

September 27, 2017

To
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.
Company Scrip Code: - 500189

To
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai-400 051.
Company Script Code: HINDUJAVEN

Dear Sir/ Madam

Sub: Thirty Second (32nd) Annual General Meeting of the members of the Company and Voting Results

We refer to our letter dated September 01, 2017, forwarding therewith Notice of the Thirty Second (32nd) Annual General Meeting of the Members of the Company to be held on September 27, 2017 at 11.00 a.m. at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018.

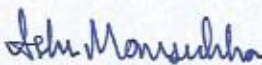
The Thirty Second Annual General Meeting ("32nd AGM") of the Members of the Company was held today i.e. Wednesday, September 27, 2017 at 11.00 a.m. at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018 and the business mentioned in the Notice dated August 23, 2017 were duly transacted and approved by the members with requisite majority.

In this regard, we enclose the followings:

1. Voting results of the 32nd AGM pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 attached as **Annexure – I**.
2. Report of Scrutinizer dated September 27, 2017, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 attached as **Annexure– II**.
3. Summary of proceedings of the 32nd AGM pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 attached as **Annexure – III**

Kindly take the same on your record.

Thanking You,
Yours Faithfully
For Hinduja Ventures Limited


Ashok Mansukhani
Whole-Time Director
DIN:00143001



Encl: a/a

Cin. No.: L51900MH1985PLC036896

Hinduja Ventures Limited : In Centre, 49/50, M.I.D.C., 12th Road, Andheri (E), Mumbai - 400 093.

Phone: 6691 0945 / 2824 8379 Fax: 6691 0988 Web: www.hindujaventures.com



HINDUJA GROUP

Date of the AGM/EGM	HINDUJA VENTURES LTD
Total number of shareholders on record date	27-09-2017
No. of shareholders present in the meeting either in person or through proxy:	9544
Promoters and Promoter Group:	
Public:	17
No. of Shareholders attended the meeting through Video Conferencing	225
Promoters and Promoter Group:	
Public:	Not Applicable
	Not Applicable

Resolution No.	1	ORDINARY - Receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2017 together with the Reports of the Board of Directors and the Auditors thereon.						
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	No						
Category	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	Mode of Voting							
	E-Voting	14556951	99.9934	14556951	0	100.0000	0.0000	
	Poll	0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	Postal Ballot (if applicable)							
	Total	14556951	99.9934	14556951	0	100.0000	0.0000	
	E-Voting	40309	4.3811	40309	0	100.0000	0.0000	
Public- Non Institutions	Poll	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)							
	Total	0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	40309	4.3811	40309	0	100.0000	0.0000	
	Poll	12573	0.2476	12573	0	100.0000	0.0000	
	Postal Ballot (if applicable)	580	0.0114	580	0	100.0000	0.0000	
Public- Non Institutions	Total	0	0.0000	00	0	0.0000	0.0000	
	E-Voting	13153	0.259	13153	0	100.0000	0.0000	
	Poll	14610413	71.0779	14610413	0	100.0000	0.0000	



Resolution No.	2	ORDINARY - Declaration of Dividend of Rs. 17.50 per equity share (Face value of Rs. 10/- each) for the financial year ended March 31, 2017									
Resolution required: (Ordinary/ Special)											
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category		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		14557906	14556951	99.9934	14556951	0	100.0000	0.0000			
	Mode of Voting										
	E-Voting			0			0	0.0000			
	Poll			0			0	0.0000			
	Postal Ballot (if applicable)										
	Total		14556951	99.9934	14556951	0	0.0000	0.0000			
Public- Institutions		920066	40309	4.3811	40309	0	100.0000	0.0000			
	Mode of Voting										
	E-Voting			0			0	0.0000			
	Poll			0			0	0.0000			
	Postal Ballot (if applicable)										
	Total		40309	4.3811	40309	0	0.0000	0.0000			
	E-Voting		12573	0.2476	12573	0	100.0000	0.0000			
	Poll		580	0.0114	580	0	100.0000	0.0000			
	Postal Ballot (if applicable)										
	Total		13153	0.259	13153	0	0.0000	0.0000			
Category		20555503	14610413	71.0779	14610413	0	100.0000	0.0000			
	Total										



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Sudhanshu Tripathi (DIN: 06431686), Director who retires by rotation.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	E-Voting	14557906	14556951	99.9934	14556951	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)									
	Total			14556951	99.9934	14556951	0	0.0000	0.0000	
Public- Institutions	E-Voting	920066	40309	4.3811	00	40309	0.0000	100.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)									
	Total			40309	4.3811	0	40309	0	0.0000	0.0000
Category	E-Voting	5077531	12573	0.2476	12573	0	100.0000	0.0000		
	Poll		580	0.0114	580	0	100.0000	0.0000		
	Postal Ballot (if applicable)									
	Total			13153	0.259	13153	0	0.0000	0.0000	
	Total	20555503	14610413	71.0779	14570104	40309	99.7241	0.2759		



