HIKAL®

Ref : HL:SVW:2015

12th August, 2015

The Stock Exchange, Mumbai
Corporate Relationship Department
PJ Towers, Mumbai - 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai – 51

COMPANY CODE No. 524735

Dear Sir,

Sub: **Intimation in terms of clause 31 & 35A of the listing agreement**

We inform you that 27th Annual General Meeting of shareholders of the Company was held on Wednesday, 12th August 2015 at Centrum Hall A, 1st Floor, World Trade Centre 1, Cuffe Parade, Mumbai. Details about attendance and resolutions passed at the meeting are as under.

1. Total number as on book closure date : 7014
2. Number of shareholders present at the meeting :

	In person / representation	Proxy
Promoters and promoter group	17	Nil
Public	41	Nil

3. No video conferencing was established for the AGM
4. Details of Agenda / resolutions passed :

S No	Details of resolutions	Ordinary / Special	Mode of voting
1	Adoption of Audited Balancesheet as at 31st March 2015, Profit and Loss Account for year ended 31st March 2015 and the Reports of the Directors and Auditors	Ordinary	Ballot/E Voting
2	Payment of dividend on equity shares of Rs.2/- each for the year 2014-15 @ Re.1.00 per share (including interim dividend of Rs.0.50 per share paid on 29th May, 2015).	Ordinary	Ballot/E Voting
3	Reappointment of Mrs Sugandha Hiremath as a Director	Ordinary	Ballot/E Voting
4	Ratification of appointment of B S R & Co., LLP Chartered Accountants as auditors for the year 2015-16	Ordinary	Ballot/E Voting
5	Appointment of Mr Shivkumar Kheny as an Independent Director for a term of three years	Ordinary	Ballot/E Voting
6	Appointment of Dr Wolfgang Welter as an Independent Director for a term of three years	Ordinary	Ballot/E Voting
7	Appointment of Prof Dr Axel Kleemann as an Independent Director for a term of three years	Ordinary	Ballot/E Voting
8	Payment of remuneration to cost auditors for the year 2014-15	Ordinary	Ballot/E Voting
9	Amend articles of association of the Company	Special	Ballot/E Voting

Contd.....2/-

Resolution Nos. 1, 2 , 3 , 4 ,6 ,7, 8

Promoter/ Public	No. of shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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	28577010	28577010	100%	28577010	Nil	100%	Nil
Public – Institutional holders	9692981	9692981	100%	9692981	Nil	100%	Nil
Public- Others	47530	47530	100%	47530	Nil	100%	Nil
Total	38317521	38317521	100%	38317521	Nil	100%	Nil

Resolution Nos. 5

Promoter/ Public	No. of shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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	28577010	28577010	100%	28577010	Nil	100%	Nil
Public – Institutional holders	9692981	9692981	100%	8399516	1293465	86.66%	13.34%
Public- Others	47530	47530	100%	47530	Nil	100%	Nil
Total	38317521	38317521	100%	37024056	1293465	96.62%	3.38%

Resolution Nos. 9

Promoter/ Public	No. of shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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	28577010	28577010	100%	28577010	Nil	100%	Nil
Public – Institutional holders	9692981	9692981	100%	8532251	1160730	88.03%	11.97%
Public- Others	47530	47530	100%	47530	Nil	100%	Nil
Total	38317521	38317521	100%	37156791	1160730	96.97%	3.03%

We will send the minutes of the 27th Annual General Meeting to you in due course. Scrutiniser's report dated 12th August 2015 in Form No.MGT-13 issued by Ms Ashish Bhatt & Associates, Company Secretaries is enclosed herewith.

Thanking you,

Yours faithfully,
for **HIKAL LTD.,**

SHAM WAHALEKAR
Sr VP Finance & Company Secretary

Ashish C. Bhatt
B. Com., F.C.S.
ASHISH BHATT & ASSOCIATES
Company Secretaries
227, 2nd Floor, Devashree Commercial Complex, Devashree Garden, R.W. Sawant Marg. Near Rutu Park, Majiwada, Thane (W) 400 601.
Tel.: 2172 3134 Telefax: 2172 3302 E-mail : amisi99@mtnl.net.in / amisi99.ashish@gmail.com

FORM No. MGT-13
Report of Scrutinizer
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014*]*

To,
The Chairman,
Annual General Meeting of the Members
Of Hikal Limited held on 12th August, 2015 at 11.00 a.m.
At Centrum Hall 'A', 1st Floor, Centre 1, World Trade Centre,
Cuffe Parade, Mumbai- 400005, Maharashtra.

