HB STOCKHOLDINGS LTD.

Regd. Office : Plot No .31, Echelon Institutional Area, Sector - 32, Gurgaon -122001 (Haryana)
Ph. : 0124-4675500, Fax : 0124-4370985, E-mail : corporate@hbstockholdings.com
Website : www.hbstockholdings.com, CIN No. L65929HR1985PLC033936

HBSL/AGM/2016

8th September 2016

The General Manager (Listing) Bombay Stock Exchange Limited, Pheeroze Jee Jee Bhoy Towers, Dalal Street, Fort, **Mumbai – 400 001**	**The Vice President,** National Stock Exchange of India Ltd Exchange Plaza, Bandra Kurla Complex, Bandra (East) **MUMBAI – 400 051**
Company Code-532216	**Stock Code HBSTOCK**

Sub: Submission of Voting Results-29th AGM held on 7th September 2016

Dear Sirs,

It is hereby informed that all the Resolution(s) proposed by the Company in the 29th Annual General Meeting of the Company held on Wednesday, the 7th September 2016 have been passed by the members of the Company with requisite majority.

Please find enclosed Voting Results as per the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Reg 2015 together with Consolidated Report submitted by Mr. P P Agarwal, the Scrutinizer appointed by the Board of Directors of the Company in respect of Remote e voting as well as physical poll conducting at the meeting.

Date of the AGM	**7th September 2016**
Total number of Shareholders on Record date: **(i.e. the Cut-off date for determining the Shareholders entitled to e voting 31st August, 2016**	**69309**
No. of shareholders present in the meeting in person:	
- **Promoters & Promoters Group**	**03**
- **Public**	**50**
No. of Shareholders present in the meeting through Proxy:	
- **Promoters & Promoters Group**	**00**
- **Public**	**12**
No. of Shareholders present in the meeting through Video Conferencing:	
- **Promoters & Promoters Group**	**No Video conference Facility was made available.**
- **Public**	

A Copy of the Voting results has been displayed at the website of the Company at www.hbstockholdings.com and also available at the website of the Karvy at https://evoting.karvy.com.

HB STOCKHOLDINGS LTD. GURGAON

Please arrange to take the above information on record.

Thanking you,
Yours faithfully,
For HB Stockholdings Limited

Anil Kumar Mittal
Company Secretary

HB STOCKHOLDINGS LTD. GURGAON

Encl: Copy of Report(s) Submitted by the Scrutinizer (One)

HB STOCKHOLDINGS LIMITED- RESULT OF VOTING FOR 29TH ANNAUL GENERAL MEETING ON 7TH SEP. 2016

Agenda item No: 1	Adoption of Audited Financial Statement (including Consolidated Financial Statement) for the financial year ended 31-03-2016 together with the Reports of Board of Director's and Auditor's thereon
Resolution required (Ordinary / Special)	Ordinary
Whether Promoter/ Promoters Group are Interested in Agenda / Resolution?	No
Mode of Voting	Remote E Voting and Poll

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares=3 [(2)/(1)] *100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled 6=[(4)/(2)] *100	% of votes in against on votes polled 7=[(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoters & Promoters Group								
	E Voting	12661121	12661121	100.00	12661121	0	100.00	0.00
	Poll	12661121	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N A	NA	NA	NA	NA	NA	NA
	Total	**12661121**	**12661121**	**100.00**	**12661121**	**0**	**100.00**	**0.00**
Public Institutional holders	E Voting	28790	0	0	0	0	0.00	0.00
	Poll	28790	0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)	N A	NA	NA	NA	NA	NA	NA
	Total	**28790**	**0**	**0**	**0**	**0**	**0.00**	**00**
Public- Non Institution	E Voting	11102307	158	0.001	158	0	100.00	0.00
	Poll	11102307	1265	0.011	1265	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**11102307**	**1423**	**0.012**	**1423**	**00**	**100.00**	**0.00**
Grand Total		**23792218**	**12662544**	**53.221**	**12662544**	**00**	**100.00**	**0.00**

