HINDCON CHEMICALS LIMITED

62B, Braunfeld Row, VASHUDHA, Kolkata-700 027
Tel.:+91 33 2449 0835 / 39, Fax :+91 33 2449 0849
email : contactus@hindcon.com, Website : www.hindcon.com
CIN : L24117WB1998PLC087800, GSTN : 19AAACH8021M1ZE
UDYOG AADHAR NUMBER : WB08B0002474

26.08.2020

The Secretary,
National Stock Exchange of India Ltd.,
Exchange Plazza, C-1, Block 'G',
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051.

Ref : Symbol - HINDCON

Dear Sir(s),

Reg : Submission of proceedings of Annual General Meeting

As per Regulation 30(6) read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending herewith proceedings of Annual General Meeting of the Company for the financial year 2019-20.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,

For Hindcon Chemicals Limited

HINDCON CHEMICALS LTD.

Jaya Bajpai

Jaya Bajpai
Company Secretary

Encl: As above

HINDCON CHEMICALS LIMITED

62B, Braunfeld Row, VASHUDHA, Kolkata-700 027
Tel.:+91 33 2449 0835 / 39, Fax :+91 33 2449 0849
email : contactus@hindcon.com, Website : www.hindcon.com
CIN : L24117WB1998PLC087800, GSTN : 19AAACH8021M1ZE
UDYOG AADHAR NUMBER : WB08B0002474

Proceedings of the 22nd Annual General Meeting of Hindcon Chemicals Limited held through Video Conferencing / Other Audio Visual means on Tuesday, the 25th day of August, 2020 commenced at 3:00 P.M. and concluded at 3:30 P.M.

Ms. Jaya Bajpai, the Company Secretary of the Company welcomed all the Shareholders and briefed them about certain procedural and technical aspects of the AGM with respect to joining the Meeting through Video Conference and manner of asking questions by speaker shareholders.

Mr. Sanjay Goenka, the Chairman and Managing Director, chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. He then addressed the shareholders by giving his introductory speech.

The Chairman gave an overview of the financial performance of the Company for the financial year 2019-20 and its future plans & outlook. The Chairman then proceeded with the business of the meeting.

The Chairman thereafter declared that the copies of the audited financial statements for the year ended March 31, 2020, Board's and Auditors' report had been emailed to the members and the original documents along with the Statutory Registers were available for inspectional electronically. The Chairman further informed the shareholders that e-voting facility has been provided to all members to vote electronically and the same shall be available during the meeting as well.

The Notice calling the Annual General Meeting was taken as read with the permission of the Members present. The Auditors Report was read out by the Company Secretary.

The Chairman informed that there were no qualification remarks made by Statutory Auditors in their reports.

Thereafter, he invited queries from the Members on the Financial Statement and other agenda of the meeting. Several members addressed the meeting, raised certain queries on Company's accounts and businesses and gave their valuable suggestions. The Chairman then gave replies to the queries raised by the Shareholders to their satisfaction.

The Chairman informed the Members present that pursuant to the provision of the Companies Act, 2013 read with the Rules framed thereunder and Regulation 44 of

Jaya Bajpai

the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has engaged the services of Central Depository Services Limited (CDSL) (the authorized agency to provide e-voting facilities) and had offered remote e-voting facilities to the members of the Company in respect of the resolutions to be passed at the meeting. The remote e-voting facility was commenced at 9:00 A.M. on Saturday, August 22, 2020 and ended at 5:00 P.M. on Monday, August 24, 2020.

The Chairman further informed the members present that Mr. Santosh Kumar Tibrewalla, Practising Company Secretary has been appointed as a Scrutinizer for the purpose of scrutinizing both remote e-voting and e-voting during the Annual General Meeting.

The Chairman then announced that the scrutinizer would submit the Consolidated Report on voting results after taking into account the remote e-voting and e-voting during the Annual General Meeting and the same would be placed on the website of the Company and would be conveyed to the Stock Exchange and to CDSL for displaying in its website within the prescribed time.

