

HZL/2024-25/SECY/165

January 20, 2025

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor Plot No., C/I, G
Block Bandra-Kurla Complex, Bandra
(East), Mumbai – 400 051

Kind Attn: General Manager – Department
of Corporate Services

Kind Attn: Head Listing & Corporate
Communication

Scrip Code: 500188

Trading Symbol: "HINDZINC"

Dear Sir/Ma'am,

Sub: Declaration of voting results of Postal Ballot and submission of Scrutinizer's Report in accordance with Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations")

This is with reference to our letter no. HZL/2024-25/SECY/151 dated January 20, 2025, wherein we had informed that the Company had initiated the process of Postal Ballot to seek approval of the Members of the Company in respect for the following **ordinary resolution** through remote e-voting process ("**e-voting**") only:

Appointment of Mr. Dinesh Mahur (DIN: 10862645), as Government Nominee Director on the Board of the Company

In this regard, the remote e-voting process concluded on Sunday, January 19, 2025, at 5:00 p.m. (IST), post which the Scrutinizer appointed for scrutiny of Postal Ballot process, Mr. CS Manoj Maheshwari, Practicing Company Secretary (Membership No. FCS 3355; CP No.: 1971), has submitted his report on the results of the Postal Ballot.

Based on the report of the Scrutinizer, we hereby inform you that, the Members of the Company have duly passed the above-mentioned ordinary resolution with the requisite majority.

In connection with the above, please find enclosed the following:

1. Voting results pursuant to Regulation 44(3) of the SEBI LODR Regulations and Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014; and
2. Scrutinizer's Report dated January 20, 2025, on remote e-voting.

The results along with Scrutinizer's Report are available on the website of the Company at www.hzindia.com, the website of NSDL at www.evoting.nsdl.com.

You are requested to take the same on your record.





HINDUSTAN ZINC
Zinc & Silver of India

Thanking You,

Yours faithfully,
For Hindustan Zinc Limited

Roopal Gupta
Associate Manger- Secretarial

Enclosed: As above



Hindustan Zinc Limited, Registered Office: Yashad Bhawan, Udaipur-313 004, Rajasthan, INDIA.
T. +91 294-6604000-02 www.hzindia.com hzl.secretarial@vedanta.co.in
CIN: L27204RJ1966PLC001208

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General information about company

Scrip code	500188
NSE Symbol	HINDZINC
MSEI Symbol	NA
ISIN	INE267A01025
Name of the company	HINDUSTAN ZINC LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	19-01-2025
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Manoj Maheshwari
Firms Name	M/s. V.M. & Associates
Qualification	CS
Membership Number	3355
Date of Board Meeting in which appointed	19-12-2024
Date of Issuance of Report to the company	20-01-2025

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Voting results	
Record date	16-12-2024
Total number of shareholders on record date	700737
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Add Notes

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Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Appointment of Mr. Dinesh Mahur (DIN: 10862645), as Government Nominee Director on the Board of the Company						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2679548419	100.0000	2679548419	0	100.0000	0.0000
	Poll	2679548419	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2679548419	2679548419	100.0000	2679548419	0	100.0000	0.0000
Public- Institutions	E-Voting		203699628	87.0519	173160515	30539113	85.0078	14.9922
	Poll	233997977	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	233997977	203699628	87.0519	173160515	30539113	85.0078	14.9922
Public- Non Institutions	E-Voting		1182608349	90.1535	1182588173	20176	99.9983	0.0017
	Poll	1311772604	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1311772604	1182608349	90.1535	1182588173	20176	99.9983	0.0017
Total		4225319000	4065856396	96.2260	4035297107	30559289	99.2484	0.7516
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Scrutinizer's Report

To,
The Chairperson
Hindustan Zinc Limited
Yashad Bhavan, Yashadgarh,
Udaipur-313004 (Rajasthan)

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot by way of remote e-voting ("e-voting").

The Board of Directors of Hindustan Zinc Limited (hereinafter referred to as "**the Company**") through circular resolution passed on Thursday, December 19, 2024 has appointed me as the scrutinizer for scrutinizing the Postal Ballot by way of e-voting pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting vide General Circular No. 09/2024 dated September 19, 2024 read along with other connected circulars issued from time to time in this regard ("MCA Circulars"), relating to postal ballot including voting by electronic means for the resolution contained in the Notice of Postal Ballot dated December 19, 2024.

My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolution stated in the notice of Postal Ballot, based on the reports generated/data downloaded from the e-voting system provided by National Securities Depository Limited, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility.

Report on Scrutiny:

- The Company had appointed National Securities Depository Limited (hereinafter referred to as "**NSDL**" / "**Service Provider**") as the service provider, for the purpose of extending the facility of remote e-voting to the shareholders of the Company. KFin is the Registrar and Share Transfer Agent (hereinafter referred to as "**RTA**") of the Company.