HB STOCKHOLDINGS LTD. GURGAON

Agenda item No:2	Reappointment of Mr. Anil Goyal DIN 00001938, who retire by rotation and being eligible offer himself for reappointment.
Resolution required (Ordinary / Special)	Ordinary
Whether Promoter/ Promoters Group are Interested in Agenda / Resolution?	No
Mode of Voting	Remote E Voting and Poll

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares=3 [(2)/(1)] *100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled 6=[(4)/(2)] *100	% of votes in against on votes polled 7=[(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoters & Promoters Group								
	E Voting	12661121	12661121	100.00	12661121	0	100.00	0.00
	Poll	12661121	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N A	NA	NA	NA	NA	NA	NA
	Total	**12661121**	**12661121**	**100.00**	**12661121**	**0**	**100.00**	**0.00**
Public Institutional holders	E Voting	28790	0	0	0	0		0.00
	Poll	28790	0	0	0	0		0.00
	Postal Ballot (if applicable)	N A	NA	NA	NA	NA	NA	NA
	Total	**28790**	**0**	**00**	**00**	**00**	**0.00**	**00**
Public- Non Institution	E Voting	11102307	158	0.001	158	0	100.00	0.00
	Poll	11102307	1265	0.011	1215	50	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**11102307**	**1423**	**0.012**	**1373**	**50**	**100.00**	**0.00**
Grand Total		**23792218**	**12662544**	**53.221**	**12662494**	**50**	**100.00**	**0.00**

EB STOCKHOLDINGS LTD. GURGAON

Agenda item No:3	To Reappoint M/s P Bholusaria & Co. Chartered Accountants, having FRN 000468N as the Statutory Auditors of the Company for a further period of one year and authorise the Board to fix their Remuneration
Resolution required (Ordinary / Special)	Ordinary
Whether Promoter/ Promoters Group are Interested in Agenda / Resolution?	No
Mode of Voting	Remote E Voting and Poll

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares=3 [(2)/(1)] *100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled 6=[(4)/(2)] *100	% of votes in against on votes polled 7=[(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoters & Promoters Group								
	E Voting	12661121	12661121	100.00	12661121	0	100.00	0.00
	Poll	12661121	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N A	NA	NA -	NA	NA	NA	NA
	Total	**12661121**	**12661121**	**100.00**	**12661121**	**0**	**100.00**	**0.00**
Public Institutional holders	E Voting	28790	0	0	0	0		0.00
	Poll	28790	0	0	0	0		0.00
	Postal Ballot (if applicable)	N A	NA	NA	NA	NA	NA	NA
	Total	**28790**	**0**	**00**	**00**	**0**	**0.00**	**0.00**
Public- Non Institution	E Voting	11102307	158	0.001	158	0	0.00	0.00
	Poll	11102307	1265	0.011	1215	50	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**11102307**	**1423**	**0.012**	**1373**	**00**	**100.00**	**0.00**
Grand Total		**23792218**	**12662544**	**53.221**	**12662494**	**00**	**100.00**	**0.00**

HB STOCKHOLDINGS LTD. GURGAON

Agenda item No:4	To Amend the Memorandum of Association of the Company
Resolution required (Ordinary / Special)	Special
Whether Promoter/ Promoters Group are Interested in Agenda / Resolution?	No
Mode of Voting	Remote E Voting and Poll

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares=3 [(2)/(1)] *100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled 6=[(4)/(2)] *100	% of votes in against on votes polled 7=[(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoters & Promoters Group								
	E Voting	12661121	12661121	100.00	12661121	0	100.00	0.00
	Poll	12661121	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N A	NA	NA	NA	NA	NA	NA
	Total	**12661121**	**12661121**	**100.00**	**12661121**	**0**	**100.00**	**0.00**
Public Institutional holders	E Voting	28790	0	0	0	0	0.00	0.00
	Poll	28790	0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)	N A	NA	NA	NA	NA	NA	NA
	Total	**28790**	**0**	**00**	**00**	**0**	**0.00**	**00**
Public- Non Institution	E Voting	11102307	158	0.001	158	0	100.00	0.00
	Poll	11102307	1255	0.011	1255	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**11102307**	**1413**	**0.012**	**1413**	**00**	**100.00**	**0.00**
Grand Total		**23792218**	**12662534**	**53.221**	**12662534**	**00**	**100.00**	**0.00**

