



25th September, 2014

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

Dear Sir,

Sub : Voting Result of Annual General Meeting of HGI Industries Limited

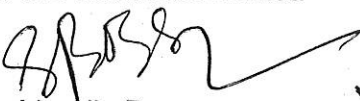
We wish to inform you that at the Annual General Meeting of HGI Industries Limited held on 25th September, 2014, the following resolutions have been duly passed;

1. Adoption of the Audited Balance Sheet as at 31st March, 2014, the Statement of Profit & Loss and Cash Flow Statement for the year ended 31st March, 2014, together with the Report of the Directors' and Auditors' thereon.
2. Re-appointment of Mr. Arvind Kumar Newar, Director, retiring by rotation.
3. Appointment of M/s. Salarpuria, Jajodia & Co., Chartered Accountants, Kolkata as Statutory Auditors of the Company
4. Appointment of Mr. Jyoti Prakash Kanoria as an Independent Director of the Company
5. Appointment of Mr. Yashwant Kumar Daga as an Independent Director of the Company
6. Appointment of Mr. Ravindra Kastia as an Independent Director of the Company.
7. Adoption of new Article of Association in conformity with the Companies Act, 2013.

Further, pursuant to Clause 35A of the Listing Agreement, the details of the Voting Result (e-voting & ballot results) is enclosed herewith alongwith the Scrutinizers' Report for your records.

Thanking you,
Yours faithfully,

For HGI Industries Limited


Shubhratip Bose
Company Secretary



**Details of Voting Result of the Annual General Meeting of HGI Industries Limited
[Pursuant to Clause 35A of the Listing Agreement]**

Date of the AGM/EGM: 25th September, 2014

Total number of shareholders on record date: 1,538

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group:

Public: 72

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Not Applicable

Public: Not Applicable

(Agenda-wise)

Detail of the Agenda:

1. Adoption of the Audited Balance Sheet as at 31st March, 2014, the Statement of Profit & Loss and Cash Flow Statement for the year ended 31st March, 2014, together with the Report of the Directors' and Auditors' thereon.

Resolution required: (Ordinary/Special)

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)

2. Re-appointment of Mr. Arvind Kumar Newar, Director, retiring by rotation.

Resolution required: (Ordinary/Special)

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)

3. Appointment of M/s. Salarpuria, Jajodia & Co., Chartered Accountants, Kolkata as Statutory Auditors of the Company

Resolution required: (Ordinary/Special)

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)

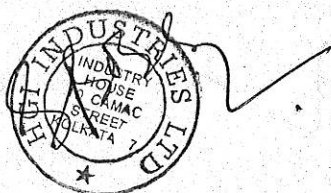
4. Appointment of Mr. Jyoti Prakash Kanoria as an Independent Director of the Company.

Resolution required: (Ordinary/Special)

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)

5. Appointment of Mr. Yashwant Kumar Daga as an Independent Director of the Company.

Resolution required: (Ordinary/Special)



Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)

6. Appointment of Mr. Ravindra Kastia as an Independent Director of the Company.

Resolution required: (Ordinary/Special)

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)

7. Adoption of new Article of Association in conformity with the Companies Act, 2013.

Resolution required: (Ordinary/Special)

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)

Result of E- Voting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)	% of Votes against on votes polled (7)
Promoter and Promoter Group	651730	7	40.97	651730	NIL	100	NIL
Public – Institutional holders	147331	1	9.27	147331	NIL	100	NIL
Public-Others	5791637	5	49.76	791635	2	99.99	0.0002
Total	131590698	13	100	1590696	2	99.99	0.0002

Result of Ballot

Voted in favour of the resolution

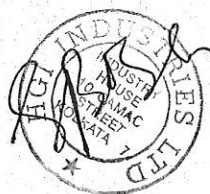
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	386	98.47

Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	6	1.53

Invalid votes

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
5	130



S.SARKAR & ASSOCIATES

Company Secretaries

4B Malanga Lane, Kolkata-700012

Mob: (+ 91) 9231699339, 7278563812,

Email: cssandip.sarkar@gmail.com

SCRUTINIZER'S REPORT

The Chairman
HGI Industries Limited
Industry House
10 Camac Street
18th Floor
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 and to ascertain the requisite majority on e-voting carried out for the below mentioned resolutions passed at the 70th Annual General Meeting of the Company to be held on 25th September of 2014.

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 on the resolutions contained in the notice dated 14th August 2014 to the 70th Annual General Meeting of the Company. Our responsibilities as a scrutinizer is restricted to make a scrutinizer's report of the votes cast 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.

