Hatsun Agro Product Ltd.
Registered Office:
Domaine, Door No: 1/20A
Rajiv Gandhi Salai (OMR),
Karapakkam, Chennai - 97 India
P: +91 44 2450 1622
F: +91 44 2450 1422
E: info@hatsun.com | www.hap.in
CIN: L15499TN1986PLC012747

HAP

HAPL\SEC\633\2018-19

07-December-2018

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: Intimation of Outcome of the Postal Ballot under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Reg.,

This is further to our letter ref.no. HAPL\SEC\631\2018-19 dt: 5th November, 2018 intimating notice of postal ballot being sent to the shareholders along with postal ballot forms.

Mr. S.Dhanapal, Senior Partner of M/s. S.Dhanapal & Associates, Practising Company Secretaries, who was appointed as Scrutinizer for the aforesaid Postal Ballot process has submitted his report dt: 7th December, 2018 addressed to the Chairman of the Company. In accordance with the said report, the results were declared by Mr.R.G.Chandramogan, Managing Director of the Company, at the registered office of the Company today, i.e., 7th December, 2018.

We are pleased to inform you that the following matters relating to Special Resolutions are passed by the shareholders of the Company with requisite majority.

1. To approve the continuation of Office by Mr.R.G.Chandramogan as Managing Director on attainment of age of 70 years

2. To reappoint Mr.R.G.Chandramogan as Managing Director for further term of 5 years with effect from 1st April 2019

3. To reappoint Mr.Balasubramanian Thenamuthan as an Independent Director for Second term of 5 consecutive years

Further the disclosure pursuant to regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 pertaining to the voting results of postal ballot is also enclosed.

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In accordance with regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the details of business transacted by the Company through Postal Ballot including E-Voting are furnished below :-

Date of Declaration of results of Postal Ballot: 7th December 2018

Total number of shareholders as on 26th October 2018: 15603
(cut-off date for reckoning the voting rights of shareholders)

Resolution No. 1 – To approve the continuation of Office by Mr.R.G.Chandramogan as Managing Director on attainment of age of 70 years.

Resolution required: Special Resolution

Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution: No

Category	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	Invalid Votes	% of Votes invalid on votes polled (9) = [(8)/(2)]*100
Promoter & Promoter Group	E-Voting	117387341	117387341	100.00	117387341	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0.00	0	0
	Total		**117387341**	**100.00**	**117387341**	**0**	**100.00**	**0.00**	**0**	**0**
Public – Institutional Holders	E-Voting	6670458	6670458	100.00	6670458	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		**6670458**	**100.00**	**6670458**	**0**	**100.00**	**0.00**	**0**	**0**
Public - Others	E-Voting	7319322	5136416	70.18	5136031	385	99.99	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		2119452	28.96	2112492	6960	99.67	0.33	63453	
	Total		**7255868**	**99.14**	**7248523**	**7345**	**99.89**	**0.10**	**63453**	
Total		**131377121**	**131313667**	**99.95**	**131306322**	**7345**	**99.99**	**0.01**	**63453**	0.05

voting rights are in proportion to the paid up value of shares held as on 26th October, 2018. It includes the proportionate voting rights as available to the partly paid shares also.

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

The number of votes polled in favour of the Special Resolution is 99.99 % (99.99% of the total valid votes).

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

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Resolution No. 2 – To reappoint Mr.R.G.Chandramogan as Managing Director for further term of 5 years with effect from 1st April 2019.

Resolution required: Special Resolution

Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

Category	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	Invalid Votes	% of Votes invalid on votes polled (9) = [(8)/(2)]*100
Promoter & Promoter Group	E-Voting	117387341	117387341	100.00	117387341	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0.00	0	0
	Total		**117387341**	**100.00**	**117387341**	**0**	**100.00**	**0.00**	**0**	**0**
Public – Institutional Holders	E-Voting	6670458	6670458	100.00	6670458	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		**6670458**	**100.00**	**6670458**	**0**	**100.00**	**0.00**	**0**	**0**
Public - Others	E-Voting	7319322	5136429	70.18	5136241	188	99.99	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		2119452	28.96	2118793	659	99.96	0.03	63453	
	Total		**7255881**	**99.14**	**7255034**	**847**	**99.98**	**0.01**	**63453**	
Total		**131377121**	**131313680**	**99.95**	**131312833**	**847**	**99.99**	**0.01**	**63453**	0.05

voting rights are in proportion to the paid up value of shares held as on 26th October, 2018. It includes the proportionate voting rights as available to the partly paid shares also.

