

**June 08, 2026**

To,

**BSE Limited**  
The Corporate Relations Department,  
1<sup>st</sup> Floor, P.J. Towers, Dalal Street,  
Fort, Mumbai - 400 001,  
Maharashtra, India

**National Stock Exchange of India Limited**  
The Listing Department,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051,  
Maharashtra, India

**Scrip Code: 532799**

**Symbol: HUBTOWN**

Dear Sir/Madam,

**Subject: Voting Results and Scrutinizer's Consolidated Report in relation to the meeting of the Equity Shareholders of Hubtown Limited held on Friday, June 05, 2026, convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") in connection with the Scheme of Arrangement ("Scheme") in the nature of merger / amalgamation of Saicharan Consultancy Private Limited ("Transferor Company") with Hubtown Limited ("Transferee Company" or "Company") and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 read with applicable rules made thereunder.**

**Reference: Disclosure under Regulation 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations")**

We refer to our intimation dated June 05, 2026 wherein the Company had submitted the summary of proceedings of the meeting of the Equity Shareholders of the Company held on Friday, June 05, 2026 ("**Equity Shareholders Meeting**") through video conferencing ("**VC**") / other audio-visual means ("**OAVM**"), convened pursuant to the directions of the Hon'ble NCLT in terms of the order dated April 09, 2026 ("**NCLT Order**") in connection with the Scheme in the Company Scheme Application No. CAA/25(MB)/2026.

In continuation to above, in terms of the provisions of the Companies Act, 2013, the SEBI LODR Regulations and NCLT Order, the Company provided remote e-voting facility and e-voting facility at the said Equity Shareholders Meeting. Pursuant to directions in the NCLT Order, Mr. Ketan Dand (Membership No. F5288), Practicing Company Secretary, scrutinized the remote e-voting process and e-voting at the said Equity Shareholders Meeting. The Scrutinizer's Consolidated Report dated June 05, 2026 in relation to the said Equity Shareholders Meeting is enclosed herewith as **Annexure A**.

Further, in terms of the provisions of Regulation 44 of the SEBI LODR Regulations, the combined results of voting held through remote e-voting process and e-voting at the said Equity Shareholders Meeting (“**Voting Results**”) is enclosed herewith as **Annexure B**.

This intimation containing the said Voting Results and the Scrutinizer’s Consolidated Report are also available on the Company’s website at [www.hubtown.co.in](http://www.hubtown.co.in).

You are requested to take record of the above intimation.

For and on behalf of  
**Hubtown Limited**

**Shivil Kapoor**  
**Company Secretary & Compliance Officer**  
**Membership No.: F11865**

**Enclosures: As above.**

*Ketan S. Dand*

M. Com, I.P & F.C.S.

**Insolvency Professional. Practicing Company Secretary. Sustainability and Climate Risk Professional.**

[F.C.S - 5288; COP- 4470, IBBI Reg No. IBBI/IPA-002/IP-N00089/2017-2018/10233]

202, Shilpin Centre, G. D Ambekar Marg, Dadar (East), Mumbai 400031; Email ID [ketan@sldco.in](mailto:ketan@sldco.in); ; Tel 02246025365

## SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and as per directions issued by the Hon'ble National Company Law Tribunal, Mumbai Bench vide its order dated April 09, 2026 in Company Scheme Application No. C.A. (CAA)/25(MB)/2026]

To,

**Mr. Sushil Kumar Agarwal, IRS (Retd.)**

The Chairperson appointed for the meeting of Equity Shareholders of Hubtown Limited

Regd. Office: - Hubtown Seasons, CTS No. 469-A,

Opp. Jain Temple, R.K. Chemburkar Marg, Chembur (East),

Mumbai – 400 071, Maharashtra, India.

CIN:- L45200MH1989PLC050688.

