



पंजीकृत कार्यालय तथा फैक्टरी : पो. ऑ. रसायनी, जिला रायगड, महाराष्ट्र, भारत, पिन - ४१० २०७.
टेलीफोन / Tel.: 91 - 02192 - 258500 / 01 / 02 फैक्स / Fax: 91-02192-258503
Regd. Office & Factory : P. O. Rasayani, Dist. Raigad, Maharashtra, India, PIN - 410 207.
Website : www.hocl.gov.in / www.hoclinida.gov.in

CIN: L99999MH1960GOI011895

हिन्दुस्तान ऑर्गेनिक केमिकल्स लिमिटेड

(भारत सरकार का उद्यम)

HINDUSTAN ORGANIC CHEMICALS LIMITED

(A Govt. of India Enterprise)

HOC/SEC/Postal Ballot/2017/4.11

Date: 30th April, 2017

To

The Manager, Listing Department,
National Stock Exchange of India Ltd.,
"Exchange Plaza", C-1, Block G,
Bandra Kurla Complex, Bandra (East),
MUMBAI - 400 051.

FAX No. : 022 - 26598237/38

Kind Attn. : Mr. Avinash Kharkar
Manager

Dear Sir,

Sub : Filing of Voting Results and Scrutinizer's Report of HOCL Postal Ballot Voting (& E-Voting) (Notice dtd. 17-03-2017) in respect of 2 Special Resolutions [Voting Period 28-03-2017 to 26-04-2017 (both days inclusive)].

Ref. : Regulations 30, 40(3), 44 & other relevant Regulations of LODRRs.

Further to our letter dated 22/03/2017 Reg. Notice of Postal Ballot etc. intimation to BSE (& NSE), we enclose herewith the copy of Scrutinizer's (viz. Ms. Malati Kumar, M/s S.N. Ananthasubramanian & Co., PCS.) Report on Postal Ballot dtd. 17-03-2017 Voting (& E-Voting) by the Shareholders of the Company [Voting Period from 28-03-2017 to 26-04-2017 (both days inclusive)] for your perusal records.

Accordingly, as confirmed by Scrutiniser in their said Report, the said 2 Special Resolutions viz.:

- (1) To consider and to approve the Transfer of Company's N2O4 / CNA Plant at HOCL, Rasayani to ISRO, Department of Space, GOI along with (approx.) 20 acres of land and manpower 'as is where is basis' as decided by Govt. of India.:-

Based on the Scrutiniser's report, result of the Special Resolution as contained in No. 1 of the Notice of Postal Ballot dated March 17, 2017 has been passed with requisite majority.

- (2) Proposal of Stoppage of 2 Plants viz. Nitrobenzene & Formaldehyde Plants at Company's (HOCL) Rasayani Unit, alongwith approval for disposal of 7 Plants (of Rasayani Unit) namely, Nitrobenzene II & III, Formaldehyde, Aniline II & III, Hydrogen III and Nitro toluene and Super Structures disposal and consequent Closure of Rasayani Unit Operations; :-

Based on the Scrutiniser's report, result of the Special Resolution as contained in No. 2 of the Notice of Postal Ballot dated March 17, 2017 has been passed with requisite majority.

Please take the above in your records, in compliance with Resolution 30.40 (3), 44 and other applicable Regulations of LODRRs of SEBI.

Thanking you,

Yours faithfully,

For Hindustan Organic Chemicals Ltd.,

(Mrs. Susheela S. Kulkarni)

Company Secretary

Encl : As above.

SCRUTINIZER'S REPORT

To,

The Chairman & Managing Director,
Hindustan Organic Chemicals Limited
CIN: L99999MH1960GOI011895
Post Rasayani, Dist-Raigad,
Maharashtra 410207

We are pleased to present the report on the **POSTAL BALLOT** conducted by the Company to pass two Special Resolutions as contained in the Notice of Postal Ballot dated 17th March, 2017.

1. In terms of provisions of section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, I was appointed as the Scrutinizer by the Company on 17th March, 2017 to conduct the Postal Ballot as contained in the Notice dated 17th March, 2017.
2. Members approval was sought for:
 - a) Transfer of Company's N204/ CNA Plant at HOCL, Rasayani to ISRO, Department of Space, GOI alongwith (approximate) 20 acres of land and manpower 'as is where is basis' as decided by Govt. of India, including other relevant Government approvals;
 - b) Proposal of Stoppage of 2 Plants viz Nitrobenzene & Formaldehyde Plants at Company's (HOCL) Rasayani Unit) along with approval for disposal of 7 Plants (of Rasayani Unit) namely, Nitrobenzene II & III, Formaldehyde, Aniline II & III, Hydrogen III and Nitro toluene and Super Structures disposal and consequent Closure of Rasayani Unit Operations