The following items of business, as per the Notice of the AGM were transacted:-

ORDINARY BUSINESS:

1. **As an Ordinary Resolution :** Adoption of Audited Standalone & Consolidated Financial Statement of the Company which comprises of Balance Sheet as at 31st March, 2020, Audited Profit & Loss Account and the Cash Flow Statement for the year ended on that date, together with the Report of Board of Directors' and Auditors' thereon.

2. **As an Ordinary Resolution:** Declaration of dividend on equity shares for the financial year ended 31stMarch, 2020.

3. **As an Ordinary Resolution:** Approval for the re-appointment of Mrs. Nilima Goenka (DIN: 00848225), as a Director, who is retiring by rotation.

4. **As an Ordinary Resolution:** Approval for the rectification of the existing terms of appointment of M/s R B Roy & Co., Chartered Accountants (Firm Registration No. 322805E) as the Statutory Auditors of the Company.

HINDCON CHEMICALS LTD.

SPECIAL BUSINESS:

5. **As a Special Resolution:** Re-Appointment of Mr. Ramsanatan Banerjee (DIN: 05191594), as a Whole-Time Director of the Company

6. **As a Special Resolution:** Re-Appointment of Mrs. Nilima Goenka (DIN: 00848225), as a Whole-Time Director of the Company

7. **As a Special Resolution:** Change of place of keeping register of members & other records by Registrar & Share Transfer Agents

The Chairman thanked the Shareholders, for attending and participating in the Meeting and also the employees of the Company and other stakeholders for their continued support.

The e-voting facility was kept open for the next 15 (fifteen) minutes to enable the Members to cast their vote.

Since there was no other business to transact, the meeting concluded at **3:30 P.M.** with a vote of thanks to the Chair.

HINDCON CHEMICALS LTD.

HINDCON CHEMICALS LIMITED

62B, Braunfeld Row, VASHUDHA, Kolkata-700 027
Tel.:+91 33 2449 0835 / 39, Fax :+91 33 2449 0849
email : contactus@hindcon.com, Website : www.hindcon.com
CIN : L24117WB1998PLC087800, GSTN : 19AAACH8021M1ZE
UDYOG AADHAR NUMBER : WB08B0002474

26.08.2020

The Secretary,
National Stock Exchange of India Ltd.,
Exchange Plazza, C-1, Block 'G',
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051.

Ref : Symbol - HINDCON

Dear Sir(s),

Reg : Outcome and Scrutinizer Report of Annual General Meeting.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, we are sending herewith the following documents –

1. Outcome (voting results) of Annual General Meeting of the Company for the financial year 2019-20 held on Tuesday, 25th August, 2020.

2. Consolidated report issued by the Scrutinizer on remote e-voting and e-voting at the venue of the Annual General Meeting.

You may accordingly display the results on website of your exchange(s).

Please acknowledge the receipt.

Thanking You,

Yours faithfully,

For Hindcon Chemicals Limited

Jaya Bajpai

HINDCON CHEMICALS LTD.

Jaya Bajpai
Company Secretary

Encl: As above

HINDCON CHEMICALS LIMITED

62B, Braunfeld Row, VASHUDHA, Kolkata-700 027
Tel.:+91 33 2449 0835 / 39, Fax :+91 33 2449 0849
email : contactus@hindcon.com, Website : www.hindcon.com
CIN : L24117WB1998PLC087800, GSTN : 19AAACH8021M1ZE
UDYOG AADHAR NUMBER : WB08B0002474

OUTCOME OF ANNUAL GENERAL MEETING

Date of the AGM	Tuesday, 25th August, 2020
Total number of shareholders on record date	252
No. of shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group : Public :	**Not Applicable**
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public :	3 9

The Mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.

