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E-mail/Courier/NEAPS

24th September, 2015

The Corporate Relationship Department
BSE Ltd.
Phiroze Jeejeebhoy Towers
1st Floor, New Trading Ring
Rotunda, Dalal Street,
Mumbai - 400 001

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

Subject : Disclosure of Voting Results in terms of Clause 35A of the Listing Agreement

Dear Sirs,

We hereby inform you that 55th Annual General Meeting of HSIL Limited was held on Wednesday, the 23rd September 2015 at 11.00 a.m. at Sripati Singhania Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata - 700 020.

Please find the enclosed herewith the necessary Disclosure of Voting Result of the said meeting in terms of Clause 35A of the Listing Agreement and in accordance with Section 108 of Companies Act, 2013, read with rule 20 of Companies (Management and Administration) Rules, 2015 as amended alongwith Scrutinizer Report thereon.

This is for your reference and record.

Thanking You,

For **HSIL Limited**

Payal M Puri
(Company Secretary)

Name:	**Payal M. Puri**
Address:	**IA 35A, DDA Flats, Phase 1 Ashok Vihar, Delhi - 110052**
Membership No.	**16068**

Encl. : As above

HSIL Limited
(An ISO 9001 14001 OHSAS 18001 Certified Company)

301-302, III Floor, Park Centra, Sector 30, NH-8,
Gurgaon, Haryana - 122 001.
T +91-124-4779200, F +91-124-4292898/99, marketing@hinware.in

Registered Office:
2, Red Cross Place, Kolkata, West Bengal - 700 001

CIN No. - L 51433WB1960PLC024539

www.hindwarehome.com

HSIL

HSIL 54 YEARS OF LEADERSHIP

SELECTED Superbrand INDIA 2013-14 Consumer & Industry Validated

HSIL LIMITED

DETAILS OF VOTING RESULTS

Fifty-fifth (55th) Annual General Meeting of HSIL LIMITED

Sr. No.	Particulars	Details
1	Date of Annual General Meeting	23rd September, 2015
2	Total number of Shareholders on record date (Book Closure: 16th September, 2015 – 23rd September, 2015, both days inclusive)	25681
3	No. of Shareholders present in the meeting, either in person or through Proxy: Promoters and Promoter Group: Public:	 4 66
4	No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not arranged - -
5	Mode of Voting	E-voting and voting through physical Ballot Paper at the AGM

For HSIL LIMITED

COMPANY SECRETARY

HSIL LIMITED

Item No. 1(a) - Ordinary Resolution

Adoption of the Audited Financial Statements of the Company for the financial year ended 31 March, 2015, the Reports of the Board of Directors and Auditors thereon.

Promoter/ Public	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
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	34,062,249	34,062,249	100.00	34,062,249	0	100.00	0.00
Public- Institutional holders	24,114,871	19,507,368	80.89	19,507,368	0	100.00	0.00
Public - Others	14,119,275	11,696	0.08	11,681	15	99.87	0.13
Total	72,296,395	53,581,313	74.11	53,581,298	15	100.00	0.00

Item No. 1(b) - Ordinary Resolution

Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2015 and Auditors Report thereon.

Promoter/ Public	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
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	34,062,249	34,062,249	100.00	34,062,249	0	100.00	0.00
Public- Institutional holders	24,114,871	19,507,368	80.89	19,507,368	0	100.00	0.00
Public - Others	14,119,275	11,696	0.08	11,681	15	99.87	0.13
Total	72,296,395	53,581,313	74.11	53,581,298	15	100.00	0.00

For HSIL LIMITED

COMPANY SECRETARY

HSIL LIMITED

Item No. 2 - Ordinary Resolution

Declaration of Dividend for the year ended 31st March, 2015

Promoter/ Public	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
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	34,062,249	34,062,249	100.00	34,062,249	0	100.00	0.00
Public- Institutional holders	24,114,871	21,230,219	88.04	21,230,219	0	100.00	0.00
Public - Others	14,119,275	11,696	0.08	11,681	15	99.87	0.13
Total	72,296,395	55,304,164	76.50	55,304,149	15	100.00	0.00

Item No. 3 - Ordinary Resolution

Re-appointment of Mrs. Sumita Somany (DIN: 00133612) as a Director of the Company

Promoter/ Public	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
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	34,062,249	34,062,249	100.00	34,062,249	0	100.00	0.00
Public- Institutional holders	24,114,871	21,230,219	88.04	16,134,711	5,095,508	76.00	24.00
Public - Others	14,119,275	11,696	0.08	11,631	65	99.44	0.56
Total	72,296,395	55,304,164	76.50	50,208,591	5,095,573	90.79	9.21

For HSIL LIMITED

COMPANY SECRETARY

HSIL LIMITED

Item No. 4 - Ordinary Resolution

Appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants as Statutory Auditors of the Company from conclusion of the 55th Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

