HINDUSTAN COMPOSITES LTD
Peninsula Business Park, Tower "A", 8th Floor,
Senapati Bapat Marg, Lower Parel, Mumbai 400 013
Tel.: (91) (22) 6688 0100 • Fax: (91) (22) 6688 0105
E-mail: hcl@hindcompo.com
Website : www.hindcompo.com
CIN No L29120MH1964PLC012955

8th September, 2016

To,
The Manager – CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 509635

The Manager – Listing
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, 'G' Block
Bandra Kurla Complex
Bandra (East), Mumbai – 400 051
SYMBOL: HINDCOMPOS

Dear Sir,

Sub.: Disclosure under Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of 52nd Annual General Meeting (AGM) held on Thursday, the 8th day of September, 2016.

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby furnish the proceedings of the 52nd Annual General Meeting of the Company held on Thursday, 8th September, 2016 at 11.30 a.m. at Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility to its members to vote on the matters transacted at the 52nd Annual General Meeting. Further, to facilitate the voting at AGM to the members present thereat and did not cast their vote earlier through remote e-voting, the Company provided polling papers to enable them to vote in respect of items of business as set out in the Notice of Annual General Meeting. CS Manish Baldeva, Proprietor M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer for the remote E-voting process and conducting the Poll by way of Polling Papers.

The result of e-voting on each resolution was determined considering the aggregate of votes cast by the members on each resolution, both through e-voting as well as poll on which Scrutinizer issued Consolidated Scrutinizer's Report.

The Annual General Meeting was attended by requisite quorum and the following businesses were transacted:

1. APPROVAL OF FINANCIAL STATEMENTS:

The members received, consider and adopted the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st

March, 2016, together with Reports of Directors' and Auditors' thereon by passing Ordinary Resolution with requisite majority.

2. DECLARATION OF DIVIDEND:

The members approved the payment of Dividend of Re. 1/- per equity share of Rs. 10/- each being 10% of the paid-up equity capital of the Company for the year ended 31st March, 2016 by passing Ordinary Resolution with requisite majority.

3. RE-APPOINTMENT OF SMT. SAKSHI MODY:

The members re-appointed Smt. Sakshi Mody (DIN: 06518139) as a Director of the Company, who retired by rotation and being eligible offered herself for re-appointment by passing Ordinary Resolution with requisite majority.

4. APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY:

The members approved the appointment of M/s Lodha & Co., Chartered Accountants, Mumbai (Firms Registration No. 301051E), as Statutory Auditors of the Company, to hold the office from the conclusion of this 52nd AGM till the conclusion of the 53rd AGM of the Company to be held in the year 2017, and authorized the Board of Directors to fix their remuneration by passing Ordinary Resolution with requisite majority.

5. RE-APPOINTMENT MR. VARUNN MODY AS THE EXECUTIVE DIRECTOR - TREASURY & STRATEGY OF THE COMPANY:

The members approved the reappointment Mr. Varunn Mody (DIN: 00090569) as Executive Director - Treasury & Strategy of the Company, for a period from 17th January, 2016 to 31st March, 2016 by passing Ordinary Resolution with requisite majority.

6. REVISION IN REMUNERATION PAYABLE TO MR. P. K. CHOUDHARY, MANAGING DIRECTOR

The members approved the revision in remuneration payable to Mr. P. K. Choudhary (DIN: 00535670), Managing Director w.e.f. 1st April, 2016 for the remaining period of his tenure by passing Ordinary Resolution with requisite majority .

7. RE-APPOINTMENT MR. P. K. CHOUDHARY AS MANAGING DIRECTOR OF THE COMPANY:

The members approved the reappointment of Mr. P. K. Choudhary (DIN: 00535670), Managing Director for a period of 3 (Three) years w.e.f. 1st July, 2016 to 30th June 2019 by passing Ordinary Resolution with requisite.

HINDUSTAN COMPOSITES LTD.