Agenda No 1: Adoption of Audited Standalone & Consolidated Financial Statement of the Company which comprises of Balance Sheet as at 31st March, 2020, Audited Profit & Loss Account and the Cash Flow Statement for the year ended on that date, together with the Report of Board of Directors' and Auditors' thereon.

Resolution required : (Ordinary/Special) :	**Ordinary**
Whether promoter / promoter group are interested in the agenda/ resolution?	**No**

Category	Mode of voting	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 of votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6714100	4148000	61.78	4148000	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	6714100	4148000	61.78	4148000	0	100	0
Public Institution	E-Voting	0	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public-Non-Institution	E-Voting	3524025	825525	23.43	825525	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	3524025	825525	23.43	825525	0	100	0
Total		10238125	4973525	48.58	4973525	0	100	0

Result: Unanimously.

HINDCON CHEMICALS LTD.

HINDCON CHEMICALS LIMITED

62B, Braunfeld Row, VASHUDHA, Kolkata-700 027
Tel.:+91 33 2449 0835 / 39, Fax :+91 33 2449 0849
email : contactus@hindcon.com, Website : www.hindcon.com
CIN : L24117WB1998PLC087800, GSTN : 19AAACH8021M1ZE
UDYOG AADHAR NUMBER : WB08B0002474

Agenda No 2: Declaration of dividend on equity sharesfor the financial year ended 31st March, 2020.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	**Mode of voting**	**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 of votes polled (6)=[(4)/(2)] *100**	**% of Votes against on Votes Polled (7)=[(5)/(2)] *100**
Promoter and Promoter Group	E-Voting	6714100	4148000	61.78	4148000	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	6714100	4148000	61.78	4148000	0	100	0
Public Institution	E-Voting	0	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public-Non-Institution	E-Voting	3524025	825525	23.43	825525	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	3524025	825525	23.43	825525	0	100	0
Total		10238125	4973525	48.58	4973525	0	100	0

Result: Unanimously.

HINDCON CHEMICALS LTD.
Jaya Bajpai

IS 2645 IS 9103

HINDCON CHEMICALS LIMITED

62B, Braunfeld Row, VASHUDHA, Kolkata-700 027
Tel.:+91 33 2449 0835 / 39, Fax :+91 33 2449 0849
email : contactus@hindcon.com, Website : www.hindcon.com
CIN : L24117WB1998PLC087800, GSTN : 19AAACH8021M1ZE
UDYOG AADHAR NUMBER : WB08B0002474

Agenda No 3: Approval for the re-appointment of Mrs. Nilima Goenka (DIN: 00848225), as a Director, who is retiring by rotation.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							**Yes**	
Category	**Mode of voting**	**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 of votes polled (6)=[(4)/(2)] *100**	**% of Votes against on Votes Polled (7)=[(5)/(2)] *100**
Promoter and Promoter Group	E-Voting	6714100	4148000	61.78	4148000	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	6714100	4148000	61.78	4148000	0	100	0
Public Institution	E-Voting	0	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public-Non-Institution	E-Voting	3524025	825525	23.43	825525	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	3524025	825525	23.43	825525	0	100	0
Total		10238125	4973525	48.58	4973525	0	100	0

Result: Unanimously.

HINDCON CHEMICALS LTD.
Jaya Bajpai

HINDCON CHEMICALS LIMITED

62B, Braunfeld Row, VASHUDHA, Kolkata-700 027
Tel.:+91 33 2449 0835 / 39, Fax :+91 33 2449 0849
email : contactus@hindcon.com, Website : www.hindcon.com
CIN : L24117WB1998PLC087800, GSTN : 19AAACH8021M1ZE
UDYOG AADHAR NUMBER : WB08B0002474

Agenda No 4: Rectification of the existing terms of appointment of M/s R B Roy & Co., Chartered Accountants (Firm Registration No. 322805E) as the Statutory Auditors of the Company.

