HIL
TOGETHER, WE BUILD.

CK BIRLA GROUP

July 24, 2019

To The Department of Corporate Services –CRD Bombay Stock Exchange Ltd P.J.Towers, Dalal Street MUMBAI – 400 001	To National Stock Exchange of India Limited 5th Floor, Exchange Plaza Bandra (E), MUMBAI – 400 051
Scrip Code: 509675/HIL **Through: Listing Center**	**Scrip Symbol: HIL** **Through NEAPS Portal**

Dear Sir/Madam,

Sub: Outcome of the 72nd Annual General Meeting

The 72nd Annual General Meeting ("the 72nd AGM") of the Company was held on Wednesday, July 24, 2019 at 3.00 PM at Asbestos Centre, Road No.13, Banjara Hills, Hyderabad – 500034.

The Company Secretary acknowledged the presence of following:

- Mr. CK Birla – Non Executive Chairman.
- Mr. Dhirup Roy Choudhary- Managing Director & CEO.
- Mr. VV Ranganathan – Chairman of Audit Committee and Nomination & Remuneration cum Compensation Committee.
- Mr. Desh Deepak Khetrapal - Chairman of Corporate Social Responsibility Committee.
- Dr. Arvind Sahay-Independent Director of the Company
- Mr. KR Veerappan - Chief Financial Officer.
- Mr. Hemanth Maheshwari– Partner of B S R & Associates LLP, Statutory Auditors.
- Mr. Mohit Gurjar- Practicing Company Secretary (Representative of PS Rao & Associates), Scrutinizer appointed for voting process and Ballot process
- Mrs. Raja Rani – Senior Member of M/s. S.S. Zanwar & Associates, Cost Auditors.

Thereafter, the Company Secretary welcomed the Shareholders to the 72nd Annual General Meeting.

The Chairman took the Chair and on confirmation that the requisite quorum being present, ordered the meeting to commence.

The Company Secretary informed that, the Statutory Registers, Proxy Register, Auditors Report, Secretarial Auditors Report and Auditors Certificate on Employee Stock Option Scheme along with other inspection documents/registers were made available for inspection during the meeting for inspection by members.

HIL LIMITED * GACHIBOWLI * HYDERABAD - 500 032.

The Company Secretary also confirmed that, the Chairman of the Audit Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committee was present at the 72nd AGM and informed that Mr. Gauri Rasgotra, Chairman of the Stakeholders Relationship Committee could not attend the 72nd AGM due to preoccupation and confirmed other members of the SRC Committee were present.

Thereafter, the Chairman welcomed the Shareholders and delivered his Speech.

The Company Secretary then confirmed there were no observations and adverse remarks in the Auditors report and Secretarial Audit Report.

With the consent of the Members, the Chairman took the notice conveying 72nd AGM and Directors Report as read.

The Chairman thereafter informed the members the following:

- Pursuant to the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 ("Amended Rules 2015") and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, Company had provided a remote e-voting facility to the members of the Company in respect of business to be transacted at the 72nd AGM.
- The e-voting period commenced on July 20, 2019 @ 9:00 a.m. and ended on July 23, 2019 @ 5:00 p.m.
- Facility of Voting through Ballot Papers was made available at the AGM and advised the Scrutinizer along with the Company Secretary to distribute the Ballot Papers.
- Members attending the AGM, who have not voted using remote e-voting can vote through Ballot Papers.
- Mr. Mohit Gurjar, Practicing Company Secretary, (CP No. 18644) who is also the Scrutinizer for the e-voting process, was appointed to act as the Scrutinizer to scrutinize the polling process in a fair and transparent manner.

Thereafter, the Chairman read out Items no. 1 to 7 of the Notice and invited queries, if any, from the Members.

All queries raised were answered by the Chairman.

The Chairman then ordered the voting through ballot papers at the venue of AGM on all the resolutions set in the notice of AGM.



The resolutions proposed are as follows:

No	Description
Ordinary Business	
Item No-1	**Ordinary Resolution:** To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended March 31, 2019, together with the reports of the Board of Directors ("the Board") and Auditors thereon;
Item No-2	**Ordinary Resolution:** To declare final dividend of Rs.12.50/- per equity share and to confirm the interim dividend of Rs.12.50/- per equity share already paid during the financial year ended March 31, 2019;
Item No-3	**Ordinary Resolution:** To appoint a director in place of Mr. Desh Deepak Khetrapal (DIN: 02362633), who retires by rotation and, being eligible, offers himself for re-election;
Special Business	
Item No-4	**Ordinary Resolution:** To appoint Dr. Arvind Sahay (DIN: 03218334) as an Independent Director of the Company.
Item No-5	**Ordinary Resolution:** To appoint Mr. VV Ranganathan (DIN: 00060917) as an Independent Director of the Company.
Item No-6	**Special Resolution:** To reappoint Mrs. Gauri Rasgotra (DIN: 06862334) as Independent Director of the Company.
Item No-7	**Ordinary Resolution:** To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2020.

Thereafter, the Chairman announced that the scrutinizer will submit his report on voting after considering the results of remote e-voting and results of voting through ballot papers within 48 hours and advised the Managing Director/Company Secretary to notify the same to Stock Exchanges and also upload the same in Company's website.

The meeting then concluded with a vote of thanks.

Yours faithfully,
For HIL Limited

G Manikandan
Company Secretary &
Financial Controller.

HIL LIMITED HYDERABAD - 500 032.