Dear Sir,

**Sub: Scrutinizer's Consolidated Report for remote e-voting and e-voting at the NCLT Convened Meeting of shareholders ("Meeting") of Hubtown Limited ("Company") in connection with the resolution detailed in the Notice dated April 30, 2026 ("Notice"), convening Meeting of the Company on Friday, June 05, 2026 at 11:00 a.m. (IST) conducted through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in pursuance of directions issued by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT" or "Tribunal") vide its order dated April 09, 2026 in Company Scheme Application No. C.A. (CAA)/25(MB)/2026 ("NCLT Order").**

I, Ketan Dand (Membership No. F5288), Practicing Company Secretary, have been appointed as the Scrutinizer by the Hon'ble NCLT for the purpose of scrutinizing remote E-voting process prior to the Meeting ("**Remote e-Voting**") as well as e-voting during the meeting ("**e-Voting**") in respect of resolution proposed at the Meeting held on **Friday, June 05, 2026 at 11:00 a.m. (IST) conducted through VC / OAVM**, in accordance with the provisions of Section 108 of the **Companies Act, 2013 ("Act")** read with Rule 20 of the **Companies (Management and Administration) Rules, 2014, as amended ("Rules")**; **Secretarial Standard on General Meetings ("SS-2")** issued by the Institute of Company Secretaries of India; SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023



*Ketan S. Dand*

# Ketan S. Dand

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("SEBI Master Circular"); and in pursuance of directions issued by the Hon'ble NCLT vide NCLT Order.

1. Pursuant to the NCLT Order and various circulars issued by the Ministry of Corporate Affairs and Securities Exchange Board of India ("SEBI"), and other applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this Meeting was held through VC / OAVM to transact the business set out in the Notice of the Meeting.

2. **Management's Responsibility:**

The management of the Company is responsible to ensure compliance with the requirements of (a) the Act, Rules and SS-2 relating to Voting through Remote e-Voting and through e-Voting facility at the Meeting (hereinafter collectively referred to as "**Voting through Electronic means**"); (b) SEBI Master Circular; (c) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and (d) NCLT Order; on the resolution stated in the Notice.

3. **Scrutinizer's Responsibility:**

Our responsibility as a Scrutinizer for the voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Consolidated Report of the votes cast "in favour" or "against" the resolution stated in the Notice, based on the reports generated from the electronic voting system provided by MUFG Intime India Private Limited ("**MUFG**"), the agency engaged by the Company to provide facility to the shareholders to cast their votes by way of Remote e-Voting and e-Voting facility made available during the Meeting.

4. Further to above, we submit our report as under:

a) Pursuant to NCLT Order, the Notice of Meeting along with the other documents / annexures as mentioned in the Index were sent electronically to those shareholders whose e-mail addresses were registered with the Company's RTA / Depositories. Voting rights of shareholders have been reckoned in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, May 29, 2026 ("**Cut-off Date**").

b) The Remote e-Voting platform period remained open from Tuesday, June 02, 2026 at 9.00 a.m. (IST) till Thursday, June 04, 2026 at 5.00 p.m. (IST) on the designated website of MUFG Intime India Private Limited at <https://instavote.linkintime.co.in>.



*Ketan S. Dand*

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- c) The Company also provided the facility of e-Voting during the Meeting and till 30 minutes from conclusion of the Meeting by VC / OAVM for the shareholders who could not cast their vote by Remote e-Voting.
- d) After the completion of e-Voting process at the Meeting, the votes cast through e-Voting at the Meeting and through Remote e-Voting prior to the date of the Meeting were unblocked and downloaded from the e-voting website of the MUFG. The voting data / results downloaded from the website of MUFG were scrutinized and reviewed, the votes were counted, and the results were prepared.
- e) In terms of the provisions of the Companies Act, 2013 read with the rules made thereunder, the resolution approving the Scheme is required to be passed by a majority of persons representing three-fourths in value of the Equity Shareholders voting on the resolution. Further, in accordance with the requirements of Para 10 (a) and 10 (b) of the SEBI Master Circular, the Scheme of Arrangement shall be acted upon only if the votes cast by the public shareholders in favour of the resolution are more than the number of votes cast by the public shareholders against it. Accordingly, the Company is seeking the approval of its Equity Shareholders (which includes Public Shareholders) to the Scheme by way of Voting through Electronic means.
- f) The resolution set out below was placed before the Equity Shareholders of the Company:

***“RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013, and any other applicable provisions of the Companies Act, 2013, (including any statutory modification(s) or reenactment thereof, for the time being in force) read with the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 and other Rules, Circulars and Notifications made thereunder as may be applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI LODR Regulations”**) and applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (**“SEBI”**) from time to time, including the SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 (**“SEBI Scheme Circular”**) and relevant provisions of other applicable laws, the provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the approval of the Hon’ble National Company Law Tribunal, Mumbai Bench (**“NCLT”**) and such other approvals, permissions and sanctions of regulatory or governmental and other authorities or tribunals, as may be necessary, and subject to such*



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*conditions and modifications as may be prescribed or imposed by the Hon'ble NCLT, or by any regulatory or other authorities or tribunals, while granting such consents, approvals and permissions which is acceptable to the Board of Directors of the Company (hereinafter referred to as "Board", which expression shall include any committee constituted by the Board to exercise its powers, including the powers conferred by this resolution), the Scheme of Arrangement in the nature of merger / amalgamation of Saicharan Consultancy Private Limited ("Transferor Company") with Hubtown Limited ("Transferee Company" / "Company") and their respective shareholders and creditors ("Scheme"), as per the terms and conditions mentioned in the draft Scheme as presented before the meeting be and is hereby approved.*

**RESOLVED FURTHER THAT** *Mr. Hemant Mahipatray Shah, Chairman, Mr. Vyomesh Mahipatray Shah, Managing Director, Mr. Sunil Mago, Chief Financial Officer and Mr. Shivil Kapoor, Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things and to sign, execute and deliver any documents, deeds, writings, letters and declarations as may be considered requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangements embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT, while sanctioning the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, or as may be deemed fit and proper."*

The Consolidated results of the voting on the resolution for approval of the Scheme, conducted by way of Remote e-Voting prior to the Meeting and e-Voting during the Meeting, are set out below:

**A. Votes cast by Equity Shareholders of the Company as on the Cut-off Date:**

**i. Voted in favour of the resolution:**

Mode of voting	Number of shareholders voted	% of total number of shareholders voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-Voting	68	95.77%	6,26,00,847	100.00%
e-Voting at EGM	1	1.41%	10	0.00%
<b>Total</b>	<b>69</b>	<b>97.18%</b>	<b>6,26,00,857</b>	<b>100.00%</b>



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ii. Voted against the resolution:

Mode of voting	Number of shareholders voted	% of total number of shareholders voted	Number of votes valid cast by them	% of total number of valid votes cast
Remote e-Voting	2	2.82%	525	0.00%
e-Voting at EGM	0	0.00%	0	0.00%
<b>Total</b>	<b>2</b>	<b>2.82%</b>	<b>525</b>	<b>0.00%</b>

iii. Invalid votes:

Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
0	0

**B. Votes cast by Public Equity Shareholders excluding Promoter & Promoter Group of the Company as on Cut-off Date:**

i. Voted in favour of the resolution:

Mode of voting	Number of Public Shareholders voted	% of total number of Public Shareholders voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-Voting	47	94.00%	1,59,42,103	100.00%
e-Voting	1	2.00%	10	0.00%
<b>Total</b>	<b>48</b>	<b>96.00%</b>	<b>1,59,42,113</b>	<b>100.00%</b>

ii. Voted against the resolution:

Mode of voting	Number of Public Shareholders voted	% of total Public Shareholders voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	4.00%	525	0.00%
e-Voting	0	0.00%	0	0.00%
<b>Total</b>	<b>2</b>	<b>4.00%</b>	<b>525</b>	<b>0.00%</b>

  


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iii. **Invalid votes:**

<b>Total number of Public Shareholders whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

Based on the foregoing, the resolution as stated in the Notice of the Meeting of the Company is deemed to have been passed with the majority of persons representing more than three-fourth in value of Equity Shareholders exercising voting rights in favour through Remote e-Voting and by e-Voting at the Meeting as required under (a) the Act and relevant rules thereunder; (b) relevant circulars issued by SEBI; and (c) NCLT Order. The resolution has also been approved by the majority of public shareholders as the votes cast by the public shareholders in favour of the resolution are more than the number of votes cast by the public shareholders against it. The resolution is deemed to be passed on the date of the said Meeting of the Company, i.e., June 05, 2026.