4. Further to the above we submit our report as under:

a. The e-voting period remain opened from 10AM. 18.09.2014 To 6.P.M 20.09.2014 .

b. The members of the Company as on the cut-off date 14.08.2014 were entitled to vote on the resolutions.



S.SARKAR & ASSOCIATES

Company Secretaries

4B Malanga Lane, Kolkata-700012

Mob: (+ 91) 9231699339, 7278563812,

Email: cssandip.sarkar@gmail.com

c. The votes were unblocked on 22nd September 2014 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 based on such report the details of the e-voting results are as under:

- 1. Ordinary resolution(Ordinary Business):** To receive, consider and adopt the Audited Balance Sheet as at 31st March 2014 of the company and the statement of profit and loss as on that date together with the Reports of the Board of Directors and Auditors thereon.

Category	In-favor of the Resolution			Against the Resolution			Invalid votes	
	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes
Promoter and Promoter Group	7	551730	100	0	0	0	NIL	NIL
Public	6	938968	99.63	2	3469	0.37	NIL	NIL
Total	13	1590698	99.78	2	3469	0.22	NIL	NIL

- 2. Ordinary Resolution(Ordinary Business):** 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 has offered himself for re-appointment.

Category	In-favor of the Resolution			Against the Resolution			Invalid votes	
	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes
Promoter and Promoter Group	7	551730	100	0	0	0	NIL	NIL
Public	6	938968	99.63	2	3469	0.37	NIL	NIL
Total	13	1590698	99.78	2	3469	0.22	NIL	NIL



S.SARKAR & ASSOCIATES

Company Secretaries

4B Malanga Lane, Kolkata-700012

Mob: (+ 91) 9231699339, 7278563812,

Email: cssandip.sarkar@gmail.com

3. Ordinary Resolution(Ordinary Business): Appointment of M/s. Salarpuria, Jajodia & Co. Chartered Accountants, Auditor of the Company.

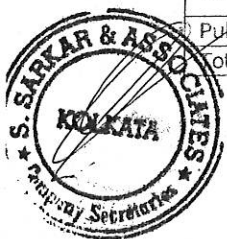
Category	In-favor of the Resolution			Against the Resolution			Invalid votes	
	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes
Promoter and Promoter Group	7	651730	100	0	0	0	NIL	NIL
Public	6	938968	99.63	2	3469	0.37	NIL	NIL
Total	13	1590698	99.78	2	3469	0.22	NIL	NIL

4. Ordinary Resolution (Special Business): Appointment of Mr. Jyoti Prakash Kanoria (DIN: 00225761), as an Independent Director.

Category	In-favor of the Resolution			Against the Resolution			Invalid votes	
	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes
Promoter and Promoter Group	7	651730	100	0	0	0	NIL	NIL
Public	6	938968	99.63	2	3469	0.37	NIL	NIL
Total	13	1590698	99.78	2	3469	0.22	NIL	NIL

5. Ordinary Resolution (Special Business): Appointment of Mr. Yashwant Kumar Daga (DIN: 00040632) as an Independent Director.

Category	In-favor of the Resolution			Against the Resolution			Invalid votes	
	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes
Promoter and Promoter Group	7	651730	100	0	0	0	NIL	NIL
Public	6	938968	99.63	2	3469	0.37	NIL	NIL
Total	13	1590698	99.78	2	3469	0.22	NIL	NIL



S.SARKAR & ASSOCIATES

Company Secretaries

4B Malanga Lane, Kolkata-700012

Mob: (+ 91) 9231699339, 7278563812,

Email: cssandip.sarkar@gmail.com

6. Ordinary Resolution (Special Business): Appointment of Mr. Ravindra Kastia (DIN: 00528025) as an Independent Director.

Category	In-favor of the Resolution			Against the Resolution			Invalid votes	
	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes
Promoter and Promoter Group	7	651730	100	0	0	0	NIL	NIL
Public	6	938968	99.63	2	3469	0.37	NIL	NIL
Total	13	1590698	99.78	2	3469	0.22	NIL	NIL

7. Special Resolution (Special Business): Alteration of the Articles of Association of the Company

Category	In-favor of the Resolution			Against the Resolution			Invalid votes	
	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes	Percentage of shares/ e-votes received	Number of Share Holders	No. of shares/ e-votes
Promoter and Promoter Group	7	651730	100	0	0	0	NIL	NIL
Public	6	938968	99.63	2	3469	0.37	NIL	NIL
Total	13	1590698	99.78	2	3469	0.22	NIL	NIL

Thanking you,
For S.SARKAR & ASSOCIATES
Company Secretaries



Place : KOLKATA

Dated : 22.09.2014

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

