

HindPrakash

To,
The Manager
Listing Compliance Department
National Stock Exchange of India Limited (SME Emerge)
Exchange Plaza,
5th Floor, Plot No. C/1, G Block
Bandra Kurla Complex Bandra (E)
Mumbai-400 051

June 23, 2022

Company Symbol - HPIL (NSE Emerge), ISIN: INE05X901010

Sub: Minutes of Proceeding Relating to declaration of Results of Postal Ballot

Dear Sir / Madam,

Pursuant to the SEBI (LODR) Regulations, 2015, we herewith enclose the Minutes of Proceeding relating to declaration of results of Postal Ballot on May 27, 2022.

You are requested to take the same on your records.

Thanking you,

**Yours faithfully,
For Hindprakash Industries Limited**

V.H. Trivedi

**Utsav Trivedi
Company Secretary & Compliance Officer
Membership No.: A57058**



Place: Ahmedabad

Encl.: As above

HINDPRAKASH INDUSTRIES LIMITED

Corporate Identity Number: L24100GJ2008PLC055401
Registered Office: 301, "Hindprakash House", Plot No.10/6, Phase-1, GIDC, Vatva,
Ahmedabad - 382 445, Gujarat, India
Tel: +91 79 68127000 Fax: +91 79 68127096 e mail ID: info@hindprakash.com URL: www.hindprakash.in

HINDPRAKASH INDUSTRIES LIMITED

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MINUTES OF THE PROCEEDINGS RELATING TO DECLARATION OF RESULTS ON FRIDAY MAY 27, 2022 OF VOTING CONDUCTED THROUGH POSTAL BALLOT THROUGH REMOTE E VOTING VIDE NOTICE DATED APRIL 22, 2022 HELD AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 301, HINDPRAKASH HOUSE, PLOT NO.10/6, GIDC, VATVA, AHMEDABAD-382445, GUJARAT, WHEN THE FOLLOWING WERE PHYSICALLY PRESENT:

Sr. No.	Name of the Director	Designation	DIN
1	Mr. Om Prakash Mangal	Chairman & Non-Executive Director	03078228
2	Mr. Sanjay Prakash Mangal	Managing Director	02825484
3	Mr. Santosh Nambiar	Whole-time Director	00144542
4	Mr. Jitendra Kumar Sharma	Independent Director	07526003
5	Ms. Apeksha Vyas	Independent Director	09469295
6	Mr. Rushabh Anilkumar Shah	Independent Director	09012222

In Attendance:

- 1 Mr. Utsav Trivedi : Company Secretary & Compliance Officer

Background:

Pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations"), General Circular No.14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 19/2021 and General Circular No. 20/2021 dated December 08, 2021 (the "MCA Circulars") and Secretarial Standard 2 (SS-2) on General Meetings, the Company had issued a Postal Ballot Notice dated April 22, 2022 to obtain approval from shareholders for passing a special resolution through postal ballot (by remote voting) for following matter:

1. Migration of Equity Shares of the Company from NSE Emerge (SME platform of NSE) to the Main Board of BSE Limited (in addition to Main Board of NSE).

The Board of Directors of the Company at its Meeting held on April 22, 2022 had appointed Mr. Uday Dave failing him Mr. Umesh Parikh, Partners of Parikh Dave & Associates, Practicing Company Secretaries, Ahmedabad as Scrutinizer for conducting the Postal Ballot in accordance with the above regulations of the Companies Act, 2013 read with the circulars issued by MCA as mentioned above.

In accordance with above mentioned MCA Circulars and on account of ongoing Covid-19 pandemic, the notice of postal ballot had been sent only through e mail on April 25, 2022. The Company had also released a newspaper publication in Indian Express- Ahmedabad Edition in English and in Financial Express - Ahmedabad Edition in Gujarati language on April 26, 2022 intimating, inter alia, about the completion of sending of Postal Ballot notices through email to the Shareholders.