The electronic data and all other relevant records relating to Voting through Electronic Means are under my safe custody and will be handed over to the Company for preserving safely after the Chairperson considers, approves and signs the minutes of the Meeting.

Thanking you  
Yours Sincerely



**Ketan Dand**

**Scrutinizer appointed by the Hon'ble Tribunal for the Meeting**

**Mem No. - F5288**

**UDIN: F005288H000586682**

**Date: 05.06.2026**

**Place: Mumbai**

**Annexure B**

Details of Voting Results

Date of the Equity Shareholders Meeting:	Friday, June 05, 2026
Total number of shareholders on record/cutoff date for e-voting (May 29, 2026)	34566
No. of shareholder's present in the meeting either in person or through proxy:  Promoter and Promoter Group:  Public:	Meeting was held through VC / OAVM
No. of Shareholders attended the meeting through video conferencing	60
Promoter and Promoter Group:	18
Public	42

Resolution 1:-		<b>To consider and approve the Scheme of Arrangement (“Scheme”) in the nature of merger / amalgamation of Saicharan Consultancy Private Limited (“Transferor Company”) with Hubtown Limited (“Transferee Company” or “Company”) and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 read with applicable rules made thereunder</b>						
Resolution required: (Ordinary/Special)		Special with requisite majority						
Whether promoter/ promoter group are interested in the agenda/resolution?		No (As per Companies Act, 2013)						
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	<b>4,66,59,244</b>	4,66,58,744	100.00	4,66,58,744	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>4,66,59,244</b>	4,66,58,744	100.00	4,66,58,744	-	100.00
Public- Instituti ons	E-Voting	<b>23,11,634</b>	3,93,313	17.01	3,93,313	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>23,11,634</b>	3,93,313	17.01	3,93,313	-	100.00
Public Others	E-Voting	<b>9,31,29,779</b>	1,55,49,325	16.70	1,55,48,800	525	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	<b>Total</b>		<b>9,31,29,779</b>	1,55,49,325	16.70	1,55,48,800	525	100.00
<b>Total</b>		<b>14,21,00,657</b>	<b>6,26,01,382</b>	<b>44.05</b>	<b>6,26,00,857</b>	<b>525</b>	<b>100.00</b>	<b>0.00</b>

Resolution 1:-		<b>To consider and approve the Scheme of Arrangement (“Scheme”) in the nature of merger / amalgamation of Saicharan Consultancy Private Limited (“Transferor Company”) with Hubtown Limited (“Transferee Company” or “Company”) and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 read with applicable rules made thereunder</b>						
Resolution required: (Ordinary/Special)		Special with requisite majority						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes (as per SEBI LODR Regulations) <sup>Note 1</sup>						
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	4,66,59,244	-	0.00	-	-	0.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		4,66,59,244	-	0.00	-	-	0.00
Public- Instituti ons	E-Voting	23,11,634	3,93,313	17.01	3,93,313	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		23,11,634	3,93,313	17.01	3,93,313	-	100.00
Public Others	E-Voting	9,31,29,779	1,55,49,325	16.70	1,55,48,800	525	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.00
	Total		9,31,29,779	1,55,49,325	16.70	1,55,48,800	525	100.00
Total		14,21,00,657	1,59,42,638	11.22	1,59,42,113	525	100.00	0.00

Note 1: In accordance with the requirements of Para 10 (a) and 10 (b) of the SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, the Scheme of Arrangement shall be acted upon only if the votes cast by the public shareholders in favour of the resolution are more than the number of votes cast by the public shareholders against it. Accordingly, the above table provides voting results excluding the votes cast by the Promoter and Promoter Group of the Company.