Resolution required : (Ordinary/Special) :							Ordinary		
Whether promoter / promoter group are interested in the agenda/ resolution?							**No**		
Category	**Mode of voting**	**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 of votes polled (6)=[(4)/(2)]*100**	**% of Votes against on Votes Polled (7)=[(5)/(2)]*100**	
Promoter and Promoter Group	E-Voting	6714100	4148000	61.78	4148000	0	100	0	
	Poll		NA	NA	NA	NA	NA	NA	
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA	
	Total	6714100	4148000	61.78	4148000	0	100	0	
Public Institution	E-Voting	0	0	0	0	0	0	0	
	Poll		NA	NA	NA	NA	NA	NA	
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA	
	Total	0	0	0	0	0	0	0	
Public-Non-Institution	E-Voting	3524025	825525	23.43	825525	0	100	0	
	Poll		NA	NA	NA	NA	NA	NA	
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA	
	Total	3524025	825525	23.43	825525	0	100	0	
Total		10238125	4973525	48.58	4973525	0	100	0	

Result: Unanimously.

HINDCON CHEMICALS LTD.
Jaya Bajpai

HINDCON CHEMICALS LIMITED

62B, Braunfeld Row, VASHUDHA, Kolkata-700 027
Tel.:+91 33 2449 0835 / 39, Fax :+91 33 2449 0849
email : contactus@hindcon.com, Website : www.hindcon.com
CIN : L24117WB1998PLC087800, GSTN : 19AAACH8021M1ZE
UDYOG AADHAR NUMBER : WB08B0002474

Agenda No 5: Re-Appointment of Mr. Ramsanatan Banerjee (DIN: 05191594), as a Whole-Time Director of the Company.

Resolution required : (Ordinary/Special) :							Special	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	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 of votes polled (6)= [(4)/(2)] *100	% of Votes against on Votes Polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	6714100	4148000	61.78	4148000	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	6714100	4148000	61.78	4148000	0	100	0
Public Institution	E-Voting	0	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public-Non-Institution	E-Voting	3524025	825525	23.43	825525	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	3524025	825525	23.43	825525	0	100	0
Total		10238125	4973525	48.58	4973525	0	100	0

Result: Unanimously.

HINDCON CHEMICALS LTD.
Jayant Bajpai

HINDCON CHEMICALS LIMITED
62B, Braunfeld Row, VASHUDHA, Kolkata-700 027
Tel.:+91 33 2449 0835 / 39, Fax :+91 33 2449 0849
email : contactus@hindcon.com, Website : www.hindcon.com
CIN : L24117WB1998PLC087800, GSTN : 19AAACH8021M1ZE
UDYOG AADHAR NUMBER : WB08B0002474

Agenda No 6: Re-Appointment of Mrs. Nilima Goenka (DIN: 00848225), as a Whole-Time Director of the Company

Resolution required : (Ordinary/Special) :								Special
Whether promoter / promoter group are interested in the agenda/ resolution?								Yes
Category	**Mode of voting**	**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 of votes polled (6)=[(4)/(2)]*100**	**% of Votes against on Votes Polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	6714100	4148000	61.78	4148000	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	6714100	4148000	61.78	4148000	0	100	0
Public Institution	E-Voting	0	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public-Non-Institution	E-Voting	3524025	825525	23.43	825525	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total	3524025	825525	23.43	825525	0	100	0
Total		10238125	4973525	48.58	4973525	0	100	0

Result: Unanimously.

HINDCON CHEMICALS LTD.

