

July 29, 2020

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

Dear Sir/Madam,

**Sub: Outcome of the 73<sup>rd</sup> Annual General Meeting**

This is to inform you that the 73<sup>rd</sup> Annual General Meeting ("the 73<sup>rd</sup> AGM") of the Company was held on Wednesday, July 29, 2020, at 3:00 PM through Video Conferencing (VA) / Other Audio Visual Mode (OAVM) provided by National Securities Depository Limited ("NSDL").

The Company Secretary welcomed all the shareholders and the dignitaries to the 73<sup>rd</sup> Annual General Meeting and informed that the same is conducted through Video Conferencing / Other Audio Visual Mode, pursuant to the Circulars issued by the Ministry of Corporate Affairs (MCA) and SEBI and also keeping in view COVID-19 pandemic, requirements of social distancing and to ensure safety of the shareholders.

Thereafter, he confirmed the presence of all directors, Mr. KR Veerappan, Chief Financial Officer of the Company, Mr. Vikash Somani, Partner, M/s. B S R & Associates, LLP, Statutory Auditors of the Company, Mr. Mohit Gurjar, representative of M/s. P. S. Rao & Associates, the Secretarial Auditors of the Company and Mr. Sandeep Zanwar, Partner of M/s. S. S. Zanwar & Associates, Cost Auditors of the Company, who are also attending the meeting through attendee mode and confirmed that the requisite quorum being present, requested the Chairman, Mr. CK Birla to commence the proceedings of the 73<sup>rd</sup> AGM.

The Chairman took the Chair and on confirmation that the requisite quorum being present, ordered the meeting to commence and introduced himself and acknowledge the presence of Mr. Dhirup Roy Choudhary, Managing Director & CEO of the Company, Mr. VV Ranganathan, Independent Director, Chairman of Audit Committee and Nomination & Remuneration cum Compensation Committee, Mr. Desh Deepak Khetrpal, Non-Executive Director and Chairman of Corporate Social Responsibility Committee, Mrs. Gauri Rasgotra, Independent Director and Chairman of the Stakeholders' Relationship Committee and Dr. Arvind Sahay, Independent Director of the Company and delivered his address to the shareholders.



Thereafter, on confirmation by the Company Secretary, there are no observations or adverse remarks in the Audit Report and with the consent of the Members, the Chairman took the notice conveying 73<sup>rd</sup> AGM and Directors Report as read.

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

Thereafter, the Chairman requested the shareholders registered as Speaker Shareholders to give their valuable opinions and suggestions and informed other members, who have not registered as Speaker Shareholder and still wanting to give valuable opinions, suggestions or if any questions to use the 'Chat Box' Facility provided by NDSL so that the same can be responded appropriately.

After conclusion of the Speaker Shareholders and responding to the shareholders' queries, the Chairman informed the members the following:

- Pursuant to the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule rules made thereunder, Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations and circulars made thereunder, Company had provided E-voting facility (Remote e-Voting and AGM e-Voting) to the members of the Company in respect of business to be transacted at the 73<sup>rd</sup> AGM.
- The e-voting period commenced on Saturday, July 25, 2020 (9:00 a.m. IST) and to Tuesday, July 28, 2020 (5:00 p.m. IST).
- Facility of AGM e-Voting through NDSL is made available at the AGM for the members attending the same via Video Conferencing and OVAM mode and requested the members to vote through the same.
- Mr. Mohit Gurjar, Practicing Company Secretary, (CP No. 18644) who is also the Scrutinizer for the e-voting process (Remote e-Voting and AGM E-voting), was appointed to act as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

Thereafter, the Chairman read out Items no. 1 to 2 and requested Mr. Desh Deepak Khetrpal, Non-Executive Director to Chair for Item no 3 and resumed as Chairman for Item No 4 of the Notice.



The Chairman then ordered the voting on all the resolutions set in the notice of AGM.

| No                       | Description                                                                                                                                                                                                |
|--------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Ordinary Business</b> |                                                                                                                                                                                                            |
| Item No-1                | <b>Ordinary Resolution:</b> Adoption of Financial Statements (Standalone & Consolidated) along with reports of the Board of Directors ('the Board') and Auditors thereon for the year ended March 31, 2020 |
| Item No-2                | <b>Ordinary Resolution:</b> To confirm the payment of Interim Dividend and Declaration of Final Dividend for the year ended March 31, 2020.                                                                |
| Item No-3                | <b>Ordinary Resolution:</b> To appoint a Director in place of Mr. CK Birla (DIN: 00118473), who retires by rotation and being eligible, offers himself for re-appointment                                  |
| <b>Special Business</b>  |                                                                                                                                                                                                            |
| Item No-4                | <b>Ordinary Resolution:</b> To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2021                                                                                   |

Thereafter, the Chairman announced that the scrutinizer will submit his report on voting after considering the results of remote e-voting and results of AGM e-voting through 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 at 4:00 PM.

Yours faithfully,  
For HIL Limited



**G Manikandan**  
Company Secretary &  
Financial Controller.

