CK BIRLA GROUP | HIL

August 8, 2018

To The Department of Corporate Services –CRD BSE Ltd P.J.Towers, Dalal Street MUMBAI – 400 001	To National Stock Exchange of India Limited 5th Floor, Exchange Plaza Bandra (E), MUMBAI – 400 051
Scrip Code: 509675/HIL **Through: Listing Center**	**Scrip Symbol: HIL** **Through NEAPS Portal**

Dear Sir/Madam,

Sub: **71st AGM Voting Results (Combined Results of remote e-voting and ballot poll conducted at 71st AGM)**

Ref: **Regulation 44(3) of SEBI (Listing Obligations and Disclosure) Regulations, 2015 (Listing Regulations)**

This is to inform that the 71st Annual General Meeting of the Company was held on August 6, 2018 from 3.00 PM to 4:00 PM at Asbestos Centre, Road No.13, Banjara Hills, Hyderabad – 500034, wherein the below mentioned resolutions were approved by the Members (considering results of both remote e-voting and ballot poll conducted at 71st AGM Venue).

Mr. Mohit Gurjar (CP No 18644), Practicing Company of M/s. P S Rao & Associates has been appointed to scrutinize the remote e-voting and ballot poll conducted at the 71st AGM Venue and their combined scrutinizer reported for e-voting and ballot poll dated August 7, 2018 is enclosed herewith.

No	Type and Description of the resolutions passed by the Members
Ordinary Business	
Item No-1	**Ordinary Resolution:** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the reports of the Board of Directors ("the Board") and Auditors thereon.
Item No-2	**Ordinary Resolution:** To declare final dividend of Rs.12.50/- per equity share and to confirm the interim dividend of Rs.10.00/- per equity share already paid during the financial year ended March 31, 2018.
Item No-3	**Ordinary Resolution:** To appoint a director in place of Mr. CK Birla (DIN 00118473), who retires by rotation and, being eligible, offers himself for re-election
Item No-4	**Ordinary Resolution:** To ratify the appointment of M/s. BSR & Associates, LLP, Chartered Accountants, (ICAI Firm Registration Number: 116231W/W-100024), Statutory Auditors and take note of the change in term as per the provisions of Section 139 of the Companies Act, 2013 read with the rules and amendments made thereunder and to authorize the Board of Directors to fix their remuneration.

HIL LIMITED GACHIBOWLI HYDERABAD - 500 032.

HIL Limited
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Ph: +91 40 30999000 Fax: +91 40 30999240 Customer Care: 1800 425 425 99 Email: info@hil.in Website: www.hil.in
CIN: L7499TG1955PLC000656

No	Type and Description of the resolutions passed by the Members
Special Business	
Item No-5	**Ordinary Resolution:** To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2019.
Item No-6	**Special Resolution:** To make investments, or to give loans or to give guarantee(ies) or to provide security(ies) to other companies or body corporates upto Rs. 1000 Crores as per provisions of Section 186(3) of the Companies Act, 2013.
Item No-7	**Special Resolution:** To borrow funds upto Rs. 1000 Crores, from time to time for the business of the Company as per the Section 180(1)(c) of the Companies Act, 2013.
Item No-8	**Special Resolution:** To create security on the properties/assets of the Company, both present and future, in favour of lenders as per Section 180(1)(a) of the Companies Act, 2013.

You are requested to take on record the above said information.

Thanking you

Yours faithfully
For HIL LIMITED



G. Manikandan
Company Secretary &
Financial Controller.

Encl: As above

P.S. Rao & Associates
Company Secretaries

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Combined Scrutinizer Report for E-Voting & Poll for HIL Limited

To
The Managing Director,
HIL Limited
Office No. 1 & 2, L7 Floor, SLN Terminus,
Survey no133, Near Botanical Gardens, Gachibowli,
Hyderabad-500032

Sub: Passing of resolution through electronic and Poll conducted at the 71st AGM of HIL Limited held on 06th day of August, 2018.

Dear Sir,

The Board at its meeting held on 26th April, 2018 has given authorization to Mr. KR.Veerappan, Chief Financial Officer and Mr. G.Manikandan, Company Secretary of the Company to appoint Scrutinizer for conducting Remote E-voting. Accordingly Mr. G.Manikandan, Company Secretary & Chief Financial Controller of the Company has appointed the undersigned, authorized representative of M/s P.S.Rao & Associates, as Scrutinizer. The Remote E-voting was held between 1st August, 2018 (9:00 A.M.) and ends on 5h August, 2018 (5:00 P.M.)

The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider, for the extending the facility of Remote E- voting to the shareholders of the Company from 1st August, 2018 (9:00 A.M.) and ends on 5th August, 2018 (5:00 P.M.) Venture Capital and Corporate Investments Pvt. Limited (VCCIPL) is the Registrar and share Transfer Agent (RTA) of the Company. The e-voting results were unblocked by me on 06th August, 2018 in the presence of two witnesses.