Jaya Bajpai

IS 2645

CM/L - 5479783

IS 9103

HINDCON CHEMICALS LIMITED
62B, Braunfeld Row, VASHUDHA, Kolkata-700 027
Tel.:+91 33 2449 0835 / 39, Fax :+91 33 2449 0849
email : contactus@hindcon.com, Website : www.hindcon.com
CIN : L24117WB1998PLC087800, GSTN : 19AAACH8021M1ZE
UDYOG AADHAR NUMBER : WB08B0002474

Agenda No 7: Change of place of keeping register of members & other records by Registrar & Share Transfer Agents

Resolution required : (Ordinary/Special) :							Special	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	**Mode of voting**	**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 of votes polled (6)=[(4)/(2)] *100**	**% of Votes against on Votes Polled (7)=[(5)/(2)] *100**
Promoter and Promoter Group	**E-Voting**	**6714100**	**4148000**	**61.78**	**4148000**	**0**	**100**	**0**
	Poll		**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
	Postal Ballot (If applicable)		**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
	Total	**6714100**	**4148000**	**61.78**	**4148000**	**0**	**100**	**0**
Public Institution	**E-Voting**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
	Poll		**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
	Postal Ballot (If applicable)		**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
	Total	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Public-Non-Institution	**E-Voting**	**3524025**	**825525**	**23.43**	**825525**	**0**	**100**	**0**
	Poll		**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
	Postal Ballot (If applicable)		**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
	Total	**3524025**	**825525**	**23.43**	**825525**	**0**	**100**	**0**
Total		**10238125**	**4973525**	**48.58**	**4973525**	**0**	**100**	**0**

Result: Unanimously.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,

For Hindcon Chemicals Limited

Jaya Bajpai

HINDCON CHEMICALS LTD.

Jaya Bajpai
Company Secretary

SANTOSH KUMAR TIBREWALLA
B.Com.(Hons.) LL.B., FCS.
Company Secretary

5A, N. C. Dutta Sarani,
3rd Floor, Kolkata - 700 001
Phone : (033) 2262-8200/ 4005-4842
e-mail: santibrewalla@rediffmail.com

Scrutinizer's Report

[Pursuant to Section 108 / 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014]

The Chairman,
M/s Hindcon Chemicals Limited
62/B, Braunfeld Row, 1st Floor,
Kolkata – 700027

Dear Sir,

I, Santosh Kumar Tibrewalla, Practising Company Secretary has been appointed by the Board of Directors of M/s. **Hindcon Chemicals Limited**(the Company) as a Scrutinizer as per the provisions of Section 108 /109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014for the purpose of scrutinizing the process of remote e-voting &electronic voting during the22ndAnnual General Meeting of the Equity Shareholders of the Company held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) on Tuesday, the 25th day of August, 2020 at 3:00 P.M. and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure requirements), 2015as amended by the applicable circulars issued in this connection both by MCA & SEBI, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM.

The Applicable Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices& Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak COVID-19 (Corona Virus) pandemic. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the Applicable Circulars.

As mentioned in the Notice, the proceedings of the 22nd AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

1. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic means on the resolutions contained in the Notice to the 22ndAnnual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions stated above, based on the reports generated from the remote e-voting system provided by the Central Depository Services Limited (CDSL), the authorised agency to provide remote e-voting facilities, engaged by the Company and electronic voting during the Annual General Meeting.

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

   i) The remote e-voting period remained open from Saturday, August 22, 2020 (9:00 A.M.) to Monday, August 24, 2020 (5:00 P.M.)

SANTOSH KUMAR TIBREWALLA C.P. 3982 F.C.S. 3811

ii) The members of the Company as on the "cut-off" date i.e. Tuesday, August18, 2020 were entitled to vote on the resolutions (items no. 1 to 7 as set out in the notice of the AGM of the Company).

iii) The Company had also provided e-voting facility to vote during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.

iv) The votes casted through e-voting and found not in accordance to the rules provided were treated as invalid.

v) Thereafter, votes casted through remote e-voting and electronic voting were unblocked on 25th August, 2020 in the presence of 2 witnesses, Ms. Vartika Gaur and Ms. Monika Tiwary, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Vartika Gaur	Monika Tiwary
Name: Vartika Gaur	Name: Monika Tiwary

vi) Thereafter, the details containing, inter alia, list of Equity Share Holders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited (CDSL), i.e. https://www.evotingindia.com.

vii) Based on such reports generated from the website of CDSL during the AGM, the result of the voting stands as under:

SANTOSH KUMAR TIBREWALLA C.P.-3982 F.C.S.-3811

Item No. 1:-

Ordinary Resolution: Adoption of Audited Standalone & Consolidated Financial Statement of the Company which comprises of Balance Sheet as at 31st March, 2020, Audited Profit & Loss Account and the Cash Flow Statement for the year ended on that date, together with the Report of Board of Directors' and Auditors' thereon.