COMPOSITES

The copy of the Consolidated Scrutinizers' Report and Voting Results are enclosed herewith for your reference.

Please take the same on your records.

Thanking you,

Yours faithfully,

For **HINDUSTAN COMPOSITES LIMITED**

Amit Goenka

HINDUSTAN COMPOSITES LTD.

Amit Goenka
VP – Finance & Company Secretary
Encl: As above

COMPOSITES

Date of the AGM	08.09.2016
Total number of shareholders on record date	11938
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 13 17
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	 None None
Mode of voting	Remote e-voting and through poll papers at the Annual General Meeting

Resolution No. 1:

Resolution Required: (Ordinary/Special)	Ordinary Resolution for adoption of (a) Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2016 together with Reports of the Directors' and of the Auditors' thereon; and (b) Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2016 together with Report of the Auditors' thereon.
Whether promoter/promoter group are interested in the agenda / resolution?	No

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 against on votes polled
Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Public- Non Institutions	E-Voting	1231890	121	0.01	116	5	95.87	4.13
	Poll		2593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**5**	**99.99**	**0.01**

HINDUSTAN COMPOSITES LTD.

Resolution No.2:

Resolution Required: (Ordinary/Special)			Ordinary Resolution for declaration of dividend on the Equity Shares of Rs. 10/- each for the financial year ended 31st March, 2016.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
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 against on votes polled**
Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Public- Non Institutions	E-Voting	1231890	121	0.01	116	-	95.87	4.13
	Poll		2593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**0**	**100.00**	**0**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**0**	**100.00**	**0**

Resolution No.3:

Resolution Required: (Ordinary/Special)			Ordinary Resolution for appointment of a director in place of Mrs. Sakshi Mody, who retires by rotation and being eligible, offers herself for re-appointment.					
Whether promoter/promoter group are interested in the agenda / resolution?			Yes					
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 against on votes polled**
Promoter and	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.0	0

HINDUSTAN COMPOSITES LTD.

Promoter group							0	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Public- Non Institutions	E-Voting	12,31,890	121	0.01	116	5	95.87	4.13
	Poll		2,593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**5**	**99.99**	**0.01**

Resolution No. 4:

Resolution Required: (Ordinary/Special)		Ordinary Resolution for re-appointment of M/s. Lodha & Company, Chartered Accountants, Mumbai (having FRN: 301051E) as Statutory Auditors of the Company.						
Whether promoter/promoter group are interested in the agenda / resolution?		No						
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 against on votes polled**
Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Public- Non Institutions	E-Voting	1231890	121	0.01	116	5	95.87	4.13
	Poll		2,593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**5**	**99.99**	**0.01**

Resolution No.5:

HINDUSTAN COMPOSITES LTD.

Resolution Required: (Ordinary/Special)			Ordinary Resolution for re-appointment of Mr. Varuun Mody as an Executive Director – Treasury and Strategy of the Company for a period from 17th January, 2016 to 31st March, 2016.					
Whether promoter/promoter group are interested in the agenda / resolution?			Yes					
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 against on votes polled**
Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		0*	0.00	0*	0	0.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**0**	**0.00**	**0**	**0**	**0.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Public- Non Institutions	E-Voting	1231890	121	0.01	116	5	95.87	4.13
	Poll		2,593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**2714**	**0.06**	**2709**	**5**	**99.99**	**0.01**

***Voting by interested members excluded.**

Resolution No. 6:

Resolution Required: (Ordinary/Special)			Ordinary Resolution for revision in remuneration payable to Mr. P. K. Choudhary, Managing Director w.e.f. 1st April, 2016 for remaining period of his tenure.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
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 against on votes polled**
Promoter and Promoter	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.00	0
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

group	Ballot							
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Public- Non Institutions	E-Voting	1231890	121	0.01	116	5	95.87	4.13
	Poll		2593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**5**	**99.99**	**0.01**

Resolution No.7:

Resolution Required: (Ordinary/Special)	Ordinary Resolution for re-appointment of Mr. P. K. Choudhary as the Managing Director of the Company, for a period of 3 years w.e.f. 1st July, 2016 to 30th June, 2019.
Whether promoter/promoter group are interested in the agenda / resolution?	No

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 against on votes polled**
Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Public- Non Institutions	E-Voting	1231890	121	0.01	116	5	95.87	4.13
	Poll		2,593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**5**	**99.99**	**0.01**

HINDUSTAN COMPOSITES LTD.