Resolution No.	4	ORDINARY - Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018), as Statutory Auditors of the Company									
Resolution required: (Ordinary/ Special)		ORDINARY - Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018), as Statutory Auditors of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	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	E-Voting	14557906	14556951	99.9934	14556951	0	100.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		14556951	99.9934	14556951	0	100	0			
Public- Institutions	E-Voting	920066	40309	4.3811	40309	0	100.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		40309	4.3811	40309	0	100	0			
Category	E-Voting	5077531	12573	0.2476	12573	0	100.0000	0.0000			
	Poll		580	0.0114	580	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		13153	0.259	13153	0	100	0			
	Total	20555503	14610413	71.0779	14610413	0	100.0000	0.0000			



Resolution No.	5	ORDINARY - Ratification of remuneration of Rs. 50,000/- payable to M/s ABK & Associates, Cost Accountants (Firm Registration No. 000036) as Cost Auditors of the Company for the financial year 2017-2018									
Resolution required: [Ordinary/ Special] Whether promoter/ promoter group are Interested in the agenda/resolution?	No										
Category		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	Mode of Voting										
	E-Voting	14557906	14556951	99.9934	14556951	0	100.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		14556951	99.9934	14556951	0	100.0000	0.0000			
	E-Voting		40309	4.3811	40309	0	100.0000	0.0000			
Public- Non Institutions	Poll	920066	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		40309	4.3811	40309	0	100.0000	0.0000			
Public- Non Institutions	E-Voting		12513	0.2464	12513	0	100.0000	0.0000			
	Poll	5077531	580	0.0114	580	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions	Total		13093	0.2578	13093	0	100.0000	0.0000			
	E-Voting		13093	0.2578	13093	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
Total	Total	20555503	14610353	71.0776	14610353	0	100.0000	0.0000			



Resolution No.	6	ORDINARY - Increase in Remuneration of Mr. Ashok Mansukhani (DIN: 00143001), Whole-Time Director and Key Managerial Personnel of the Company from Rs. 96,00,000 to Rs. 1,60,00,000 p.a. w.e.f. February 01, 2017									
Resolution required: (Ordinary/ Special)											
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	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	E-Voting		14556951	99.9934	14556951	0	100.0000	0.0000			
	Poll	14557906	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)										
	Total		14556951	99.9934	14556951	0	0.0000	0.0000			
Public- Institutions	E-Voting		40309	4.3811	40309	0	100.0000	0.0000			
	Poll	920066	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)										
	Total		40309	4.3811	40309	0	0.0000	0.0000			
Public- Non Institutions	E-Voting		12513	0.2464	10893	1620	87.0534	12.9465			
	Poll	5077531	580	0.0114	580	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		13093	0.2578	11473	1620	87.627	12.373			
	Total	20555503	14610353	71.0776	14608733	1620	99.9889	0.0111			



RUPAL D. JHAVERI

COMPANY SECRETARY

22, Rajgir Chambers, 3rd Floor, 12-14, Shahid Bhagat Singh Road, Opp. Old Custom House, Mumbai 400 001. Tel.: 43440103 Fax: 22662667

REPORT OF SCRUTINIZER

Date: 27th September, 2017

To

The Chairman

Annual General Meeting

of Hinduja Ventures Limited ("the Company") held on 27th September, 2017 at 11.00 a.m. at the Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018.

Dear Sir,

I have been appointed by the Board of Directors of Hinduja Ventures Limited as the Scrutinizer under the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 for Remote E-voting and Ballot process (in respect of opportunity provided to cast vote to those shareholders who have not exercised their votes by remote -e-voting) for the Annual General Meeting of the Members of Hinduja Ventures Limited held on 27th September, 2017 at 11:00 a.m. at the Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018 and I submit my report as under:

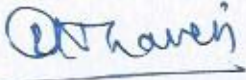
1. After the time fixed for closing of the Ballot process by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. Subsequently, the votes cast through remote e-voting were unblocked at around 12:05 p.m. on 27th September, 2017 in the presence of two witnesses after the conclusion of the Annual General Meeting and the e-voting summary statement was downloaded from Karvy (<http://evoting.karvy.com>).
5. The Company has provided remote e-voting facility on all items of the business sought to be transacted at the Annual General Meeting held on 27th September, 2017. The same commenced on 24th September, 2017 (9.00 a.m.) onwards and concluded on 26th September, 2017 (5.00 p.m.). The remote e-voting services were provided by Karvy Computershare Private Limited (Karvy).
6. As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that the Members who have cast their votes through remote e-voting do not vote again at the Annual General Meeting, Karvy provided us with the names, DP ID / Client ID / Folio nos. and shareholding of the members who had cast their votes through remote e-voting.