Scrutinizer's Report on Postal Ballot of Hindustan Organic Chemicals Limited

3. The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on 22nd March, 2017, the Company completed dispatch of the Notice of Postal Ballot as under:
- On 22nd March 2017, by email to 19,321 Members who had registered their email ids with the Company/ Depositories; and
 - On 27th March, 2017, in physical form by registered post to 26,512 Members
 - On 27th March 2017, in physical form by speed post to 5,963 Members.
4. In terms of the aforesaid notice, members were required to convey their assent or dissent, as the case may be, as under:
- a. In case of Postal Ballot Form mailed to them by the Company, in pre-paid envelopes addressed to me up to 5:00 p.m. on Wednesday, 26th April, 2017.
 - b. In case of remote e-Voting, votes to be cast electronically on the e-voting platform provided by Central Depository Services (India) Limited (CDSL) upto 5:00 p.m. on Wednesday, 26th April, 2017.
 - c. I received 402 Postal Ballot Forms and 16 members had cast their votes on the remote e-Voting platform, till 5:00 p.m. on Wednesday, 26th April, 2017.
5. With the support of Bigshare Services Private Limited, the Registrar & Transfer Agents (RTA) of the Company, the Postal Ballot Forms were scrutinized and signatures of members were verified with their specimen signatures registered with RTA and as provided by the Depositories.



- 6 In case of remote e-Voting, members' demographic details, their voting rights and voting pattern were provided by the RTA.
- 7 The votes, if any, cast by a member(s) both in physical form and remote e-Voting having been identified, votes cast through remote e-Voting only were considered valid.
- 8 After the aforesaid scrutiny of Postal Ballot Forms and taking into account the remote e-Voting result, I report that, two Special Resolutions as contained in the notice of Postal Ballot dated 17th March, 2017 have been passed with requisite majority.

I have annexed with this report, the details of the Postal Ballot Forms and remote e-Voting and the analysis of the Result of the Special Resolutions as contained in the said Notice.

For S.N.Ananthasubramanian & Co.
Company Secretaries

Malati A. Kumar

Malati Kumar

C.P.No. 10980



Date : 28th April, 2017
Place : Thane

Details of the Postal Ballot & remote e-Voting

A	Postal Ballot		
1	Number of Forms received from Members		402
2	Number of Forms rejected / not considered for reasons as stated below -		
	a. Signature mismatch	39	
	b. Duplicate	0	
	c. Not signed	1	
	d. Not Voted	35	
	e. Voted for Both	1	
	f. Board Resolution not attached	1	
	Total Invalid Forms		77
3	Number of Valid Forms (A)		325
B	Remote e-Voting		
1	Number of Members who participated in e-Voting.		16
2	Invalid e-Votes		0
3	Valid e-Votes (B)		16
C	Total (A+B)		341



S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

Firm Registration No. P1901MH040400

1026, BRINDABAN, THANE - 400601 | Tel: 25346648/26433704 | Email: snas@snasco.net | Website: www.snasco.net

Result of Postal Ballot

Item No. 1: To consider and to approve the Transfer of Company's N204/ CNA Plant at HOCL, Rasayani, to ISRO Department of Space GOI along with (approximate) 20 acres of land and manpower 'as is where is basis' as decided by Govt. of India including other relevant Government approvals								
	Number of			Number of Votes contained in			Percentage (%)	
Particulars	Remote e-Votes	Postal Ballot Forms	Total	Remote e-Votes	Postal Ballot Forms	Total		
Received	16	325	341	1,77,650	3,95,91,565	3,97,69,215	100.00	
Assent	14	303	317	1,44,050	3,95,82,765	3,97,26,815	99.89	
Dissent	2	22	24	33,600	8,800	42,400	0.11	
Abstain	0	0	0	0	0	0		
Total	16	325	341	1,77,650	3,95,91,565	3,97,69,215	100.00	

Based on the aforesaid result, I report that, the Special Resolution as contained in Item No. 1 of the Notice of Postal Ballot dated, 17th March, 2017 has been passed with requisite majority.

Malati A. Kumar

Malati Kumar
 C.P.No. 10980

Date : 28th April, 2017
 Place : Thane



S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

Firm Registration No. P1997MH040400

1026, BUNGABAH, THANE - 400601 | Tel 25345648/25432704 | Email snas@snascp.net | Website www.snascp.net

Item No. 2: Proposal of Stoppage of 2 Plants viz. Nitrobenzene & Formaldehyde Plants at Company's (HOCL) Rasayani Unit) along with approval for disposal of 7 Plants (of Rasayani Unit) namely, Nitrobenzene II & III, Formaldehyde, Aniline II & III, Hydrogen III and Nitro toluene and Super Structures disposal and consequent Closure of Rasayani Unit Operations						
Particulars	Number of		Number of Votes contained in			Percentage (%)
	Remote e-Votes	Ballot Forms	Total	Remote e-Votes	Ballot Forms	Total
Received	16	325	341	1,77,650	3,95,91,565	3,97,69,215
Assent	14	263	277	1,44,050	3,95,77,515	3,97,21,565
Dissent	02	33	35	33,600	8,600	42,200
Abstain	0	29	29	0	5,450	5,450
Total	16	325	341	1,77,650	3,95,91,565	3,97,69,215
						100
						99.88
						0.11
						0.01
						100

Based on the aforesaid result, I report that, the Special Resolution as contained in Item No. 2 of the Notice of Postal Ballot dated 17th March, 2017 has been passed with requisite majority.



Malati A. Kumar

Malati Kumar
 C.P. No. 10980

Date : 28th April, 2017
 Place : Thane