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

The number of votes polled in favour of the Special Resolution is 99.99% (99.99% of the total valid votes).

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

HATSUN AGRO PRODUCT LTD CHENNAI 600 097

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Resolution No. 3 – To reappoint Mr.Balasubramanian Thenamuthan as an Independent Director for Second term of 5 consecutive years.

Resolution required: Special Resolution

Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

Category	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	Invalid Votes	% of Votes invalid on votes polled (9) = [(8)/(2)] *100
Promoter & Promoter Group	E-Voting	117387341	117387341	100.00	117387341	0	100.00	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0.00	0	0
	Total		**117387341**	**100.00**	**117387341**	**0**	**100.00**	**0.00**	**0**	**0**
Public – Institutional Holders	E-Voting	6670458	6670458	100.00	4805602	1864856	72.04	27.96	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0
	Total		**6670458**	**100.00**	**4805602**	**1864856**	**72.04**	**27.96**	**0**	**0**
Public - Others	E-Voting	7319322	5136422	70.18	5136267	155	99.99	0.00	0	0
	Poll		0	0.00	0	0	0.00	0.00	0	0
	Postal Ballot (if applicable)		2119451	28.96	2112492	6959	99.67	0.33	63453	
	Total		**7255873**	**99.14**	**7248759**	**7114**	**99.90**	**0.09**	**63453**	
Total		**131377121**	**131313672**	**99.95**	**129441702**	**1871970**	**98.57**	**1.43**	**63453**	0.05

voting rights are in proportion to the paid up value of shares held as on 26th October, 2018. It includes the proportionate voting rights as available to the partly paid shares also.
* Under this column, the valid votes polled are mentioned.

The number of votes polled in favour of the Special Resolution is 98.57 % (98.57% of the total valid votes).

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

The above results are announced by Mr.R.G.Chandramogan, Managing Director on 7th December 2018 at the Registered Office of the Company.

We enclose herewith a copy of the Scrutinizer's Report for your reference.

Thanking you,

Yours faithfully,
For **HATSUN AGRO PRODUCT LIMITED,**

R.G.CHANDRAMOGAN
MANAGING DIRECTOR.

HATSUN AGRO PRODUCT CHENNAI 600 097

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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. Prabhuppa, B.C.S., A.C.S

Report of Scrutinizer

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
M/s. Hatsun Agro Product Limited,
Domaine, Door No. 1/20A,
Rajiv Gandhi Salai (OMR)
Karapakkam, Chennai - 600097

Dear Sir,

I, S. Dhanapal, Senior Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, was appointed as Scrutinizer for the purpose of conducting the Postal Ballot and scrutinizing the voting process for passing of resolution as set out in the notice of postal ballot dated 22.10.2018 in terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 submit my report as under:

1. The Company has completed on 05.11.2018dispatch of Postal Ballot Forms along with postage prepaid business reply envelope to its members whose name(s) appeared on the Register of Members / list of beneficiaries as on 26.10.2018

2. The shareholders of the Company had option to vote on the resolutions either through the postal ballot forms physically or through the e-voting facility. Shareholders opting for e-voting facility, cast their votes on the designated website https://www.evoting.nsdl.com of National Securities Depository Limited (NSDL).

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3. The physical postal ballot forms were received by and kept under safe custody of the Registrar and Transfer Agent of the Company, M/s. Integrated Registry Management Services Private Limited, before commencing the scrutiny of such postal ballot forms.

4. The postal ballot forms were handed over to me on close of working hours of 05.12.2018 for my scrutiny.

5. With the support of the Registrar and Transfer Agent, the Postal Ballot forms were scrutinized and signatures of Members, who had cast their votes, were verified as also the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on 26.10.2018maintained by them.

6. All Postal Ballot Forms received and votes cast electronically upto the close of working hours on 05.12.2018 were considered for my scrutiny, being the last date and time fixed by the Company for receipt of the duly completed postal ballot forms and e-voting on NSDL portal as per the notice of postal ballot dated 22.10.2018.

7. Envelopes containing Postal Ballot forms received after the close of working hours on 05.12.2018 were not considered for my scrutiny.

