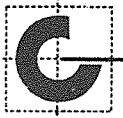


**JAS-ANZ**An Environment conscious company certified to
ISO 14001 Standard

HFCL/SEC/16-17/

HIMACHAL FUTURISTIC COMMUNICATIONS LTD.8, Commercial Complex, Masjid Moth,
Greater Kailash - II, New Delhi - 110 048, India

Tel : (+91 11) 3088 2624, 3088 2626

Fax : (+91 11) 3068 9013
secretarial@hfcl.com

Web : www.hfcl.com

Email :

30th September, 2016

To

The Secretary, The National Stock Exchange of India Limited Exchange Plaza, 5 th Floor Plot no. C-1, Block G Bandra Kurla Complex, Bandra(East) MUMBAI- 400 051	The Secretary BSE Limited 27 th Floor Phiroze Jeejeebhoy Towers Dalal Street MUMBAI-400 001
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Dear Sir,

Sub: Voting results and Consolidated Scrutinizer's Report of 29th Annual General Meeting

Dear Sir,

Pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the voting results of 29th Annual General Meeting held on Thursday, 29th September, 2016 at 11:00 a.m. and Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

This is for your information and record purpose.

Thanking you,

Yours faithfully,

For **Himachal Futuristic Communications Limited****(Manoj Baid)**Associate Vice-President (Corporate)
& Company Secretary

HIMACHAL FUTURISTIC COMMUNICATIONS LIMITED

Format for Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Annexure I

Date of the AGM/EGM	29/09/2016
Total number of shareholders on record date	238728
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	105
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NA
Public:	NA

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1	(Ordinary)	Receive, consider and adopt : a) Audited Financial Statements, Reports of the Board of Directors' and Auditors'									
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										
	Poll		232157927		48.073	232157927	0	100.000			
	Postal Ballot (if applicable)										
	Total	482924214	232157927		48.073	232157927	0	100.000			
Public - Institutions	E-Voting		42437482		28.940	42437482	0	100.000			
	Poll										
	Postal Ballot (if applicable)										
	Total	146638045	42437482		28.940	42437482	0	100.000			
Public - Non Institutions	E-Voting		49178331		8.064	49169981	8350	99.983			
	Poll		11448649		1.877	11448649	0	100.000			
	Postal Ballot (if applicable)										
	Total	609814935	60628980		9.942	60618630	8350	99.986			
Total		1239377194	335222389		27.048	335214039	8350	99.998			

Resolution No. 2	(Ordinary)	Confirmation of Dividends on Cumulative Redeemable Preference Shares									
Whether promoter/ promoter group are Interested In the agenda/resolution?											
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			



BALDEV SINGH KASHTWAL
PRACTISING COMPANY SECRETARY

106, (1st Floor) Madhuban Tower, A-1, V. S. Block,
Shakarpur Crossing, Delhi - 110 092
Phone : 011-22444827, Mobile : 9811297944
E-mail : bskashtwal@yahoo.co.in

**CONSOLIDATED SCRUTINIZER REPORT FOR REMOTE E-VOTING & POLL
FOR HIMACHAL FUTURISTIC COMMUNICATIONS LIMITED
(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the
Companies (Management and Administration) Rules 2014 as amended by
Companies (Management and Administration) Amendment Rules, 2015**

**To
THE CHAIRMAN OF THE MEETING**

**29TH ANNUAL GENERAL MEETING OF
HIMACHAL FUTURISTIC COMMUNICATIONS LIMITED
(CIN NO. : L64200HP1987PLC007466)
8, ELECTRONICS COMPLEX, CHAMBAGHAT
SOLAN – 173 213 (H. P.)**

**SUBJECT : PASSING OF RESOLUTION(S) THROUGH ELECTRONIC VOTING AND POLL
CONDUCTED AT THE 29TH ANNUAL GENERAL MEETING OF HIMACHAL FUTURISTIC
COMMUNICATIONS LIMITED ("THE COMPANY") HELD ON THURSDAY, THE 29TH DAY OF
SEPTEMBER 2016 AT 11:00 A. M. AT MUSHROOM CENTRE, CHAMBAGHAT, SOLAN – 173
213 (HIMACHAL PRADESH)**

I, CS Baldev Singh Kashtwal, Practicing Company Secretary (Holding Membership No. FCS 3616 and Certificate of Practice No. 3169) having office at 106, (1st Floor), Madhuban Tower, A-1, V. S. Block, Shakarpur Crossing, Delhi-110092 was appointed as the Scrutinizer for the purpose of scrutinizing Annual General Meeting (AGM) voting process i.e. Remote e-Voting and Poll at the venue of AGM, under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 by the Board of Directors of the Himachal Futuristic Communications Limited at their meeting held on August 22, 2016 on the resolutions mentioned in the Notice dated 22nd August, 2016 for 29th AGM of the Members of the Company held on 29th September, 2016 at 11:00 A.M. at Mushroom Centre, Chambaghat, Solan, Himachal Pradesh – 173 213.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote e-Voting to the shareholders from 26.09.2016 (09:00 A.M.) to 28.09.2016 (05:00 P.M.).