7. Voting rights of Members have been reckoned in proportion to their shares of the paid-up equity share capital of the Company as on September 21, 2017.

I hereby submit a combined report on Remote E-voting and Ballot as per statement attached herewith.

Thanking you.



Rupal D. Jhaveri
Company Secretary in Practice
Membership No: F5441
C. P. No: 4225

Place: Mumbai

Resolution No. 1: Ordinary Resolution: To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon.

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

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	48	14,609,833	100.0000
Ballot	31	580	100.0000
Total	79	14,610,413	100.0000

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

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	0	0	0.0000
Ballot	0	0	0.0000
Total	0	0	0.0000

(iii) **Invalid** votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	10	172
Total	10	172

Resolution No. 1 is passed with requisite majority



Resolution No. 2: Ordinary Resolution: To declare Dividend of Rs. 17.50 per equity share (Face value of Rs. 10/- each) for the financial year ended March 31, 2017.

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	48	14,609,833	100.0000
Ballot	31	580	100.0000
Total	79	14,610,413	100.0000

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	0	0	0.0000
Ballot	0	0	0.0000
Total	0	0	0.0000

(iii) Invalid votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	10	172
Total	10	172

Resolution No. 2 is passed with requisite majority



Resolution No. 3: Ordinary Resolution: To appoint a Director in place of Mr. Sudhanshu Tripathi (DIN: 06431686), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	45	14,569,524	99.7241
Ballot	31	580	100.0000
Total	76	14,570,104	99.7241

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	3	40,309	0.2759
Ballot	0	0	0.0000
Total	3	40,309	0.2759

(iii) Invalid votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	10	172
Total	10	172

Resolution No. 3 is passed with requisite majority



Resolution No. 4: Ordinary Resolution: Ratification of Appointment of M/s. Deloitte Haskins and Sells LLP, Chartered Accountants as Statutory Auditors of the Company.

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	48	14,609,833	100.0000
Ballot	31	580	100.0000
Total	79	14,610,413	100.0000

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	0	0	0.0000
Ballot	0	0	0.0000
Total	0	0	0.0000

(iii) Invalid votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	10	172
Total	10	172

Resolution No. 4 is passed with requisite majority



Resolution No. 5: Ordinary Resolution: Ratification of remuneration payable to M/s. ABK & Associates, Cost Accountants, Cost Auditors of the Company.

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	47	14,609,773	100.0000
Ballot	31	580	100.0000
Total	78	14,610,353	100.0000

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	0	0	0.0000
Ballot	0	0	0.0000
Total	0	0	0.0000

(iii) Invalid votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	10	172
Total	10	172

Resolution No. 5 is passed with requisite majority



Resolution No. 6: Ordinary Resolution: Increase in Remuneration of Mr. Ashok Mansukhani, Whole-Time Director and Key Managerial Personnel of the Company from Rs. 96,00,000 p.a. to Rs. 160,00,000 p.a. w.e.f. February 01, 2017.

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	44	14,608,153	99.9889
Ballot	31	580	100.0000
Total	75	14,608,733	99.9889

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	3	1,620	0.0111
Ballot	0	0	0.0000
Total	3	1,620	0.0111

(iii) Invalid votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	10	172
Total	10	172

Resolution No. 6 is passed with requisite majority



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.

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

Thanking you,



Yours faithfully,

A handwritten signature in blue ink, appearing to read "R D Jhaveri", written over a horizontal line.

Rupal D. Jhaveri
Company Secretary in Practice
Membership No: F544
C.P. No: 4225

Place: Mumbai
Dated: 27th September, 2017

Counter Signed by
For Hinduja Ventures Limited

A handwritten signature in black ink, appearing to read "Ashok P. Hinduja", written over a horizontal line.

Ashok P. Hinduja
(Chairman)

SUMMARY OF THE PROCEEDINGS OF THE THIRTY SECOND ANNUAL GENERAL MEETING OF THE MEMBERS OF HINDUJA VENTURES LIMITED HELD ON WEDNESDAY, SEPTEMBER 27, 2017 AT 11.00 A.M. AT HALL OF CULTURE, NEHRU CENTRE, DR. ANNIE BESANT ROAD, WORLI, MUMBAI - 400 018.

