

HAPL\SEC\374\2016-17

20-Aug-2016

BSE Limited,
Corporate Relationship Department,
2nd Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

✓ National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai 400 051.

Stock Code: BSE: 531531
NSE: HATSUN

Dear Sir,

Sub: Outcome of 31st Annual General Meeting (AGM) held on August 19, 2016

Ref: Voting Results – Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We wish to inform you that the 31st AGM of the Company was held on August 19, 2016 at JD Mahal, Ground Floor, No.300, 200 Feet Radial Road, Kovilambakkam, Chennai 600 117 at 10.00 A.M. and the business mentioned in the Notice dated 15th June 2016 were considered and approved by the shareholders. We wish to submit the following details for your records.

(A) Summary of Proceedings of the 31st Annual General Meeting of the Company under Regulation 30, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:-

The 31st Annual General Meeting of the Members of Hatsun Agro Product Limited was held on Friday, August 19, 2016 at 10.00 AM IST at JD Mahal, Ground Floor, No.300, 200 Feet Radial Road, Kovilambakkam, Chennai 600 117. Mr. R.G.Chandramogan, Managing Director, Chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. The Chairman introduced the Director on the dais. All the Directors of the Company attended the meeting. The Chairman delivered his speech by highlighting the performance of the Company in the financial year 2015- 16.

The Chairman informed that the Company had provided the members the remote e-voting facility to cast their vote electronically on all resolutions set forth in the Notice. The remote e-voting facility was kept open between August 15, 2016 (9.30 AM) and August 18, 2016 (5.00 PM). The members who were present at the Annual General Meeting and had not cast their votes electronically were provided an opportunity to cast their votes through ballot papers distributed at the venue of the Meeting. Mr.N.Ramanathan, Scrutinizer was present at the Venue of the meeting to supervise the ballot voting process. The Chairman informed that the Voting results will be announced, within forty eight hours of the conclusion of this Annual General Meeting.



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The following items of business, as per the Notice of Annual General Meeting dated 15th June, 2016 were transacted at the meeting.

1. Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2016.
2. Ratification and confirmation of payment of Interim Dividends.
3. Appointment of a director in place of Shri. K.S.Thanarajan, who retires by rotation and being eligible, offers himself for re-appointment.
4. Ratification of appointment of M/s. S.R. Batliboi & Associates, LLP, Chartered Accountants, as the auditors of the Company.
5. Re-appointment of Mr.C.Sathyan as Executive Director.
6. Approval for fixation of remuneration of Cost Auditors.

Clarifications were provided to the queries raised by the members. The meeting was concluded with the vote of thanks.

(B) (i) Attendance of members:

Sl. No.	Description	Particulars		
A	Date of AGM	August 19, 2016		
B	Total number of shareholders on record date (Cut-off date)	7270		
C	No. of Shareholders present in the meeting either in person or through proxy			
	Category of Shareholders	Present in person	Present through Proxy	Total
	Promoter & Promoter Group	6	0	6
	Public	720	4	724
	Total	726	4	730
D	No. of Shareholders attended the meeting through Video Conferencing No Video Conferencing facility was made available			



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(B) (ii) Voting by members:

Sl. No.	Details of Agenda	Resolution required (Ordinary/Special)	Mode of Voting: (Show of hands /Poll/Postal Ballot/ E-Voting)	Remarks
1.	Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2016	Ordinary	E-Voting & Poll	Passed unanimously
2.	Ratification and confirmation of payment of Interim Dividends	Ordinary	E-Voting & Poll	Passed unanimously
3.	Appointment of a director in place of Shri. K.S.Thanarajan, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	E-Voting & Poll	Passed unanimously
4.	Ratification of appointment of M/s. S.R. Batliboi & Associates, LLP, Chartered Accountants, as the auditors of the Company	Ordinary	E-Voting & Poll	Passed with requisite majority
5.	Re-appointment of Mr.C.Sathyan as Executive Director.	Special	E-Voting & Poll	Passed with requisite majority
6.	Approval for fixation of remuneration of Cost Auditors	Ordinary	E-Voting & Poll	Passed with requisite majority

(B) (iii) Results of Poll / postal ballot / E-voting by members:

The mode of voting for all resolutions was:

(i)e-voting; and

(ii)Poll conducted at the AGM to facilitate the shareholders who attended the AGM personally and did not participate in the e-voting process.