HB STOCKHOLDINGS LTD. GURGAON

Agenda item No:5	To Reappoint Mr. Vijay Sood, DIN 01473455 as Managing Director of the Company for a further period of Two years with effect from 30th April 2016
Resolution required (Ordinary / Special)	Special
Whether Promoter/ Promoters Group are Interested in Agenda / Resolution?	No
Mode of Voting	Remote E Voting and Poll

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares=3 [(2)/(1)] *100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled 6=[(4)/(2)] *100	% of votes in against on votes polled 7=[(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoters & Promoters Group								
	E Voting	12661121	12661121	100.00	12661121	0	100.00	0.00
	Poll	12661121	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N A	NA	NA	NA	NA	NA	NA
	Total	**12661121**	**12661121**	**100.00**	**12661121**	**0**	**100.00**	**0.00**
Public Institutional holders	E Voting	28790	0	0	0	0	0.00	0.00
	Poll	28790	0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)	N A	NA	NA	NA	NA	NA	NA
	Total	**28790**	**0**	**00**	**00**	**0**	**0.00**	**0.00**
Public- Non Institution	E Voting	11102307	158	0.001	158	0	0.00	0.00
	Poll	11102307	1255	0.011	1205	50	0.00	0.004
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**11102307**	**1413**	**0.012**	**1363**	**50**	**0.00**	**0.004**
Grand Total		**23792218**	**12662534**	**53.221**	**12662484**	**50**	**0.00**	**0.00**



P. P. AGARWAL & CO.
Company Secretaries

C-5/64, D.D.A. FLATS
EAST OF KAILASH
NEW DELHI - 110065
Ph: 011-46547390
Mail: fcs.ppa@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

To
The Chairman of
29th Annual General Meeting of
HB Stockholdings Ltd
Gurgaon - 122 001 (Haryana)

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-voting and on Poll pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 for the 29th Annual General Meeting of the members of HB Stockholdings Limited held on 7th September, 2016 at 11.00 A.M.

I, Pramod Prasad Agarwal, Proprietor of M/s. P. P. Agarwal & Co., Company Secretaries, appointed as Scrutinizer by the Board of Directors of M/s. **HB STOCKHOLDINGS LIMITED** ("the Company") to scrutinize the votes cast by the remote e-voting process and physical polling at the Annual General Meeting (AGM) held on Wednesday, the 7th September, 2016 submit our Report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and related Rules in respect of voting through electronic means (i.e. by remote e-voting) and voting by poll using polling/ ballot paper at the AGM for resolutions contained in the Notice of the 29th Annual General Meeting of the Company.

2. As Scrutinizer for the voting process at the AGM our responsibility is to provide the Scrutinizer's Report on the votes cast in "favour" or "against" the resolutions stated in the Notice based on the votes cast through ballot papers at the meeting and reports generated from the e-voting platform provided by Karvy Computershare Private Limited ("Karvy").

P.P. AGARWAL & CO. New Delhi C.P. No. 10566 Company Secretaries

3. The Shareholders of the Company holding shares as on the "cut-off" date i.e. Wednesday, the 31st August, 2016 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting of the Company.

4. The remote e-voting commenced from Sunday, the 4th September, 2016 at 09:00 A.M. and ended on Tuesday, the 6th September, 2016 at 5:00 P. M. and the e-voting platform was blocked thereafter by Karvy.

5. The facility for voting through physical ballot papers was made available at the meeting and members attending the meeting who did not cast their vote by remote e-voting exercised their right to vote at the meeting through ballot papers.