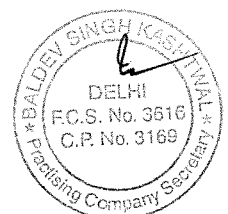
At the 29th Annual General Meeting of the Company held on September 29, 2016, the Chairman of the meeting had ordered for poll to facilitate the members present in the meeting who could not participate in the Remote e-voting to record their votes through the poll process.

After completion of Poll at the AGM at 11:35 A.M. votes cast by the members were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorisations / Proxies lodged with the Company. A detailed register was maintained containing the particulars of the shareholders who participated in Poll at AGM.

Thereafter, the Remote e-voting results were unblocked by me on September 29, 2016 after the AGM of the company in the presence of two witnesses **Mr. Shiv Paul and Ms. Varsha Joshi** who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


(Shiv Paul)
Witness – 1


(Varsha Joshi)
Witness - 2



The consolidated result of the Remote e- Voting together with that of the Poll is as under:

RESOLUTION NO. 1

ORDINARY RESOLUTION FOR

TO RECEIVE, CONSIDER AND ADOPT (A) THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016, THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON; AND

(B) THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016 AND THE REPORTS OF THE AUDITORS THEREON

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Re.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received under Remote e-Voting	159	9,16,15,813	27.33
Total Votes received in Poll at the venue of AGM in physical ballot mode	102	24,36,19,705	72.67
Total Number of Invalid Votes	13	13,129	-
Total Number of Valid Votes	248	33,52,22,389	100.00
Total Number of Votes in favour of Resolution	243	33,52,14,039	100.00
Total Number of Votes against the resolution	5	8,350	0.00

Therefore, the Resolution No. 1 has been approved with requisite majority.

RESOLUTION NO. 2

ORDINARY RESOLUTION FOR CONFIRMATION OF DIVIDEND ON CUMULATIVE REDEEMABLE PREFERENCE SHARES FOR THE FINANCIAL YEAR 2015-2016.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of RE.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received under Remote e-Voting	157	9,16,14,463	27.33
Total Votes received in Poll at the venue of AGM in physical ballot mode	102	24,36,19,705	72.67
Total Number of Invalid Votes	13	13,129	-
Total Number of Valid Votes	246	33,52,21,039	100.00
Total Number of Votes in favour of Resolution	227	33,50,15,036	99.94
Total Number of Votes against the resolution	19	2,06,003	0.06

Therefore, the Resolution No. 2 has been approved with requisite majority.



RESOLUTION NO. 3

ORDINARY RESOLUTION FOR RE-APPOINTMENT OF DR. RANJEET MAL KASTIA (DIN : 00053059) AS A DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Re.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received under Remote e-Voting	158	9,16,15,513	27.33
Total Votes received in Poll at the venue of AGM in physical ballot mode	102	24,36,19,705	72.67
Total Number of Invalid Votes	13	13,129	-
Total Number of Valid Votes	247	33,52,22,089	100.00
Total Number of Votes in favour of Resolution	230	33,48,17,919	99.88
Total Number of Votes against the resolution	17	4,04,170	0.12

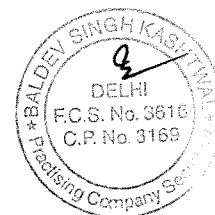
Therefore, the Resolution No. 3 has been approved with requisite majority.

RESOLUTION NO. 4

ORDINARY RESOLUTION FOR APPOINTMENT OF M/S KHANDELWAL JAIN & CO., CHARTERED ACCOUNTANTS, (FIRM REGISTRATION NO. 105049W) AS STATUTORY AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2016-2017 AND TO FIX THEIR REMUNERATION.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Re.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received under Remote e-Voting	157	9,16,14,513	27.33
Total Votes received in Poll at the venue of AGM in physical ballot mode	102	24,36,19,705	72.67
Total Number of Invalid Votes	13	13,129	-
Total Number of Valid Votes	246	33,52,21,089	100.00
Total Number of Votes in favour of Resolution	238	33,52,18,480	100.00
Total Number of Votes against the resolution	8	2,609	0.00

Therefore, the Resolution No. 4 has been approved with requisite majority.



