HINDUSTHAN NATIONAL GLASS & INDUSTRIES LTD.
Registered Office : 2, Red Cross Place, Post Box : 2722, Kolkata - 700 001, India
Tel. : 2254 3100, Fax : (91) (33) 2254 3130
E-mail : hngkol@hngil.com, Website : www.hngindia.com

ISO 9001 : 2000
DNV
REGISTERED FIRM

SEC/SE/006

April 7, 2014

1. The Dy.Manager (Listing)
   Bombay Stock Exchange Ltd.
   Phiroze Jeejeebhoy Towers
   Dalal Street, Mumbai 400 023.

2. The Manager
   Listing Department
   National Stock Exchange of India Limited
   Exchange Plaza, Bandra Kurla Complex
   Bandra (E), Mumbai 400 051

3. The Secretary,
   The Calcutta Stock Exchange Ltd.,
   7, Lyons Range,
   Kolkata-700 001

Dear Sirs,

Sub: Submission of Minutes of the proceedings of declaration of the Postal Ballot Results on 22nd March, 2014

Please find enclosed herewith a copy of the minutes of the declaration of results of the Postal Ballot held on 22nd March, 2014 for your information and record.

Thanking you,

Yours faithfully,
For Hindusthan National Glass & Industries Ltd.

(Ajay Kumar Rai)
Company Secretary

Encl: as above.

CERTIFIED TRUE COPY

Minutes of the declaration of result of the Postal Ballot held on Saturday, 22nd March, 2014 at 10.00 a.m. at the Registered Office of Hindusthan National Glass & Industries Limited, 2 Red Cross Place, Kolkata 700 001.

PRESENT:

Shri Chandra Kumar Somany	-	Chairman
Shri Mukul Somany	-	Vice Chairman & Managing Director
Shri Ajay Kumar Rai	-	Company Secretary
Shri Mukesh Rathi	-	Scrutinizer

For Hindusthan National Glass & Industries Ltd.

Company Secretary

Background

Pursuant to Section 192A(2) of the Companies Act, 1956, read with The Companies (passing of the resolution by postal ballot) Rules, 2011, the Postal Ballot Notice dated 10th February, 2014 was sent to Members of the Company for passing the proposed Special Resolutions by Postal Ballot/E-voting. The dispatch of the aforesaid Notice to the Members of the Company was completed on 14th February, 2014 and the newspaper advertisement to this effect was published, both in English and Bengali on 16th February, 2014.

The Board of Directors in their meeting held on 10th February, 2014, appointed Mr. Mukesh Rathi, Company Secretary in Practice who is not in employment of the Company as Scrutinizer to receive and scrutinize the completed ballot forms received from the Members and for conducting the Postal Ballot/E-Voting process in a fair and transparent manner. The Postal Ballot Forms and the self-addressed business reply envelopes were sent for casting of votes by the Members. E-Voting facility was also provided to the Members of the Company. The Members were requested to return the physical postal ballot forms duly completed along with the assent (for) or dissent (against), so as to reach the scrutinizer not later than the close of working hours up to 18th March, 2014. In case of electronic voting, Members were requested to cast their votes electronically up to 18.00 hours, Tuesday, 18th March, 2014.

CHAIRMAN'S INITIALS

After due scrutiny of all the postal ballot forms received electronically and physically up to the close of working hours of 18th March, 2014 (being last date fixed for return of the Postal Ballot electronically and physical forms duly filled in by the Members), Mr. Mukesh Rathi, Practicing Company Secretary, submitted the report as under:

in case of Postal ballot

Item No.1

Waiver of excess remuneration paid to Mr. Sanjay Somany, Vice Chairman & Managing Director.

Total number of Ballots received - 39

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 and Promoter Group	61123840	61123840	100%	61123840	0	100%	0
Public – Institutional holders	6420407	0	--	0	-	-	-
Public-Others	19794318	14643711	73.9794%	14642439	1272	99.9913%	0.0087%
Total	87338565	75767551	86.7515%	75766279	1272	99.9984%	0.0016%

In case of Postal ballot

Item No.2

Waiver of excess remuneration paid to Mr. Mukul Somany, Vice Chairman & Managing Director.

Total number of Ballots received - 39

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 and Promoter Group	61123840	61123840	100%	61123840	0	100%	0
Public – Institutional holders	6420407	0	--	0	-	-	-
Public-Others	19794318	14643711	73.9794%	14642439	1272	99.9913%	0.0087%
Total	87338565	75767551	86.7515%	75766279	1272	99.9984%	0.0016%

The Chairman announced that the Special Resolution proposed in the Postal Ballot Notice dated 10th February, 2014, was duly passed by the requisite majority and directed that the resolution be recorded in the minute book.

CHAIRMAN'S INITIALS

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For Hindusthan National Glass & Industries Ltd.

Company Secretary

The Special Resolution duly approved by the Members is as under:

1. "**RESOLVED THAT** pursuant to the provisions of Section 309 (5A)& (5B) and other applicable provisions, if any, of the Companies Act, 1956 (hereinafter referred to as the "Act", including any statutory modifications or re-enactment thereof for the time being in force) and in accordance with the provisions of Articles of Association of the Company and subject to approval of the Central Government and such other approval(s), sanction(s) and permission(s), if required, consent of the members be and is hereby accorded for waiver of recovery of excess remuneration of Rs. 40,23,285/- (Rupees Forty Lac Twenty Three Thousand Two Hundred Eighty Five only) paid to Mr. Sanjay Somany, Vice Chairman & Managing Director of the Company, for the period from 1st October, 2012 to March 31, 2013.

RESOLVED FURTHER that Mr. Ajay Kumar Rai, Company Secretary of the Company be authorized to take such actions as he may deem fit, proper and necessary for and on behalf of Company for the purpose of giving effect to the above resolution and that all such acts, deeds , things etc done by him pursuant to authority delegated hereunder shall be final and binding on the Company and he is authorized to certify the copies of this resolution as true copies and send the same to all concerned for their perusal, necessary action and record".

2. "**RESOLVED THAT** pursuant to the provisions of Section 309 (5A)& (5B) and other applicable provisions, if any, of the Companies Act, 1956 (hereinafter referred to as the "Act", including any statutory modifications or re-enactment thereof for the time being in force) and in accordance with the provisions of Articles of Association of the Company and subject to approval of the Central Government and such other approval(s), sanction(s) and permission(s), if required, consent of the members be and is hereby accorded for waiver of recovery of excess remuneration of Rs. 40,23,285/- (Rupees Forty Lac Twenty Three Thousand Two Hundred Eighty Five only) paid to Mr. Mukul Somany, Vice Chairman & Managing Director of the Company, for the period from 1st October, 2012 to March 31, 2013.

CERTIFIED TRUE COPY

For Hindusthan National Glass & Industries Ltd.

Company Secretary

CHAIRMAN'S INITIALS

RESOLVED FURTHER that Mr. Ajay Kumar Rai, Company Secretary of the Company be authorized to take such actions as he may deem fit, proper and necessary for and on behalf of Company for the purpose of giving effect to the above resolution and that all such acts, deeds, things etc done by him pursuant to authority delegated hereunder shall be final and binding on the Company and he is authorized to certify the copies of this resolution as true copies and send the same to all concerned for their perusal, necessary action and record".

(Chandra Kumar Somany)
Chairman

CERTIFIED TRUE COPY

For Hindusthan National Glass & Industries Ltd.

Company Secretary

CHAIRMAN'S INITIALS