At the 71st AGM of the Company held on this Monday, the 06th day of August, 2018, the Chairman of the Company has requested to vote through ballot papers, for the members who are present in the meeting and could not participate in the e-voting. The Chairman of the AGM has appointed the undersigned as the Scrutinizer for the same.



The result of the E-Voting together with that of the Poll is as under:

No. of members who cast their votes through e-voting and poll*	Total Number of shares held by them*	Total No of valid votes (as per the details provided under each one of the Resolution(s) mentioned hereunder
168	3751685	Various as mentioned under each of the Resolution

**Represents the total number of persons who participated through Evoting and poll and the maximum number of shares held by them. However some of the shareholders have abstained from voting on certain resolutions.*

All the Resolutions stands passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider and RTA both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You
Yours faithfully,
For P.S.Rao & Assocaites.,
Company Secretaries



Mohit Gurjar
CP No. 18644

Place: Hyderabad
Date: 07th August, 2018

S.No	Resolution Description	Mode	Valid Ballots Received	Total Valid Votes	Favor			Against			Invalid		
					Ballots	Votes	% of total valid votes	Ballots	Votes	% of total valid votes	Ballots	Votes	% of total valid votes
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2018, together with the statement of Profit & Loss and cash flow statement for the financial year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.(Ordinary Resolution)	Electronic	100	2606005	100	2606005	100.00	0	0	-	0	0	-
		Poll	68	1140768	67	1140768	100.00	0	0	-	5	92	
		Total	**168**	**3746773**	**167**	**3746773**	**100.00**	**0**	**0**	-	**5**	**92**	
2	To declare final dividend of Rs.12.50 per equity share and to confirm the interim dividend of Rs.10.00 per equity share already paid for the financial year ended March 31, 2018.(Ordinary Resolution)	Electronic	100	2610815	100	2610815	100.00	0	0	-	0	0	-
		Poll	68	1140769	68	1140769	100.00	0	0	-	5	92	
		Total	**168**	**3751584**	**168**	**3751584**	**100.00**	**0**	**0**	-	**5**	**92**	
3	To appoint a director in place of Mr. CK Birla (DIN 00118473), who retires by rotation and, being eligible, seeks reappointment. (Ordinary Resolution)	Electronic	99	2609734	90	2552694	97.81	9	57040	2.19	0	0	-
		Poll	68	1140769	68	1140769	100.00	0	0	-	5	92	
		Total	**167**	**3750503**	**158**	**3693463**	**98.48**	**9**	**57040**	**1.52**	**5**	**92**	
4	To ratify the appointment of Statutory Auditors and take note the change term as per the provisions of Section 139 of the Companies Act, 2013 read with the rules and amendments made thereunder and to authorize the Board of Directors to fix their remuneration(Ordinary Resolution)	Electronic	99	2610812	96	2610785	100.00	3	27	0.00	0		-
		Poll	68	1140768	67	1140768	100.00	0	0	-	5		
		Total	**167**	**3751580**	**163**	**3751553**	**100.00**	**3**	**27**	**0.00**	**5**	**92**	-

P.S. Rao & Associates ★ Company Secretaries ★ Hyderabad

5	**To ratify the remuneration of the Cost Auditors for the financial year ending March 31 2019(Ordinary Resolution)**	**Electronic**	100	2610815	95	2610715	100.00	5	100	0.00	0	0	-
		Poll	68	1140768	67	1140768	100.00	0	0	-	5	92	-
		Total	**168**	**3751583**	**162**	**3751483**	**100.00**	**5**	**100**	**0.00**	**5**	**92**	-
6	**To make investments upto Rs.1000 Crores as per Section 186(3) of the Companies Act 2013 Special Resolution)**	**Electronic**	99	2610805	67	2388844	91.50	32	221961	8.50	0	0	-
		Poll	68	1140769	67	1140450	99.97	1	319	0.03	5	92	-
		Total	**167**	**3751574**	**134**	**3529294**	**94.08**	**33**	**222280**	**5.92**	**5**	**92**	
7	**To borrow funds upto Rs.1000 Crores as per the Section 180(1)(c) of the Companies Act 2013 (Special Resolution)**	**Electronic**	100	2610815	97	2610792	100.00	3	23	0.00	0	0	-
		Poll	68	1140769	66	1140449	99.97	2	320	0.03	5	92	-
		Total	**168**	**3751584**	**163**	**3751241**	**99.99**	**5**	**343**	**0.01**	**5**	**92**	-
8	**To create security on the properties or assets of the Company as per Section 180(1)(a) (Special Resolution)**	**Electronic**	100	2610815	99	2610803	100.00	1	12	0.00	0	0	-
		Poll	68	1140769	67	1140768	100.00	1	1	0.00	5	92	-
		Total	**168**	**3751584**	**166**	**3751571**	**100.00**	**2**	**13**	**0.00**	**5**	**92**	-

For P.S.Rao & Assocaites.,
Company Secretaries

Mohit Gurjar
CP No. 18644

P.S. Rao & Associates ★ Company Secretaries ★ Hyderabad

Place: Hyderabad
Date: 07th August, 2018