RESOLUTION NO. 5**SPECIAL RESOLUTION FOR RE-APPOINTMENT OF SHRI MAHENDRA PRATAP SHUKLA
(DIN : 00052977) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

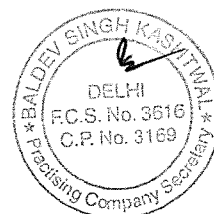
Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Re.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received under Remote e-Voting	155	9,16,09,963	27.33
Total Votes received in Poll at the venue of AGM in physical ballot mode	102	24,36,19,705	72.67
Total Number of Invalid Votes	13	13,129	-
Total Number of Valid Votes	244	33,52,16,539	100.00
Total Number of Votes in favour of Resolution	227	32,89,10,417	98.12
Total Number of Votes against the resolution	17	63,06,122	1.88

Therefore, the Resolution No. 5 has been approved with requisite majority.

RESOLUTION NO. 6**SPECIAL RESOLUTION FOR RE-APPOINTMENT OF SMT. BELA BANERJEE (DIN :
07047271) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Re.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received under Remote e-Voting	157	9,16,14,313	27.33
Total Votes received in Poll at the venue of AGM in physical ballot mode	102	24,36,19,705	72.67
Total Number of Invalid Votes	13	13,129	-
Total Number of Valid Votes	246	33,52,20,889	100.00
Total Number of Votes in favour of Resolution	227	32,85,27,139	98.00
Total Number of Votes against the resolution	19	66,93,750	2.00

Therefore, the Resolution No. 6 has been approved with requisite majority.



RESOLUTION NO. 7**SPECIAL RESOLUTION FOR RE-CLASSIFICATION OF PROMOTERS OF THE COMPANY**

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Re.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received under Remote e-Voting	158	9,16,14,713	27.33
Total Votes received in Poll at the venue of AGM in physical ballot mode	102	24,36,19,705	72.67
Total Number of Invalid Votes	13	13,129	-
Total Number of Valid Votes	247	33,52,21,289	100.00
Total Number of Votes in favour of Resolution	234	33,52,16,144	100.00
Total Number of Votes against the resolution	13	5,145	0.00

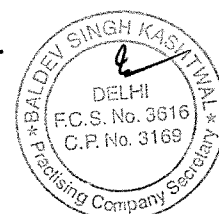
Therefore, the Resolution No. 7 has been approved with requisite majority.

RESOLUTION NO. 8**SPECIAL RESOLUTION TO ISSUE 10.30% 33,72,750 SECURED UNLISTED NON-CONVERTIBLE DEBENTURES (NCDs) ON PRIVATE PLACEMENT BASIS BY WAY OF CONVERSION OF OUTSTANDING RECOMPENSE AMOUNT PAYABLE TO THE LENDERS.**

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Re.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received under Remote e-Voting	159	9,16,18,803	27.33
Total Votes received in Poll at the venue of AGM in physical ballot mode	102	24,36,19,705	72.67
Total Number of Invalid Votes	13	13,129	-
Total Number of Valid Votes	248	33,52,25,379	100.00
Total Number of Votes in favour of Resolution	237	33,51,84,387	99.99
Total Number of Votes against the resolution	11	40,992	0.01

Therefore, the Resolution No. 8 has been approved with requisite majority.

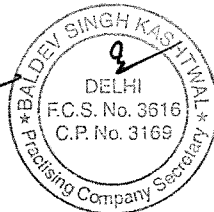
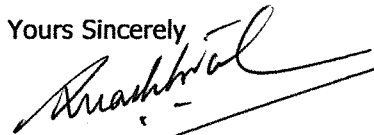
All the Resolutions stand passed under Remote e-Voting and poll with the requisite majority.



I hereby confirm that I am maintaining the registers received from the service provider both electronically and manually, in respect of the votes cast through Remote e- Voting and poll by the shareholders of the Company. I have handed over all the relevant records to the Shri Manoj Baid Associate Vice-President (Corporate) Company Secretary of the Company, who is authorised for its safe keeping.

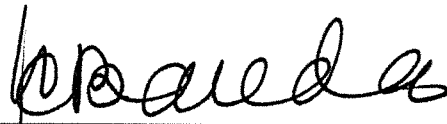
Thanking you

Yours Sincerely



SCRUTINIZER
BALDEV SINGH KASHTWAL
PRACTISING COMPANY SECRETARY
C. P. NO. 3169

Date : 30.09.2016
Place : New Delhi



Counter signed by Shri Arvind Kharabanda
Chairman of the Meeting