8. It was informed by the Company that the envelopes containing Postal Ballot forms undelivered by the postal authorities aggregated to 302 numbers and are kept separately by the Company.

9. There appears no defaced or mutilated Postal Ballot Forms.

10. Physical ballots where there is signature mismatch/missing were considered invalid.

11. A summary of the votes cast electronically and physical Postal ballot forms received is given below. The Voting Rights of the members is in proportion to their share of paid up equity share capital of the Company as of cut-off date 26.10.2018 and as per Register of Members of the Company.

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Resolution No. 1 – Continuation of office by Mr.R.G.Chandramogan as Managing Director on attainment of age of 70 years (Special Resolution)

Type of Equity share	No. of Equity shares Voted		
	e-voting (electronic)	Physical Ballot Forms	Total
Fully paid Equity shares	122779629	2095491	124875120
Partly paid up Equity shares	6414586	87414	6502000
Total votes cast	**129194215**	**2182905**	**131377120**
Fully paid up Equity shares	0	63220	63220
Partly paid up Equity shares	0	233	233
Less: invalid votes	**0**	**63453**	**63453**
Fully paid up Equity shares	122779629	2032271	124811900
Partly paid up Equity shares	6414586	87181	6501767
Net valid votes cast	**129194215**	**2119452**	**131313667**
Fully paid up Equity shares	122779266	2025347	124804613
Partly paid up Equity shares	6414564	87145	6501709
Votes cast in favour	**129193830**	**2112492**	**131306322**
Fully paid up Equity shares	363	6924	7287
Partly paid up Equity shares	22	36	58
Votes Cast against	**385**	**6960**	**7345**

% of total valid votes cast in favour of the resolution: 99.994%

% of total valid votes cast against the resolution: 0.005 %

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Continuation Sheet

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Resolution No. 2 – Re-appointment of Mr.R.G.Chandramogan as Managing Director for further term of 5 years with effect from 1st April, 2019 (Ordinary Resolution)

Type of Equity share	No. of Equity shares Voted		
	e-voting (electronic)	Physical Ballot Forms	Total
Fully paid Equity shares	122779629	2095491	124875120
Partly paid up Equity shares	6414599	87414	6502013
Total votes cast	**129194228**	**2182905**	**131377133**
Fully paid up Equity shares	0	63220	63220
Partly paid up Equity shares	0	233	233
Less: invalid votes	**0**	**63453**	**63453**
Fully paid up Equity shares	122779629	2032271	124811900
Partly paid up Equity shares	6414599	87181	6501780
Net valid votes cast	**129194228**	**2119452**	**131313680**
Fully paid up Equity shares	122779447	2031648	124811095
Partly paid up Equity shares	6414593	87145	6501738
Votes cast in favour	**129194070**	**2118793**	**131312833**
Fully paid up Equity shares	182	623	805
Partly paid up Equity shares	6	36	42
Votes Cast against	**188**	**659**	**847**

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

% of total votes cast against the resolution: 0.003%

S DHANAPAL & ASSOCIATES Company Secretaries CHENNAI

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Practising Company Secretaries

Resolution No. 3 – Re-appointment of Mr.BalasubramanianThenamuthan as an Independent Director for second term of 5 (five) consecutive years (Special Resolution)

Type of Equity share	No. of Equity shares Voted		
	e-voting (electronic)	Physical Ballot Forms	Total
Fully paid Equity shares	122779634	2095491	124875125
Partly paid up Equity shares	6414586	87414	6502000
Total votes cast	**129194220**	**2182905**	**131377125**
Fully paid up Equity shares	0	63220	63220
Partly paid up Equity shares	0	233	233
Less: invalid votes	**0**	**63453**	**63453**
Fully paid up Equity shares	122779634	2032271	124811905
Partly paid up Equity shares	6414586	87181	6501767
Net valid votes cast	**129194220**	**2119452**	**131313672**
Fully paid up Equity shares	120914627	2025348	122939975
Partly paid up Equity shares	6414582	87145	6501727
Votes cast in favour	**127329209**	**2112493**	**129441702**
Fully paid up Equity shares	1865006	6923	1871929
Partly paid up Equity shares	5	36	41
Votes Cast against	**1865011**	**6959**	**1871970**

% of total votes cast in favour of the resolution: 98.57%

% of total votes cast against the resolution: 1.43%

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