Result of voting in the prescribed format under clause 35A of the listing agreement is given below:

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AGM Voting Results

(As per Regulation 44 of SEBI LODR 2015)

1. Details of the Agenda: Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2016

Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM

Promoter/ Public	Mode of Voting	No. of shares held# (1)	No. of votes polled* (2)	% of votes polled on o/s shares (3)=[(2) /(1)]*10 0	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		113687519	100.00	113687519	-	100.00	0.00
Public – Institutional Holders**	E-Voting	4986656	20237	0.41	20237	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		20237	0.41	20237	-	100.00	0.00
Public - Others	E-Voting	33494132	3291427	9.82	3291427	-	100.00	0.00
	Poll		249658	0.75	249658	-	100.00	0.00
	Total		3541085	10.57	3541085	-	100.00	0.00
Total		152168307	117248841	77.05	117248841	-	100.00	0.00

voting rights are in proportion to shares held as on 12th August, 2016.

* Under this column, the valid votes polled are mentioned. ** Includes Body Corporates

The number of votes polled in favour of the Ordinary Resolution is 100% (100% of the total valid votes). Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.

2. Details of the Agenda: Ratification and confirmation of payment of Interim Dividends

Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM

Promoter/ Public	Mode of Voting	No. of shares held# (1)	No. of votes polled* (2)	% of votes polled on o/s shares (3)=[(2) /(1)]*10 0	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		113687519	100.00	113687519	-	100.00	0.00
Public – Institutional Holders**	E-Voting	4986656	20237	0.41	20237	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		20237	0.41	20237	-	100.00	0.00
Public - Others	E-Voting	33494132	3291427	9.82	3291427	-	100.00	0.00
	Poll		249658	0.75	249658	-	100.00	0.00
	Total		3541085	10.57	3541085	-	100.00	0.00
Total		152168307	117248841	77.05	117248841	-	100.00	0.00

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voting rights are in proportion to shares held as on 12th August, 2016.

* Under this column, the valid votes polled are mentioned. ** Includes Body Corporates

The number of votes polled in favour of the Ordinary Resolution is 100% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.

3. Details of the Agenda: Appointment of a director in place of Shri. K.S.Thanarajan, who retires by rotation and being eligible, offers himself for re-appointment

Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM

Promoter/ Public	Mode of Voting	No. of shares held# (1)	No. of votes polled* (2)	% of votes polled on o/s shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		113687519	100.00	113687519	-	100.00	0.00
Public – Institutional Holders**	E-Voting	4986656	20237	0.41	20237	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		20237	0.41	20237	-	100.00	0.00
Public - Others	E-Voting	33494132	3291427	9.82	3291427	-	100.00	0.00
	Poll		249658	0.75	249658	-	100.00	0.00
	Total		3541085	10.57	3541085	-	100.00	0.00
Total		152168307	117248841	77.05	117248841	-	100.00	0.00

voting rights are in proportion to shares held as on 12th August 2016.

* Under this column, the valid votes polled are mentioned. ** Includes Body Corporates

The number of votes polled in favour of the Ordinary Resolution is 100% (100% of the total valid votes). Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.

4. Details of the Agenda: Ratification of Appointment of M/s. S.R. Batliboi & Associates, LLP, Chartered Accountants, as the auditors of the Company.

Promoter/ Public	Mode of Voting	No. of shares held# (1)	No. of votes polled* (2)	% of votes polled on o/s shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		113687519	100.00	113687519	-	100.00	0.00
Public – Institutional Holders**	E-Voting	4986656	20237	0.41	20237	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		20237	0.41	20237	-	100.00	0.00
Public - Others	E-Voting	33494132	3291425	9.82	3289325	2100	99.94	0.06
	Poll		249658	0.75	249658	-	100.00	-
	Total		3541083	10.57	3538983	2100	99.94	0.06
Total		152168307	117248839	77.05	117246739	2100	100.00	0.06

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Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM

voting rights are in proportion to shares held as on 12th August 2016. * Under this column, the valid votes polled are mentioned.