M Baldeva Associates
Company Secretaries

Office No. 2,
Tirupati Darshan Bldg. No. 2 CHS Ltd.,
Balaji Nagar, Station Road,
Bhayandar (West), Dist. Thane - 401 101.
Phone : 022 - 3293 5738 / 2818 5738
Email : manish@csmanishb.in
Website : www.csmanishb.in

CONSOLIDATED SCRUTINIZER'S REPORT

[*Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of* Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Hindustan Composites Limited
Peninsula Business Park,
'A' Tower, 8th Floor,
Senapati Bapat Marg,
Lower Parel, Mumbai - 400013

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on voting done through Remote E- Voting Process and by Polling Papers at 52nd Annual General Meeting held on 8th September, 2016.

1. I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer by the Board of Directors of the Hindustan Composites Limited ('the Company') in its meeting held on 5th May, 2016 for the purpose of scrutinizing the voting done through remote e-voting process and by use of polling papers at the meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of The Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item numbers 1 to 7 in the Notice of the 52nd Annual General Meeting (AGM) of the members of the Company dated 22nd July, 2016.

2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers for voting on the resolutions contained in the said notice of 52nd AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and poll conducted at the 52th AGM is restricted to make the Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions stated in the said notice based on the report generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for e-voting and poll conducted at the 52nd AGM.

3. The Notice of the AGM dated 22nd July, 2016 along with the statement setting out material facts under Section 102 of the Act was sent to the members through courier and e-mailed, both on 12th August, 2016. The said notice was dispatched on the basis of Register of Members and list of beneficiaries as provided by the depositories as on 5th August, 2016.

M BALDEVA ASSOCIATES * COMPANY SECRETARIES * M. No. FCS 8180 C.P. No. 11062

4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having dispatch of the notice of 52nd AGM and providing e-voting facility in the English newspaper "Financial Express" and Marathi newspaper "Mumbai Lakshadeep" on 19th August, 2016.

5. The voting rights of members were considered in proportion to their share in the paid up equity share capital of the Company as on cut-off date i.e. Thursday, 01st September, 2016.

6. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) days i.e. from Monday, 5th September, 2016 (from 09:00 a.m.) to Wednesday, 7th September, 2016 (upto 5:00 p.m.). The members cast their votes electronically on e-voting platform provided by National Securities Depository Limited (NSDL). The Company also provided Polling Papers for casting vote at the Annual General Meeting held on 8th September, 2016 to the members present, who did not vote through remote e-voting facility.

7. As required under the said Rules, after the closure of the voting at the Annual General Meeting, the votes cast through polling papers were counted, thereafter the votes cast under remote e-voting facility provided by NSDL were unblocked in the presence of Mrs. Reema Solanki and Mrs. Kosha Doshi, who are not in the employment with the Company.

