries Limited

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K. ARUN & CO.

Company Secretaries

23rd September, 2020

To,
The Chairman,
HGI Industries Limited,
CIN: L40200WB1944PLC011754
10, Camac Street,
Kolkata-700017.

Kind Attention: Mr. Jyoti Prakash Kanoria

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-voting and E-Voting during the Annual General Meeting conducted pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014, and the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 for the 76th Annual General Meeting of HGI Industries Limited held on Wednesday, 23rd September, 2020 at 11:30 A.M. through video conferencing ('VC') / other audio visual means ('OAVM')

I, Arun Kumar Khandelia, Partner of K Arun & Co., Practicing Company Secretaries, appointed by the Board of Directors of HGI Industries Limited ("the Company") to act as the Scrutinizer for the purpose of scrutinizing the voting process through Remote E-voting and E-Voting during the Annual General Meeting conducted pursuant to the provisions of Sections 108 of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Amendment Rules, 2014, and the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Resolutions mentioned in the Annual General Meeting ("AGM") Notice dated 07th August, 2020.

As mentioned in the Notice, the proceedings of the Annual General Meeting were deemed to be conducted at the Registered Office of the Company and the same was deemed to be the venue of Annual General Meeting.



The Management of the Company is responsible to ensure the compliance with the requirements of the Sections 108 of the Act read with the Companies (Management and Administration) Amendment Rules, 2014, and the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. My responsibility as a Scrutinizer is only to the extent of making Scrutinizer Report for ascertaining the votes cast in "favour" or "against" for respective resolutions mentioned in the Notice of the Annual General Meeting.

A person whose name was recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date, i.e., 16th September, 2020 was entitled to vote through electronic means on the resolutions mentioned in the Notice of the Annual General Meeting.

The Company had engaged the services of M/s. National Securities Depository Limited (NSDL) for providing the E-voting facility and the service provider had set up the E-voting facility on its website www.evoting.nsdl.com. The Service Provider has provided a system for recording the electronic votes of the shareholders on all the items of the business sought to be transacted at the Annual General Meeting.

I hereby submit my Report as under:

- 1 The AGM Notice dated 07th August, 2020, as confirmed by the Company, was sent to the Shareholders in respect of the passing of the resolutions mentioned herewith through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. The Emails were sent in compliance with the MCA Circular No. 20/2020 dated May 5, 2020 read along with the General Circulars 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (collectively referred to as the 'MCA Circulars') and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.
- 2 The period for remote E-voting had commenced at 09:00 A.M. on Sunday, 20th September, 2020 and closed at 05:00 P.M. on Tuesday, 22nd September, 2020. At the end of the remote E-voting period, the facility was blocked by the Service Provider.
- 3 The results of remote E-voting are based on the reports generated from Service Provider's website www.evoting.nsdl.com.



- 4 The Company had given the facility for voting through electronic voting system during the AGM. Members attending the meeting and had not cast their vote by remote E-voting were provided with the facility to exercise their vote through E-voting during the AGM.
- 5 We have collated the voting results downloaded from the NSDL website remote E-voting to declare the final results for each of the resolution forming part of the Annual General Meeting Notice and to ascertain the number of shares voted in "Favour" or "Against". The Members who have abstained from the voting during the aforesaid voting process have not been considered in preparation of the Report.

I, hereby submit the Scrutinizer Report as per the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014, and the Companies (Management and Administration) Amendment Rules, 2015 along with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, containing the results of each of the resolutions of the Annual General Meeting as detailed in Annexure I.

I hereby confirm that the Registers and Records generated from the e-voting platform of the Service Provider are being maintained in the electronic form.

All records/ papers related to the Remote e-voting shall remain in our custody till the Chairman considers, approves and signs the Annual General Meeting Minutes and thereafter the same shall be returned.

You may accordingly declare the Result of Voting for each Resolution of the Annual General Meeting Notice as detailed in the attachment and marked as **Annexure-I**.

Thanking You.

Place: Kolkata
Dated: 23.09.2020



For K. ARUN & CO.
Company Secretaries

(Arun Kumar Khandelia)

Partner

C.P. No. 2270

UDIN: F003829B000756460

We, the undersigned witnesses that the votes in respect of E-voting of shareholders of HGI Industries Limited were unblocked from E-voting website of National Securities Depository Limited (NDSL) in our presence at 12:35:00 P.M. on 23rd September, 2020.

Shruti Suman

CS Shruti Suman
33A, Canal Circular Road,
Swarnmani Complex, Aldina Block,
Flat-3AB
Kolkata-700054.

Ishita Chatterjee

Ishita Chatterjee
26/4, M.L. Gupta Road,
"Braj kunj", Flat 3A
Kolkata-700008.

Countersigned by
For HGI INDUSTRIES LIMITED.

