DETAILS OF VOTING RESULTS

Extra-Ordinary General Meeting of HSIL LIMITED

Sr. No.	Particulars	Details
1	Date of Extra-Ordinary General Meeting	17th December, 2014
2	Total number of Shareholders on record date i.e. 7th November, 2014	17,242
3	No. of Shareholders present in the meeting, either in person or through Proxy: Promoters and Promoter Group: Public:	 3 63
4	No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not arranged
5	Mode of Voting	E-voting and Poll

For HSIL LIMITED

Company Secretary

Item No. 1- Special Resolution

To consider and approve issue of further securities

Promoter/ Public	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	34,062,249	34,062,249	100.00	34,062,249	0	100.00	0.00
Public- Institutional holders	20,441,015	14,810,459	72.45	13,825,552	984,907	93.95	6.65
Public - Others	11,543,131	7,496	0.06	7,473	23	99.69	0.31
Total	66,046,395	48,880,204	74.01	47,895,274	984,930	97.99	2.01

Item No. 2 - Ordinary Resolution

Appointment of Dr. Rainer Siegfried Simon as an Independent Director of the Company

Promoter/ Public	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	34,062,249	34,062,249	100.00	34,062,249	0	100.00	0.00
Public- Institutional holders	20,441,015	13,825,552	67.64	13,825,552	0	100.00	0.00
Public - Others	11,543,131	7,496	0.06	7,472	24	99.68	0.32
Total	66,046,395	47,895,297	72.52	47,895,273	24	100.00	0.00

For HSIL LIMITED

Company Secretary

DROLIA & COMPANY
(Company Secretaries)
9, Crooked Lane, Kolkata - 700069
Mobile: 09831196869; Email: droliapravin@yahoo.co.in

To,
The Chairman
HSIL Limited
2, Red Cross Place
Kolkata - 700001

Dear Sir,

RE: SCRUTINIZERS' REPORT

I refer to my appointment as Scrutinizer made on**29th October, 2014** pursuant to the authority granted by the Board of Directors of **HSILLimited** to scrutinize the e-votingprocess in a fair and transparent manner as per the provisions of the Companies Act, 2013 and Rules thereunder for the ExtraOrdinary General Meeting of **HSILLIMITED** to be held on **17th December, 2014at Somany Conference Hall of MCC Chamber of Commerce & Industry, 15-B, HemantaBasuSarani, Kolkata - 700001.**

I have carried out the work as Scrutinizer from the close of working hours on**12th December, 2014**. In this connection I need to bring to your attention the following aspects:-

1. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide e-voting facility and the detailed instructions on e-voting process was notified to the Members in the EOGM notice dated 29th October, 2014.

2. The E-voting period commenced on11thDecember, 2014 from 9:00 AM (IST)and ended on12thDecember, 2014 at 6:00 PM(IST).

3. I enclose herewith my report dated 13thDecember, 2014 on the aforesaid e-voting by the Members of HSIL Limited.

FOR DROLIA & COMPANY
(Company Secretaries)

DROLIA & COMPANY * Company Secretaries * FCS-2366 CP-1362

(Pravin Kumar Drolia)
Proprietor
F.C.S No.2366,
Certificate of Practice No.1362
Place: Kolkata
Date: 13th December, 2014

DROLIA & COMPANY
(Company Secretaries)
9,Crooked Lane, Kolkata - 700069
Mobile: 09831196869; Email: droliapravin@yahoo.co.in

Report of Scrutinizer

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

To,
The Chairman
HSIL LIMITED
2, Red Cross Place,
Kolkata-700001

Dear Sir,

I, Pravin Kumar Drolia (M/N: F 2366 & CP 1362) proprietorof Drolia&Company, (Company Secretaries)Kolkata, appointed as Scrutinizer by the Board of Directors of the Company in their meeting held on **29thOctober, 2014**,for the purpose of scrutinizing the process of E-voting of **M/SHSIL LIMITED** ("the Company") **(CIN:L51433WB1960PLC024539)** in a fair and transparent manner, for the below mentioned Resolution(s) as contained in the Notice dated 29th October, 2014, of the Extra Ordinary General Meeting of the Company to be held on **17thDecember, 2014**, hereby submit my report as under:

1. The E-voting services were provided by Central Depository Services (India) Limited (CDSL). The E-voting period commenced on 11th December, 2014 from 9:00 AM (IST) and concluded on12th December, 2014 at 6:00 PM (IST).

2. The Shareholders holding shares as on the "relevant date" i.e. 7th **November, 2014** were entitled to vote electronically on the proposed Resolutions as stated in the notice of Extra Ordinary General Meetingof the Company. As per provisions of the Companies Act 2013, the number of votes cast in respect of any resolution will be counted according to the number of shares held by the concerned Shareholder. One share held will be equal to one vote.