8. The summary of the voting through e-voting and polling papers is as follows:

Resolution No. 1:

Resolution Required: (Ordinary/Special)			Ordinary Resolution for adoption of (a) Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2016 together with Reports of the Directors' and of the Auditors' thereon; and (b) Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2016 together with Report of the Auditors' thereon.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
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 against on votes polled**

Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Public- Non Institutions	E-Voting	1231890	121	0.01	116	5	95.87	4.13
	Poll		2593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**5**	**99.99**	**0.01**

Resolution No.2:

Resolution Required: (Ordinary/Special)	Ordinary Resolution for declaration of dividend on the Equity Shares of Rs. 10/- each for the financial year ended 31st March, 2016.
Whether promoter/promoter group are interested in the agenda / resolution?	No

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 against on votes polled
Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**



Public- Non Institutions	E-Voting	1231890	121	0.01	116	-	95.87	4.13
	Poll		2593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**0**	**100.00**	**0**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**0**	**100.00**	**0**

Resolution No.3:

Resolution Required: (Ordinary/Special)			Ordinary Resolution for appointment of a director in place of Mrs. Sakshi Mody, who retires by rotation and being eligible, offers herself for re-appointment.					
Whether promoter/promoter group are interested in the agenda / resolution?			Yes					
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 against on votes polled**
Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Public- Non Institutions	E-Voting	12,31,890	121	0.01	116	5	95.87	4.13
	Poll		2,593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**5**	**99.99**	**0.01**

M. BALDEVA ASSOCIATES * M. No. FCS 6180 C.P. No. 11

Resolution No. 4:

Resolution Required: (Ordinary/Special)			Ordinary Resolution for re-appointment of M/s. Lodha & Company, Chartered Accountants, Mumbai (having FRN: 301051E) as Statutory Auditors of the Company.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
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 against on votes polled**
Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-Voting	1231890	121	0.01	116	5	95.87	4.13
	Poll		2,593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**5**	**99.99**	**0.01**

Resolution No.5:

Resolution Required: (Ordinary/Special)			Ordinary Resolution for re-appointment of Mr. Varuun Mody as the Executive Director – Treasury and Strategy of the Company for a period from 17th January, 2016 to 31st March, 2016.					
Whether promoter/promoter group are interested in the agenda / resolution?			Yes					
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 against on votes polled**
Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		0*	0.00	0*	0	0.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**0**	**0.00**	**0**	**0**	**0.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Public- Non Institutions	E-Voting	1231890	121	0.01	116	5	95.87	4.13
	Poll		2,593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**2714**	**0.06**	**2709**	**5**	**99.99**	**0.01**

***Voting by interested members excluded.**



Resolution No.6:

Resolution Required: (Ordinary/Special)			Ordinary Resolution for revision in remuneration payable to Mr. P. K. Choudhary, Managing Director w.e.f. 1st April, 2016 for remaining period of his tenure.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
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 against on votes polled**
Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1231890	121	0.01	116	5	95.87	4.13
	Poll		2593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**5**	**99.99**	**0.01**

Resolution No.7:

Resolution Required: (Ordinary/Special)			Ordinary Resolution for re-appointment of Mr. P. K. Choudhary as the Managing Director of the Company, for a period of 3 years w.e.f. 1st July, 2016 to 30th June, 2019.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
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 against on votes polled**
Promoter and Promoter group	E-Voting	3691110	-	-	-	-	-	-
	Poll		3691110	100.00	3691110	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**3691110**	**3691110**	**100.00**	**3691110**	**0**	**100.00**	**0**
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1231890	121	0.01	116	5	95.87	4.13
	Poll		2,593	0.21	2593	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1231890**	**2714**	**0.22**	**2709**	**5**	**99.82**	**0.18**
Total		**4923000**	**3693824**	**75.03**	**3693819**	**5**	**99.99**	**0.01**

Result: All 7 resolutions are passed with requisite majority.



The Register, all other papers and relevant records relating to poll and e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid meeting and the same will be handed over to the Company Secretary for safe keeping.

For M Baldeva Associates
Company Secretaries

M. No. FCS 6180 C. P. No. 11062

CS Manish Baldeva
Proprietor
M. No. FCS 6180; C.P. No. 11062

Place: Thane
Date: 9th September, 2016

Countersigned by the Chairman
For Hindustan Composites Limited

Raghu Mody
Chairman

HINDUSTAN COMPOSITES LIMITED