



29th September, 2021

**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 77th Annual General Meeting of the Company

The 77th Annual General Meeting ("AGM") of the Company was held on Tuesday, 28th September 2021 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 rules made thereunder and the provisions of 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 28th September 2021 is attached as **Annexure A**. 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 B**.

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

RAKESH
SHARMA
Digitally signed by RAKESH SHARMA
Date: 2021.09.29 12:54:46 +05'30'
**Rakesh Sharma
Company Secretary
A38093**

HGI Industries Limited

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CIN: L40200WB1944PLC011754, Tel: +91 33 4455 5500/98, Fax: +91 33 4455 5537/47
E: hgiho@adityabirla.com, W: www.hgiil.com

Annexure - A

K. ARUN & CO.

Company Secretaries

28th September, 2021

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 77th Annual General Meeting (AGM) 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 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the AGM of HGI Industries Limited held on Tuesday, 28th September, 2021 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 AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Resolutions mentioned in the AGM Notice dated 11th August, 2021.

As mentioned in the Notice, the proceedings of the AGM were deemed to be conducted and convened at the Registered Office of the Company.



The Management of the Company is responsible to ensure the compliance with the requirements of the Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014, as amended 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 AGM.

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., 21st September, 2021 was entitled to vote through electronic means on the resolutions mentioned in the Notice of the AGM.

The Company had engaged the services of 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 AGM.

I hereby submit my Report as under:

- 1 The AGM Notice dated 11th August, 2021, as confirmed by the Company, was sent to the Members 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, 17/2020 dated April 13, 2020 and Circular No.02/2021 dated 13th January, 2021 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 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India.
- 2 The period for remote E-voting had commenced on Saturday, the 25th September, 2021 (9:00 A.M. IST) and ended on Monday, 27th September, 2021 (5:00 P.M. IST). 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 AGM Notice and to ascertain the number of shares voted in "Favour" or "Against" for each of the resolutions proposed in the said Notice. 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) Rules, 2014, as amended 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 AGM 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 AGM Minutes and thereafter the same shall be returned.

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

Thanking You.

Place: Kolkata

Dated: 28.09.2021




For K ARUN & CO.
Company Secretaries

(Arun Kumar Khandelia)
Partner
C.P. No. 2270
UDIN: F003829C001022055

We, the undersigned witnesses that the votes in respect of E-voting of Members of HGI Industries Limited were unblocked from E-voting website of National Securities Depository Limited (NDSL) in our presence at 12:26:00 P.M. on 28th September, 2021.



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



CS Yashraj Agarwalla
9/1B, Peary Mohan Paul Lane,
Girish Park,
Kolkata-700007

Countersigned by
For HGI INDUSTRIES LIMITED



Rakesh Sharma

Company Secretary

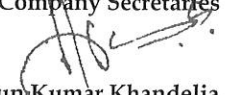
Authorised by Mr. Jyoti Prakash Kanoria, the Chairman of the Meeting

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,2021, together with the Report of the Director's and Auditor's thereon.						
Voted in favour of the resolution	23	2480673	0	0	2480673	99.99
Voted against the resolution	4	203	0	0	203	0.01
Total	27	2480876	0	0	2480876	100.00
Invalid / Abstain votes	2	1972	0	0	1972	0
Item No. 2 : Re-appointment of Mr. Arvind Kumar Newar (DIN:00469492), Director, retiring by rotation.						
Voted in favour of the resolution	22	1522777	0	0	1522777	99.99
Voted against the resolution	4	203	0	0	203	0.01
Total	26	1522980	0	0	1522980	100.00
Invalid / Abstain votes	2	1972	0	0	1972	0

Place: Kolkata

Dated: 28.09.2021

For K Arun & Co.,
Company Secretaries

 Arun Kumar Khandelia
 Partner
 C.P. No. 2270

HGI INDUSTRIES LIMITED

Annexure - B

A	DATE OF AGM	Tuesday, 28th September, 2021 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)	1528
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	19
	- Promoters and Promoter Group	2
	- Public	17

ORDINARY BUSINESS

Resolution No. 1
 Resolution required: Ordinary: To consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2021, together with the Report of the Directors' and Auditors' thereon

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	6,00,626	92.16	6,00,626	-	100.00	-
	Poll/Ballot Process							
	Postal Ballot (If applicable)							
	Total	6,51,730	6,00,626	92.16	6,00,626	-	100.00	-
Public Institutions	E- Voting	15,92,876	10,43,175	65.49	10,43,175	-	100.00	-
	Poll/Ballot Process							
	Postal Ballot (If applicable)							
	Total	15,92,876	10,43,175	65.49	10,43,175	-	100.00	-
Public- Non Insitutions	E- Voting	15,43,049	8,37,075	54.25	8,36,872	203	99.98	0.02
	Poll/Ballot Process							
	Postal Ballot (If applicable)							
	Total	15,43,049	8,37,075	54.25	8,36,872	203	99.98	0.02
Grand Total		37,87,655	24,80,876	65.50	24,80,673	203	99.99	0.01

Resolution No.

2

Resolution required:
(Ordinary/Special)

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	6,00,626	92.16	6,00,626	-	100.00	-
	Poll/Ballot Process							
	Poll/Ballot Process							
	Postal Ballot (If applicable)							
	Total	6,51,730	6,00,626	92.16	6,00,626	-	100.00	-
Public Institutions	E- Voting	15,92,876	85,279	5.35	85,279	-	100.00	-
	Poll/Ballot Process		-					
	Postal Ballot (If applicable)							
	Total		15,92,876	85,279	5.35	85,279	-	100.00
Public- Non Insititutions	E- Voting	15,43,049	8,37,075	54.25	8,36,872	203	99.98	0.02
	Poll/Ballot Process							
	Postal Ballot (If applicable)							
	Total		15,43,049	8,37,075	54.25	8,36,872	203	99.98
Grand Total		37,87,655	15,22,980	40.21	15,22,777	203	99.99	0.01

For HGI Industries Limited

Sd/-

Rakesh Sharma
Company Secretary
ACS 38093
28th September, 2021