1. Pursuant to Article 108 of the Articles of Association of the Company, Mr. Ashok P. Hinduja being the Chairman of the Board took the chair and welcomed the Members to the Thirty Second Annual General Meeting ("AGM") of the Company.
2. The details of number of members present at the meeting are as follows:

Category	Promoter & Promoter Group	Public	Total
In person	---	220	220
Through Proxy	17	5	22
Total	17	225	242

3. The Chairman called the Meeting to order as the requisite quorum was present.
4. The Chairman thereafter introduced to the members the Directors present Mr. Anil Harish, Independent Director, Chairman of Audit Committee and Nomination and Remuneration Committee, Mr. Rajendra P. Chitale, Independent Director, Mr. Prashant Asher, Independent Director, Mr. Sudhanshu Tripathi, Non-Executive Director, Mr. Ashok Mansukhani, Whole-Time Director, Mr. R. Laxminarayan, Partner- Deloitte Haskins & Sells Chartered Accountants LLP- Statutory Auditor, Mr. Amar Chintopanth, Chief Financial Officer of the Company and other executives of the Company. The Chairman informed the members that Ms. Bhumiika Batra, Independent Director and Chairperson of Stakeholder Relationship Committee could not attend the meeting since she has to Chair Annual General Meeting of another company.
5. With the consent of the members, the Notice convening the Thirty Second Annual General Meeting, Board's Report and the Accounts for the financial year ended March 31, 2017 were taken as read.
6. The Chairman confirmed that:
 - a) the Auditor's Report on the Financial Statements of the Company as on March 31, 2017 does not contain any qualifications, observations or adverse remarks.
 - b) the Secretarial Auditor's Report for the financial year ended March 31, 2017 does not contain any qualifications, observations or comments.
7. Thereafter, the Chairman requested Mr. Ashok Mansukhani, Whole-Time Director to give presentation. Mr. Ashok Mansukhani gave presentation.
8. The Chairman, then invited members to ask questions, seek clarifications and give comments and suggestions on the financial results and operations of the Company. Certain members/ speakers asked questions, made suggestions. The Chairman adequately responded to them.
9. The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed thereunder and the Listing Regulations, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 09.00 a.m. on Sunday, September 24, 2017 and ended at 5.00 p.m. on

Cin. No.: L51900MH1985PLC036896

Hinduja Ventures Limited : In Centre, 49/50, M.I.D.C., 12th Road, Andheri (E), Mumbai - 400 093.

Phone: 6691 0945 / 2824 8379 Fax: 6691 0988 Web: www.hindujaventures.com



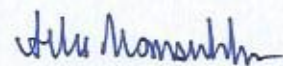
HINDUJA GROUP

Tuesday, September 26, 2017. Members who had not casted their votes through remote e-voting were informed that facility for voting through ballot papers was made available for them at the Meeting.

10. Thereafter, the following resolutions as set out in the Notice convening the 32nd Annual General Meeting were proposed and seconded by the members.
- 1) Receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2017 together with the Reports of the Board of Directors and the Auditors thereon.
 - 2) Declaration of Dividend of Rs. 17.50 per equity share (Face value of Rs. 10/- each) for the financial year ended March 31, 2017.
 - 3) Re-appointment of Mr. Sudhanshu Tripathi (DIN: 06431686), Director who retires by rotation.
 - 4) Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018), as Statutory Auditors of the Company.
 - 5) Ratification of remuneration of Rs. 50,000/- payable to M/s. ABK & Associates, Cost Accountants (Firm Registration No. 000036), Cost Auditors of the Company for the financial year 2017-2018.
 - 6) Increase in Remuneration of Mr. Ashok Mansukhani (DIN: 00143001), Whole-Time Director and Key Managerial Personnel of the Company from Rs. 96,00,000 (Rupees Ninety Six Lakhs Only) p.a to Rs. 160,00,000 (Rupees One Crore Sixty Lakhs Only) p.a. w.e.f. February 01, 2017 for remaining period of his term i.e., up to April 29, 2018.
11. The Board of Directors had appointed Ms. Rupal Jhaveri, Practicing Company Secretary as the scrutinizer to scrutinize the remote e- voting process and voting through ballot at the Meeting in a fair and transparent manner.
12. The Chairman informed that results of voting would be declared within 48 hours from the conclusion of the meeting and authorised the Whole-Time Director to declare the same.
13. After the completion of the voting through ballot paper and transaction of the business as per the Notice dated August 23, 2017, the Chairman declared the Meeting closed and thanked the members for attending the meeting.

This is for your information and records.

For Hinduja Ventures Limited



Ashok Mansukhani
Whole-Time Director
DIN: 00143001



Cin. No.: L51900MH1985PLC036896

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