** Includes Body Corporates.

The number of votes polled in favour of the Ordinary Resolution is 99.998% (99.998% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority.

5. Details of the Agenda: Re-appointment of Mr.C.Sathyan as Executive Director

Resolution required: Special Resolution

Manner of voting: E-voting and Poll conducted at the AGM

Promoter/ Public	Mode of Voting	No. of shares held# (1)	No. of votes polled* (2)	% of votes polled on o/s shares (3)=[(2) /(1)]*10 0	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/ (2)]*100
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		113687519	100.00	113687519	-	100.00	0.00
Public – Institutional Holders**	E-Voting	4986656	20237	0.41	20237	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		20237	0.41	20237	-	100.00	0.00
Public - Others	E-Voting	33494132	3291427	9.82	3287227	4200	99.87	0.00
	Poll		249658	0.75	249658	-	100.00	0.13
	Total		3541085	10.57	3536885	4200	99.87	0.00
Total		152168307	117248841	77.05	117244641	4200	100.00	0.13

voting rights are in proportion to shares held as on 12th August, 2016.

* Under this column, the valid votes polled are mentioned. ** Includes Body Corporates

The number of votes polled in favour of the Special Resolution is 99.996% (99.996% of the total valid votes).
Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority.



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6. Details of the Agenda: Approval for fixation of remuneration of Cost Auditors

Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM

Promoter/ Public	Mode of Voting	No. of shares held# (1)	No. of votes polled* (2)	% of votes polled on o/s shares (3)=[(2) /(1)]*10 0	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/ (2)]*100
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	0.00	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		113687519	100.00	113687519	0.00	100.00	0.00
Public – Institutional Holders**	E-Voting	4986656	20237	0.41	20237	0.00	100.00	0.00
	Poll		-	-	-	-	-	-
	Total		20237	0.41	20237	0.00	100.00	0.00
Public - Others	E-Voting	33494132	3289327	9.81	3287227	2100	99.94	0.06
	Poll		249658	0.75	249658	0.00	100.00	0.00
	Total		3538985	10.57	3536885	2100	99.94	0.06
Total		152168307	117246741	77.05	117244641	2100	100.00	0.06

voting rights are in proportion to shares held as on 12th August, 2016.

* Under this column, the valid votes polled are mentioned. ** Includes Body Corporates

The number of votes polled in favour of the Ordinary Resolution is 99.997% (99.997% of the total valid votes).

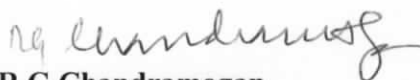
Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority.

Kindly acknowledge receipt of the same and update the same in the website.

Thanking you,

Yours faithfully,

For Hatsun Agro Product Limited


R.G.Chandramogan
Managing Director



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S Dhanapal & Associates

Practising Company Secretaries

Partners

S. Dhanapal, B.Com., B.A.B.L., F.C.S
N. Ramanathan, B.Com., F.C.S
Smita Chirimar, M.Com., F.C.S, DCG(ICSI)
R. Pratheepa, B.C.S., A.C.S

Report of Scrutinizer

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
31st Annual General Meeting of the Equity Shareholders of
M/s. Hatsun Agro Product Limited
Chennai

Dear Sir,

I, N. Ramanathan, Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, was appointed as Scrutinizer by the Board of Directors of M/s. Hatsun Agro Product Limited ("the Company") for the purpose of scrutinizing e-voting process (remote e-voting) and voting through ballot paper in connection with the 31st Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 31st Annual General meeting of the Equity Shareholders of M/s. Hatsun Agro Product Limited, held on Friday, the 19th day of August, 2016 at 10.00 A.M. at JD Mahal, Ground Floor, No. 300, 200 Feet Radial Road, Kovilambakkam, Chennai - 600 117, submit the combined results of voting by electronic means (remote e-voting) & voting through ballot paper as under.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting through ballot paper by the shareholders on the resolutions proposed in the Notice of the 31st Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, through electronic means and voting through ballot paper at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizor's report of the total votes cast in favour or against if any to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and voting through ballot paper at the meeting.