As intimated to the members through Postal Ballot Notice:

1. The votes through Remote E-voting received on the resolutions proposed to be passed through Postal Ballot received from 9.00 A.M. on Wednesday, April 27, 2022 to 5:00 PM on Thursday, May 26, 2022 were only considered for voting.
2. Voting rights have been reckoned on the paid up capital value of the shares registered in the name of the members as on April 22, 2022 (Cut-off Date).

After due scrutiny of all the votes received through E mail within the prescribed time limit, the scrutinizer submitted his Report on May 27, 2022.

The result of voting was as under:

Resolution (1)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Migration of Equity Shares of the Company from NSE Emerge (SME platform of NSE) to the Main Board of BSE (in addition to Main Board of NSE).			
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	Remote E voting	78,02,005	26,86,905	34.44	26,86,905	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0
	Total		78,02,005	26,86,905	34.44	26,86,905	0	100.00
Public-Institutions	Remote E voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public- Non Institutions	Remote E voting	26,22,105	8,88,105	33.86	8,88,105	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0
	Total		26,22,105	8,88,105	33.86	8,88,105	0	100.00
Total		1,04,24,110	35,75,010	34.30	35,75,010	0	100.00	0.00
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution		<p>In terms of Regulation 277 under Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, votes casted by Promoters and Promoters' Group are not considered for determining approval of resolution.</p> <p>Pursuant to above stated regulation, the special resolution proposed for the agenda pertaining to Migration of Equity Shares of the Company from NSE Emerge (SME platform of NSE) to the Main Board of BSE (in addition to Main Board of NSE) has requisite majority of votes casted by shareholders other than Promoter and Promoters group and the resolution be considered is passed in compliance with Regulation 277 of SEBI (ICDR) Regulations, 2018.</p>						

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

SPECIAL RESOLUTION:

Item No. 1 -Migration of Equity Shares of the Company from NSE Emerge (SME platform of NSE) to the Main Board of BSE (in addition to Main Board of NSE).

“RESOLVED THAT, pursuant to provisions of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & applicable provisions of the Companies Act, 2013 read with underlying Rules and Regulations as notified by MCA (including any statutory modifications or re-enactment thereof for the time being in force), consent of the Members of the company be and is hereby accorded to migrate the equity shares of the Company, currently listed on NSE Emerge (SME platform of NSE) to the Main Board of BSE (in addition to Main Board of NSE for which necessary approval has been received from members), subject to fulfillment of migration criteria as specified by BSE. If at any time, it is observed by the Board that fulfillment of Migration Criteria of any Stock exchange by the company is not possible in a certain time period, then, the Board shall apply for the migration process from NSE Emerge to the Main board of any one stock exchange whose migration criteria is being fulfilled by the Company.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary & Compliance Officer of the Company, be and are hereby jointly and/or severally authorized to deal with any Government or Semi-Government authorities or any other concerned intermediaries, including but not limited to BSE, NSE, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of migration of the Company's present listing from NSE Emerge (SME platform of NSE) to the Main Board of BSE (in addition to Main Board of NSE).

RESOLVED FURTHER THAT, the Managing Director or Whole Time Director or Company Secretary & Compliance Officer of the Company be and are hereby jointly and/or severally authorized to do all such acts and things as may be necessary and expedient to give effect to the above resolution, on behalf of the Company.”

As per the provision of Secretarial Standard-1 issued by The Institute of Company Secretaries of India read with Section 108 and 110 of the Companies Act, 2013 the said resolution shall be deemed to be passed on Thursday, May 26, 2022 i.e. the last date of remote e-voting of postal ballot.

The voting result along with the Scrutinizer's Report were displayed on the website of the Company. The results were also communicated to National Stock Exchange of India Limited, where the shares of the Company are listed as required under the Provisions of the Listing Regulations.

Date of Entry in Minutes Book & Date of Signing: June 22, 2022
Place: Ahmedabad


CHAIRMAN

Recorded By: Mr. Utsav Trivedi
Company Secretary & Compliance Officer