	Remote e-Voting*		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	22	49,73,525	0	0	22	49,73,525	100
Votes against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

(including e-voting during the AGM)*

Item No. 2:-

Ordinary Resolution: Declaration of dividend on equity shares for the financial year ended 31st March, 2020.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	22	49,73,525	0	0	22	49,73,525	100
Votes against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

(including e-voting during the AGM)*

Item No. 3:-

Ordinary Resolution: Approval for the re-appointment of Mrs. Nilima Goenka (DIN: 00848225), as a Director, who is retiring by rotation

	Remote e-Voting		**Ballot Voting at AGM**		**Consolidated voting results**		
	Number of members voted	**Number of Votes casted**	**Number of members voted**	**Number of Votes casted**	**Total Number of members voted**	**Total Number of Votes casted**	**% of total number of valid votes cast (of both Favour & Against)**
Votes in favour of the resolution	**22**	**49,73,525**	**0**	**0**	**22**	**49,73,525**	**100**
Votes against the resolution	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Invalid Votes	**0**	**0**	**0**	**0**	**0**	**0**	**0**

(* including e-voting during the AGM)

Item No. 4:-

Ordinary Resolution: Approval for the rectification of the existing terms of appointment of M/s R B Roy & Co., Chartered Accountants (Firm Registration No. 322805E) as the Statutory Auditors of the Company.

	Remote e-Voting		**Ballot Voting at AGM**		**Consolidated voting results**		
	Number of members voted	**Number of Votes casted**	**Number of members voted**	**Number of Votes casted**	**Total Number of members voted**	**Total Number of Votes casted**	**% of total number of valid votes cast (of both Favour & Against)**
Votes in favour of the resolution	**22**	**49,73,525**	**0**	**0**	**22**	**49,73,525**	**100**
Votes against the resolution	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Invalid Votes	**0**	**0**	**0**	**0**	**0**	**0**	**0**

(* including e-voting during the AGM)

SANTOSH KUMAR TIBREWALLA
C.P.-3982
F.C.S.-3811

Item No. 5:-

Special Resolution: Re-Appointment of Mr. Ramsanatan Banerjee (DIN: 05191594), as a Whole-Time Director of the Company

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	22	49,73,525	0	0	22	49,73,525	100
Votes against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

(including e-voting during the AGM)*

Item No. 6:-

Special Resolution: Re-Appointment of Mrs. Nilima Goenka (DIN: 00848225), as a Whole-Time Director of the Company

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	22	49,73,525	0	0	22	49,73,525	100
Votes against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

(including e-voting during the AGM)*

SANTOSH KUMAR TIBREWALLA C.P.-3982 F.C.S.-3811

Item No. 7:-

Special Resolution: Change of place of keeping register of members & other records by Registrar & Share Transfer Agents

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	22	49,73,525	0	0	22	49,73,525	100
Votes against the resolution	0	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0	0

(including e-voting during the AGM)*

The relevant reports and all other relevant records relating to Remote E-voting are in my safe custody and will be handed over to the Company Secretary after singing the Minutes by the Chairman.

You may accordingly declare the results and display the same on the website of the Company and convey to Stock Exchange and Central Depository Services Ltd.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,

Accepted

SANTOSH KUMAR TIBREWALLA
C.P. 3982
F.C.S. 3811

SANTOSH KUMAR TIBREWALLA
Scrutinizer
Membership No. 3811
COP No. 3982
UDIN: F003811B000619131
Place: Kolkata
Date: 26.08.2020