Promoter/ Public	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
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	34,062,249	34,062,249	100.00	34,062,249	0	100.00	0.00
Public- Institutional holders	24,114,871	21,230,219	88.04	16,285,998	4,944,221	76.71	23.29
Public - Others	14,119,275	11,696	0.08	11,681	15	99.87	0.13
Total	72,296,395	55,304,164	76.50	50,359,928	4,944,236	91.06	8.94

For HSIL LIMITED

COMPANY SECRETARY

DROLIA & COMPANY
(Company Secretaries)
9, Crooked Lane, Kolkata - 700069
Mobile: 09831196869; Email: droliapravin@yahoo.co.in

Scrutinizer(s) Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies, (Management and Administration) Amendment Rules, 2015]

To,
The Chairman,
HSIL LIMITED
CIN: L51433WB1960PLC024539
2 Red Cross Place,
Kolkata-700 001

Dear Sir,

SUB: SCRUTINIZER(S) REPORT FOR THE 55TH ANNUAL GENERAL MEETING OF THE COMPANY

I, Pravin Kumar Drolia, (FCS No. 2366 & CP 1362) Proprietor of Drolia & Company, Company Secretaries, Kolkata, was appointed as Scrutinizer, by the Board of Directors of **HSIL Limited** ("the Company") at its meeting held on 18th May, 2015, in terms of the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 for the purpose of Scrutinizing and ascertaining the results of voting by electronic means i.e. remote e-voting and voting through physical ballot paper at the 55th Annual General Meeting (AGM) of the Company on the Resolutions set out in the Notice dated 18th May, 2015 of the AGM of the Company held on **Wednesday, the 23rd September, 2015 at 11.00 A.M. at Sripati Singhania Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata- 700 020**.

1. The Notice dated 18th May, 2015 convening the AGM of the Company was sent to those Shareholders whose names appeared in the Register of Members/Beneficial Owners as on 14th August, 2015 in respect of the Resolutions to be passed at the said AGM of the Company.

2. The Company had availed the remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company. The Company had also provided facility to the Members who were not able to cast their votes by means of remote e-voting prior to the AGM to vote on the Resolutions set out in the Notice of the said AGM through physical ballot paper at the AGM.

3. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot paper at the AGM on the Resolutions contained in the Notice of the said AGM. My responsibility as Scrutinizer for the remote e-voting process and voting through physical ballot paper at the said AGM is only restricted towards

DROLIA & COMPANY FCS-2366 CP-1362 Company Secretaries

making of a Consolidated Scrutinizer(s) Report of the total votes, cast "in favour" or "against" the Resolutions after taking the effect of "invalid" or "abstained" votes polled by the Members in respect of the said Resolutions set forth in the Notice of the said AGM of the Company.

4. Further to the above, I submit my report as under:-

i. The remote e-voting period commenced on Sunday, 20th September, 2015 from 9.00 A.M. (IST) and ended on Tuesday, 22nd September, 2015 at 5.00 P.M. (IST).

ii. The Members who were holding shares of the Company as on the "cut-off' date i.e., 16th September, 2015, were entitled to vote on the Resolutions set out in the Notice of the AGM of the Company.

iii. Members who were Shareholders as on the cut-off date but did not cast their votes by means of remote e-voting prior to the AGM and attended the AGM, casted their votes through physical ballot paper at the said AGM. After conclusion of voting by physical ballot paper at the AGM, the Ballot Box was opened by me in presence of 2 (two) witnesses, **Ms. Chetana Goel**, resident of 146, Bangur Avenue, Block A, 3rd Floor, Kolkata- 700055 and **Ms. Neha Daga**, resident of 114/1, D.J. Street, Bhadrakali, Hindmotor, Hooghly- 712232 and the voting was diligently scrutinized.

iv. The votes cast through remote e-voting facility were thereafter unlocked on 23rd September, 2015, after conclusion of AGM, in the presence of 2 (two) witnesses, **Ms. Neha Daga**, resident of 114/1, D.J. Street, Bhadrakali, Hindmotor, Hooghly- 712232 and **Ms. Chetana Goel,** resident of 146, Bangur Avenue, Block A, 3rd Floor, Kolkata- 700055 who were not in the employment of the Company.

v. There was no demand of poll on any resolution by the Members in the said AGM.

vi. The Report inter alia containing details such as list of Equity Share Holders, who voted "for" or "against", on each of the Resolutions that were put to vote and whose votes became invalid or who abstained from voting, in respect of Resolutions set out in the Notice of the said AGM were generated from the e-voting website of CDSL i.e. https://www.evotingindia.com.

vii. The combined result of voting through electronic means, i.e. remote e-voting and voting through Physical Ballot papers at the AGM is annexed.