Rakesh Sharma

Rakesh Sharma
Company Secretary

Authorised by Mr. Jyoti Prakash Kanoria, the Chairman of the Meeting



ANNEXURE I

Particulars	Number of Members voted through Remote E-voting	Number of Remote E- votes casted	Number of Members voted through Insta Poll (Evoting During AGM)	Number of votes cast through Insta Poll (Evoting During AGM)	Total Number of Votes Cast through Remote Evoting and Insta Poll	% of total number of valid votes cast
	1	2	3	4	5=(2+4)	6
Item No.1 : Adoption of Audited Financial Statement for the F.Y. ended 31st March,2020, together with the Report of the Director's and Auditor's thereon.						
Voted in favour of the resolution	23	2776612	1	1	2776613	99.88
Voted against the resolution	3	3447	0	0	3447	0.12
Total	26	2780059	1	1	2780060	100.00
Item No. 2 : Re-appointment of Mr. Arvind Kumar Newar (DIN:00469492), Director, retiring by rotation.						
Voted in favour of the resolution	23	2776612	1	1	2776613	99.88
Voted against the resolution	3	3447	0	0	3447	0.12
Total	26	2780059	1	1	2780060	100.00
Item No.3: Re-appointment of Mrs. Neha Agarwal as an Independent Director. (Special Resolution)						
Voted in favour of the resolution	24	2776613	1	1	2776614	99.88
Voted against the resolution	2	3446	0	0	3446	0.12
Total	26	2780059	1	1	2780060	100.00

Place: Kolkata

Dated: 23.09.2020

For K ARUN & CO.
Company SecretariesArun Kumar Khandelia
Partner
C.P. No. 2270

A	DATE OF AGM	Wednesday, 23rd September, 2020 at 11:30 A.M.
B	Total Number of Shareholders as on Record date (Being the cut off date for determining shareholders entitled for Voting- DATE)	1524
C	No of shareholders present in the meeting either in person or through Proxy	
	- Promoters and Promoter Group	Not Applicable
	- Public	Not Applicable
D	No. of shareholders attended the meeting through Video conferencing	20
	- Promoters and Promoter Group	2
	- Public	18

ORDINARY BUSINESS

Resolution No. 1
 Resolution required: Ordinary: To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2020, together with the Report of the Directors' and Auditors' thereon
 (Ordinary/Special)

Whether Promoter/Promoter Group are interested in the agenda/resolution?	NO
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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
Promoter and Promoter Group	E- Voting		6,51,730	100.00	6,51,730	-	100.00	-
	Poll/Ballot Process	6,51,730						
	Postal Ballot (If applicable)							
	Total	6,51,730	6,51,730	100.00	6,51,730	-	100.00	-
Public Institutions	E- Voting		13,18,532	82.78	13,18,532	-	100.00	-
	Poll/Ballot Process	15,92,788						
	Postal Ballot (If applicable)							
	Total	15,92,788	13,18,532	82.78	13,18,532	-	100.00	-
Public- Non Insititutions	E- Voting		8,09,798	52.48	8,06,351	3,447	99.57	0.43
	Poll/Ballot Process	15,43,137						
	Postal Ballot (If applicable)							
	Total	15,43,137	8,09,798	52.48	8,06,351	3,447	99.57	0.43
Grand Total		37,87,655	27,80,060	73.40	27,76,613	3,447	99.88	0.12



Resolution No.
Resolution required:
(Ordinary/Special)

2
Ordinary: Re- 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
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Category	Mode of Voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding	No. of votes in favour	No. of votes Against	% of Votes in favour on votes	% of Votes in against on votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E- Voting	6,51,730	6,51,730	100.00	6,51,730	-	100.00	-
	Poll/Ballot Process							
	Poll/Ballot Process							
	Postal Ballot (If applicable)							
	Total	6,51,730	6,51,730	100.00	6,51,730	-	100.00	-
Public Institutions	E- Voting	15,92,788	13,18,532	82.78	13,18,532	-	100.00	-
	Poll/Ballot Process							
	Postal Ballot (If applicable)							
	Total		15,92,788	13,18,532	82.78	13,18,532	-	100.00
Public- Non Insitutions	E- Voting	15,43,137	8,09,798	52.48	8,06,351	3,447	99.57	0.43
	Poll/Ballot Process							
	Postal Ballot (If applicable)							
	Total		15,43,137	8,09,798	52.48	8,06,351	3,447	99.57
Grand Total		37,87,655	27,80,060	73.40	27,76,613	3,447	99.88	0.12



Special Business

Resolution No. 3
 Resolution required: Special: Re-appointment of Mrs. Neha Agrawal as an Independent Director
 (Ordinary/Special)

Whether Promoter/Promoter Group are interested in the agenda/resolution?	NO
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Category	Mode of Voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding	No. of votes in favour	No. of votes Against	% of Votes in favour on votes	% of Votes in against on votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E- Voting	6,51,730	6,51,730	100.00	6,51,730	-	100.00	-
	Poll/Ballot Process							
	Poll/Ballot Process							
	Postal Ballot (If applicable)							
	Total	6,51,730	6,51,730	100.00	6,51,730	-	100.00	-
Public Institutions	E- Voting	15,92,788	13,18,532	82.78	13,18,532	-	100.00	-
	Poll/Ballot Process							
	Postal Ballot (If applicable)							
	Total		15,92,788	13,18,532	82.78	13,18,532	-	100.00
Public- Non Insititutions	E- Voting	15,43,137	8,09,798	52.48	8,06,352	3,446	99.57	0.43
	Poll/Ballot Process							
	Postal Ballot (If applicable)							
	Total		15,43,137	8,09,798	52.48	8,06,352	3,446	99.57
Grand Total		37,87,655	27,80,060	73.40	27,76,614	3,446	99.88	0.12

For HGI Industries Limited

Rakesh Sharma

Rakesh Sharma
 Company Secretary
 ACS 38093
 23rd September, 2020