Dear Sir,

I, Ashish C. Bhatt, Proprietor of Ashish Bhatt & Associates, Company Secretaries having its office at 227, Devashree Commercial Complex, Majiwada, Thane (W) 400601 have been appointed as Scrutinizer for the purpose of remote e-voting as well as the voting to be conducted at the Annual General Meeting of the Members of Hikal Limited held on 12th August, 2015 at Centrum Hall 'A', 1st Floor, Centre 1, World Trade Centre, Cuffe Parade, Mumbai- 400005, Maharashtra.

We submit our report as under:

1. The remote e-voting period remained open from 09th August, 2015 (10.00 a.m.) to 11th August, 2015 (5.00 p.m.) both days inclusive.

2. The shareholders holding shares as on the "cut off" date 05th August, 2015 were entitled to vote on the proposed resolutions.

3. The votes were unblocked in the presence of two witnesses' Ms. Priya Mehta residing at Al/ 3/ 10/7 Nandanvan Society Sector 19, Airoli, Navi Mumbai- 400708 and Mr. Ravikumar Vanniyar, residing at NL- 1/B, Bldg No. 19, Room no. 4, Sector 10, Nerul, Navi Mumbai- 400706 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Mehta

Name: Priya Mehta

A. Ravikumar

Name: Ravikumar Vanniyar

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4. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com).

5. At the Annual General Meeting after the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.

6. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the M/S Universal Capital Securities Pvt. Ltd., Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

7. The ballot Box was opened in the presence of Ms. Priya Mehta, residing at Al/ 3/ 10/7 Nandanvan Society Sector 19, Airoli, Navi Mumbai- 400708 and Mr. Ravikumar Vanniyar, residing at NL- 1/B, Bldg No. 19, Room no. 4, Sector 10, Nerul, Navi Mumbai- 400706 as witnesses after the voting process was over.

P Mehta.

Priya Mehta

A. Ravikumar

Ravikumar Vanniyar

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8. I found NIL ballot paper invalid.

9. The consolidated results of remote e-voting as well as of the Ballot held at the aforesaid Annual General Meeting are as under:

(a) Resolution 1 - Adoption of the Audited Financial Statements of the Company together with Directors' Report and also Auditors' Report for the year ended March 31, 2015

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	8546746	100
Ballot	41	29770775	100
Total	60	38317521	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	NA
Ballot	0	NA

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(b) Resolution 2 – To declare Dividend on Equity Shares of the Company.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	8546746	100
Ballot	41	29770775	100
Total	60	38317521	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	NA
Ballot	0	NA

(c) Resolution 3 - Re-appointment of Mrs. Sugandha Hiremath as a Director, who retires by rotation

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	8546746	100
Ballot	41	29770775	100
Total	60	38317521	100



(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	NA
Ballot	0	NA

(d) Resolution 4 - Re-appointment of M/s BSR & Co. LLP, Chartered Accountants, as Auditor of the company from the conclusion of this AGM till the conclusion of next AGM of the Company.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	8546746	100
Ballot	41	29770775	100
Total	60	38317521	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

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(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	NA
Ballot	0	NA

(e) Resolution 5 - Appointment of Mr. Shivkumar Kheny as Independent Director

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	14	8414011	98.45
Ballot	39	28610045	96.10
Total	53	37024056	96.62

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	5	132735	01.55
Ballot	2	1160730	03.90
Total	7	1293465	03.38

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	NA
Ballot	0	NA

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(f) Resolution 6 - Appointment of Dr. Wolfgang Welter as Independent Director.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	8546746	100
Ballot	41	29770775	100
Total	60	38317521	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	NA
Ballot	0	NA

(g) Resolution 7 - Appointment of Professor Axel Kleemann as Independent Director.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	8546746	100
Ballot	41	29770775	100
Total	60	38317521	100

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(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	NA
Ballot	0	NA

(h) Resolution 8 – Payment of Remuneration of M/S VJ Talati & Co. the Cost Auditors of the Company for the Financial Year ending 31st March, 2016

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	8546746	100
Ballot	41	29770775	100
Total	60	38317521	100

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

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(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	NA
Ballot	0	NA

(i) Resolution 9 – Insertion of clause 183 in the Articles of Association of the Company.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	19	8546746	100
Ballot	39	28610045	96.10
Total	58	37156791	96.97

(ii) Voted **against** the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Ballot	2	1160730	03.90
Total	2	1160730	03.03

(iii) **Invalid** votes:

Type of Voting	Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
E-voting	0	NA
Ballot	0	NA

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10. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.

11. The register, all the papers and relevant records relating to remote voting as well as Ballots voting shall remain in our safe custody until the Chairman consider, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Mumbai
Dated: August 12, 2015

Ashish C. Bhatt
Ashish Bhatt & Associates
Company Secretaries