S Dhanapal & Associates

Practising Company Secretaries

The consolidated results of the voting are as under:

Resolution No. 1 - Adoption of the Audited Financial Statements for the year ended 31st March, 2016 together with the Reports of the Directors and Auditors thereon

	No. of Shares	No. of Members
Total Votes Cast	117249038	79
Less: Invalid votes	197	1
Net Valid votes cast	117248841	78
Votes cast in favour	117248841	78
Votes Cast against	Nil	Nil

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: Nil

Resolution No. 2 –Ratification and confirmation of payment of Interim Dividends on equity shares for the financial year 2015-16

	No. of Shares	No. of Members
Total Votes Cast	117249038	79
Less: Invalid votes	197	1
Net Valid votes cast	117248841	78
Votes cast in favour	117248841	78
Votes Cast against	Nil	Nil

% of total valid votes cast in favour of the resolution: 100%

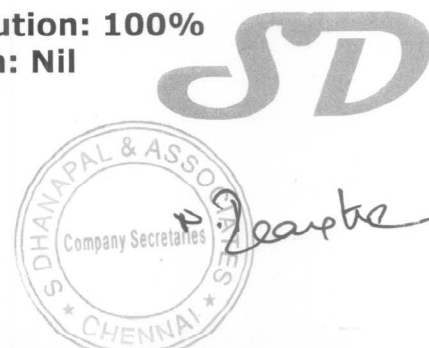
% of total valid votes cast against the resolution: Nil

Resolution No. 3 –Re-appointment of Shri K.S. Thanarajan, Director, retiring by rotation

	No. of Shares	No. of Members
Total Votes Cast	117249038	79
Less: Invalid votes	197	1
Net Valid votes cast	117248841	78
Votes cast in favour	117248841	78
Votes Cast against	Nil	Nil

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: Nil



S Dhanapal & Associates

Practising Company Secretaries

Resolution No. 4 –Ratification of appointment of M/s S.R. Batliboi & Associates, LLP, Chartered Accountants, Chennai, as the Statutory Auditors of the Company

	No. of Shares	No. of Members
Total Votes Cast	117249036	78
Less: Invalid votes	197	1
Net Valid votes cast	117248839	77
Votes cast in favour	117246739	76
Votes Cast against	2100	1

% of total valid votes cast in favour of the resolution: 99.998%

% of total valid votes cast against the resolution: 0.002%

Resolution No. 5 –Re-appointment of Mr.C. Sathyan (DIN 00012439) as Executive Director of the Company

	No. of Shares	No. of Members
Total Votes Cast	117249038	79
Less: Invalid votes	197	1
Net Valid votes cast	117248841	78
Votes cast in favour	117244641	76
Votes Cast against	4200	2

% of total valid votes cast in favour of the resolution: 99.996%

% of total valid votes cast against the resolution: 0.004%

Resolution No. 6–Ratification of remuneration of Cost Auditors

	No. of Shares	No. of Members
Total Votes Cast	117246938	78
Less: Invalid votes	197	1
Net Valid votes cast	117246741	77
Votes cast in favour	117244641	76
Votes Cast against	2100	1

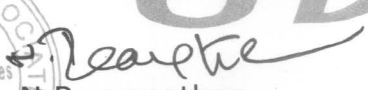
% of total valid votes cast in favour of the resolution: 99.997%

% of total valid votes cast against the resolution: 0.003%

Thanking you,

Yours faithfully,
Dated: 19.08.2016

For S Dhanapal & Associates
(A firm of Practising Company Secretaries)


N. Ramanathan
Partner
Membership # F6665
CP # 11084