- The Service Provider had provided a system for recording the votes of the Shareholders electronically on the items of business stated in the Postal Ballot Notice dated December 19, 2024.
- The Service Provider had set up an electronic voting facility on their website <https://www.evoting.nsdl.com>. The Company had uploaded the item of business to be transacted through Postal Ballot on the website of the Service Provider to facilitate their Shareholders to cast their vote through Remote E-voting.
- The internal cut-off date for the dispatch of the Notice of Postal Ballot was Monday, December 16, 2024 and as on that date, there were 7,00,737 (Seven Lakh Seven Hundred and Thirty Seven only) Shareholders of the Company.
- The Company informed that in compliance with the MCA Circulars and on the basis of the Register of Members and the list of Beneficial Owners made available by the RTA of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Service Provider completed dispatch of Notice of Postal Ballot along-with e-voting details on Friday, December 20, 2024 by E-mail to 6,79,993 (Six Lakh Seventy Nine Thousand Nine Hundred and Ninety Three) shareholders who had already registered their E-mail IDs with the Company/ Depositories.
- The notices sent contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20 of The Companies (Management and Administration) Rules, 2014 (as amended).
- As stated in Rule 22 of The Companies (Management and Administration) Rules, 2014 (as amended), an advertisement was published by the Company on Saturday, December 21, 2024, in "Financial Express", English newspaper in English language and in "Dainik Navajyoti" Vernacular language newspaper in vernacular language, informing about the completion of the dispatch of the Postal Ballot Notice, by means of E-mail to the shareholders along with other related matters mentioned therein.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the resolution contained in the Postal Ballot Notice was Monday, December 16, 2024.
- The remote e-voting period commenced from Saturday, December 21, 2024 at 09:00 A.M. and concluded on Sunday, January 19, 2025 at 05:00 P.M.
- At the end of the voting period on Sunday, January 19, 2025 at 05:00 P.M., the voting portal of the Service Provider was blocked forthwith.
- After completion of e-voting, the votes cast by the Shareholders were unblocked and downloaded from the e-voting website of NSDL/ Service Provider <https://www.evoting.nsdl.com> in the presence of two witnesses, who are not in the employment of the Company as prescribed in Sub Rule 4(xii) of the said Rule 20. The e-voting data/ results downloaded from the e-voting system of KFin were scrutinized and reviewed, the votes were counted, and the results were prepared.



- Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against on the resolution proposed in the Notice of Postal Ballot are as under:

Item No. 1: Ordinary Resolution:**Appointment of Mr. Dinesh Mahur (DIN: 10862645), as Government Nominee Director on the Board of the Company:**

Total No. of Shareholders/folios	7,00,737		
Total No. of Shares	4,22,53,19,000		
e-voting Period	From 09:00 A.M. on Saturday, December 21, 2024 till 05:00 P.M. on Sunday, January 19, 2025.		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	2,812	4,06,58,56,396
Total Votes cast through Postal Ballot forms received	B	NA	NA
Grand Total of remote e-voting/Postal Ballot Forms (A+B)	C	2,812	4,06,58,56,396
Less: Invalid remote e-voting/Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated/ abstained/ less voted)	D	0	0
Net remote e-voting/Postal Ballot Forms (C-D)	E	2,812	4,06,58,56,396

SUMMARY OF VOTING

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	2,67,95,48,419	2,67,95,48,419	100.0000%	2,67,95,48,419	0	100.0000%	0.0000%
Public-Institutional Holders	23,39,97,977	20,36,99,628	87.0519%	17,31,60,515	3,05,39,113	85.0078%	14.9922%
Public-others	1,31,17,72,604	1,18,26,08,349	90.1535%	1,18,25,88,173	20,176	99.9983%	0.0017%
Total	4,22,53,19,000	4,06,58,56,396	96.2260%	4,03,52,97,107	3,05,59,289	99.2484%	0.7516%

Percentage of votes cast in favour: 99.2484% | Percentage of votes cast against: 0.7516%

RESULT:-

Since, the number of votes cast in favour of the resolution is **99.2484%**; Based on the aforesaid result, I report that the **Ordinary Resolution** as set out at **item no. 1** in the notice of postal ballot dated December 19, 2024 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the last date specified for receipt of remote e-voting i.e. January 19, 2025.



V. M. & ASSOCIATES

COMPANY SECRETARIES

403, ROYAL WORLD
SANSAR CHANDRA ROAD
JAIPUR—302 001 (RAJASTHAN)

Phone: 0141 - 4075010
E-mail: cs.vmanda@gmail.com

A soft copy, containing a list of Equity Shareholders who voted “FOR” or “AGAINST” and those whose votes were declared invalid/abstained/voted for lesser shares, for the resolution is being handed over to the authorized representative of the Company.

The electronic data and all other relevant records relating to the e-voting are in my safe custody and will be handed over to the authorized representative for preserving safely after the Chairperson considers, approves and signs the Minutes/Report on Postal Ballot.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Yours Faithfully

CS Manoj Maheshwari
Scrutinizer
M. No.: FCS 3355 | C.P. No. 1971
Partner
V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)

Place: Jaipur
Date: January 20, 2025
UDIN: F003355F003738119

Countersigned By:
For Hindustan Zinc Limited

Roopal Gupta
Associate Manager- Secretarial
(as authorized by Chairperson of the Company)