Thanking You,
Yours faithfully,

FOR DROLIA & COMPANY
(Company Secretaries)

DROLIA & COMPANY * Company Secretaries * FCS-2366 CP-1362

(Pravin Kumar Drolia)
Proprietor
F.C.S No.2366,
Certificate of Practice No.1362

Place: Kolkata
Date: 23rd September, 2015

Consolidated Scrutinizer(s) Report of Voting on the Resolutions considered at the 55th AGM of HSIL LIMITED held on 23rd September, 2015

SL No.	Resolution	Mode	No. of folios/ Ballots Received	Total no.of Shares held	Valid votes		% of Valid votes	Invalid votes		% of Invalid votes	Vote cast in favour of resolutions		% of Valid Votes in favour of the resolutions	Vote cast against the resolutions		% of Valid votes against the resolutions	Abstain	
					No. of folios/ No. of Ballots received	Votes		No. of folios/ No. of Ballots received	Votes		No. of folios/ No. of Ballots	Votes		No. of folios/ no. of Ballots	Votes		No. of folios/ no. of Ballots	Votes
1	To consider and adopt a) the Audited Financial Statement of the Company for the financial year ended 31 March, 2015, the Reports of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statement of the Company for the financial year ended 31 March, 2015 and Auditors Reports thereon *(As an Ordinary Resolution)*	Electronic	131	55304109	121	53581258	96.88	0	0	0.00	120	53581243	100.00	1	15	0.00	10	1722851
		Physical	4	55	4	55	100.00	0	0	0.00	4	55	100.00	0	0	0.00	0	0
		TOTAL	135	55304164	125	53581313	96.88	0	0	0.00	124	53581298	100.00	1	15	0.00	10	1722851
2	To declare Dividend on Equity Shares for the year ended 31 March 2015. *(As an Ordinary Resolution)*	Electronic	131	55304109	131	55304109	100.00	0	0	0.00	130	55304094	100.00	1	15	0.00	0	0
		Physical	4	55	4	55	100.00	0	0	0.00	4	55	100.00	0	0	0.00	0	0
		TOTAL	135	55304164	135	55304164	100.00	0	0	0.00	134	55304149	100.00	1	15	0.00	0	0
3	To appoint a Director in place of Mrs. Sumita Somany (DIN: 00133612), who retires by rotation and, being eligible, offers herself for re-appointment. *(As an Ordinary Resolution)*	Electronic	131	55304109	131	55304109	100.00	0	0	0.00	107	50208586	90.79	24	5095523	9.21	0	0
		Physical	4	55	4	55	100.00	0	0	0.00	3	5	9.09	1	50	90.91	0	0
		TOTAL	135	55304164	135	55304164	100.00	0	0	0.00	110	50208591	90.79	25	5095573	9.21	0	0

Consolidated Scrutinizer(s) Report of Voting on the Resolutions considered at the 55th AGM of HSIL LIMITED held on 23rd September, 2015

SL No.	Resolution	Mode	No. of folios/ Ballots Received	Total no.of Shares held	Valid votes		% of Valid votes	Invalid votes		% of Invalid votes	Vote cast in favour of resolutions		% of Valid Votes in favour of the resolutions	Vote cast against the resolutions		% of Valid votes against the resolutions	Abstain	
					No. of folios/ No. of Ballots received	Votes		No. of folios/ No. of Ballots received	Votes		No. of folios/ No. of Ballots	Votes		No. of folios/ no. of Ballots	Votes		No. of folios/ no. of Ballots	Votes
4	To appoint M/s Walker Chandiok & Co. LLP, Chartered Accountants as Auditors to hold office from the conclusion of 55th Annual General Meeting until the consclusion of 56th Annnual General Meeting and to fix their remuneration for the year ended 31st March, 2016. (As an Ordinary Resolution)	Electronic	131	55304109	131	55304109	100.00	0	0	0.00	105	50359873	91.06	26	4944236	8.94	0	0
		Physical	4	55	4	55	100.00	0	0	0.00	4	55	100.00	0	0	0.00	0	0
		TOTAL	135	55304164	135	55304164	100.00	0	0	0.00	109	50359928	91.06	26	4944236	8.94	0	0

We the undersigned witness that the votes were unlocked from the evoting website of CDSL(http//www.evotingindia.com) in our presence at 1:00 P.M. on the 23rd September, 2015.

Chetana Goel.

(i) Chetana Goel
146 Bangur Avenue, Block A,
3rd Floor, Kolkata-700055

Neha Daga

(ii) Neha Daga
114/1, D.J. Street, Bhadarkali,
Hindmotor, Hooghly-712232

FOR DROLIA & COMPANY
(Company Secretaries)

DROLIA & COMPANY FCS 2366 CP-1362 Company Secretaries

(Pravin Kumar Drolia)
Proprietor
F.C.S No.2366, Certificate of Practice No.1362

Place: Kolkata
Date: 23rd September, 2015