3. The votes were unblocked on 12th December, 2014 around 7.30 P.M. in the presence of two witnesses,**Mr. K. Narayanan** a resident of 44/5/A,BecharamChatterjee Road, P.O. Behala,Kolkata-700034and **Mr.Samar Kumar Ghosh** a resident of22, Mahestala, Ghoshpara, Kolkata 700148 who are not in the employment of the Company.

4. The results of e-Voting alongwith the list of Shareholders who voted "For" and "Against" the below Resolutions were downloaded from the E-voting website of CDSLi.e www.evotingindia.com.

The results of the e-voting are as under:

DROLIA & COMPANY FCS-2366 CP-1362 Company Secretaries

A. RESOLUTION NO. 1- SPECIAL RESOLUTION

To consider and approve issue of further securities

(i) Voted **in favour** of the resolution:

Number of Members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
77	4,78,95,196	97.99%

(ii) Voted **against** the resolution:

Number of Members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
6	9,84,907	2.01%

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NOT APPLICABLE

B. RESOLUTION NO. 2 –ORDINARY RESOLUTION

Appointmentof Dr. Rainer Siegfried Simon (DIN: 03543040) as an Independent Director of the Company for a term upto five consecutive years commencing from 17thDecember, 2014, not liable to retire by rotation, pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013pursuant to a notice in writing received from a member u/s 160 of the Act.

(i) Voted **in favour** of the resolution:

Number of Members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
77	4,78,95,196	100.00%

(ii) Voted **against** the resolution:

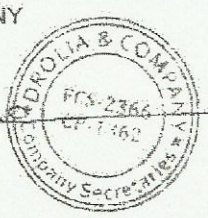
Number of Members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NOT APPLICABLE

DROLIA & COMPANY Company Secretaries FCS-2366 CP-1362

FOR DROLIA & COMPANY
(Company Secretaries)



(Pravin Kumar Drolia)
Proprietor
F.C.S No.2366,
Certificate of Practice No.1362
Place: Kolkata
Date:13th December, 2014

We the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL (http//www.evotingindia.com) in our presence at 7:30 P.M. on12th December, 2014 at the office of the Scrutinizer.

i>Mr. K. Narayanan
44/5/A, BecharamChatterjee Road,Behala22, Maheshtala, Ghoshpara
Kolkata – 700034

ii>Mr. Samar Kumar Ghosh
Kolkata - 700148

VidhiKhemka& Associates
(Chartered Accountants)
1, British India Street, Kolkata - 700069
Mobile: 09836878208; Email: vidhikhemka1@gmail.com

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Extra-Ordinary General Meeting of the Equity
Shareholders of HSIL Limited
Held on 17th December, 2014 at 12.00 Noon at
Somany Conference Hall of MCC Chamber of Commerce & Industry,
15-B, HemantaBasuSarani,Kolkata - 700001.

Dear Sir,

I, VidhiKhemka, appointed as Scrutinizer(s) for thepurpose of the poll taken on the below mentioned resolution(s), at theExtra Ordinary General Meeting of the Equity Shareholders of HSIL Limited, held on Wednesday, 17thDecember, 2014 atSomany Conference Hall of MCC Chamber of Commerce & Industry, 15-B, HemantaBasuSarani, Kolkata – 700001, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman,ballot box kept for polling were locked in mypresence with due identification marks placed by me.

2. The locked ballot box was subsequently opened in mypresence and poll papers were diligently scrutinized. The pollpapers were reconciled with the records maintained by theCompany/Registrar and Transfer Agents of the Company and theauthorizations/proxies lodged with the Company.

3. The Poll Papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the Poll is as under :-

Vidhu Khemka

VIDHI KHEMKA & ASSOCIATES
1, British India Street
Kol

A. RESOLUTION NO. 1-SPECIAL RESOLUTION

To consider and approve issue of further securities

(i) Voted **in favour** of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
21	78	77.23%

(ii) Voted **against** the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	23	22.77%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	4

B. RESOLUTION NO. 2 – ORDINARY RESOLUTION

Appointmentof Dr. Rainer Siegfried Simon (DIN: 03543040) as an Independent Director of the Company for a term upto five consecutive years commencing from 17th December, 2014, not liable to retire by rotation, pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 pursuant to a notice in writing received from a member u/s 160 of the Act.

(i) Voted **in favour** of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
20	77	76.24%

(ii) Voted **against** the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	24	23.76%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	4

Vidhi Khemka

VIDHI KHEMKA & ASSOCIATES 1, British India Street Kol

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

VidhiKhemka& Associates
(Chartered Accountants)

VIDHI KHEMKA & ASSOCIATES
1, British India Street
Kol

Vidhi Khemka

VidhiKhemka
(Proprietor)
M No.302324
FRN - 328545E
DATED : 17.12.2014
PLACE : KOLKATA