6. Immediately after conclusion of voting at the meeting, the polling boxes containing the ballot papers were opened and votes were counted in the presence of two witnesses being the shareholders present in the meeting (Annexure -1).

7. Thereafter, the result of remote e-voting was unblocked from the website of Karvy i.e. https://evotingkarvy.com in the presence of above two witnesses Mr. Himanshu Uniyal and Ms. Sukhmani Walia who are not in employment of the company (Annexure-2).

8. Accordingly, I hereby submit my Consolidated Report as follows, on the results of the remote e-voting and Poll conducted at the meeting:

ITEM No.1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statement (including Consolidated Financial Statement) of the Company for the financial year ended on 31st March, 2016, including the Audited Balance Sheet as at 31st March, 2016, the Statement of Profit & Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

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

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	15	12661279	100%
Poll	31	1265	100%
Total	46	12662544	100%

P.P. AGARWAL & CO. New Delhi C.P. No. 10566 Company Secretaries

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

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	--	--	--
Poll	--	--	--
Total	--	--	--

(iii). **Invalid/ Abstain** from Voting:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	--	--
Poll	03	0
Total	03	0

ITEM No.2: Ordinary Resolution

To appoint a Director in place of Mr. Anil Goyal (DIN 00001938) who retires by rotation and being eligible offers himself for re-appointment.

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

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	15	12661279	100%
Poll	30	1215	96.0474%
Total	45	12662494	99.9996%

(ii) Voted **against** the resolution

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	--	--	--
Poll	01	50	3.9526%
Total	01	50	0.0004%

(iii) **Invalid/ Abstain** from Voting:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	--	--
Poll	03	0
Total	03	0

P.P. AGARWAL & CO. New Delhi C.P. No. 10566 Company Secretaries

ITEM No.3: Ordinary Resolution

To Re-appointment of M/s. P. Bholusaria & Co., Chartered Accounts (Firm Registration No.000468N) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting to the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

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

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	15	12661279	100%
Poll	30	1215	96.0474%
Total	45	12662494	99.9996%

(ii) Voted **against** the resolution

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	--	--	--
Poll	01	50	3.9526%
Total	01	50	0.0004%

(iii) **Invalid/ Abstain** from Voting:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	--	--
Poll	03	0
Total	03	0

ITEM No.4: Special Resolution

Alteration in the Nomenclature of the Main Objects, Objects Incidental or Ancillary and Deleting existing clause(s) in Other objects in the Memorandum of Association (MOA) of the company

(i) Voted **in favor** of the resolution

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	15	12661279	100%
Poll	31	1255	100%
Total	46	12662534	100%

P.P. AGARWAL & CO. New Delhi C.P. No. 10566

(ii) Voted **against** the resolution

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	--	--	--
Poll	--	--	--
Total	--	--	--

(iii) **Invalid/ Abstain** from Voting:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	--	--
Poll	03	0
Total	03	0

ITEM No.5: Special Resolution

To approve the re-appointment of Mr. Vijay Sood (DIN 01473455) as Managing Director of the Company for a period of two years on completion of his existing term of office.

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

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	15	12661279	100%
Poll	30	1205	96.0159%
Total	45	12662484	99.9996%

(ii) Voted **against** the resolution

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	--	--	--
Poll	01	50	3.9841%
Total	01	50	0.0004%

(iii) **Invalid/ Abstain** from Voting:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	--	--
Poll	03	0
Total	03	0

P.P. AGARWAL & CO. New Delhi C.P. No. 10566 Company Secretaries

9. I hereby confirm that all the resolutions mentioned hereinabove were passed with the requisite majority through Remote e-voting and Poll conducted on the date of the AGM.

10. Further, it is to inform you that I am maintaining the Registers and other records in respect of the votes cast through Remote e-voting and Poll by the shareholders of the Company. I shall hand over these records to the Company Secretary of the Company.

Thanking You,

Yours faithfully,

For P. P. Agarwal & Co.
Company Secretaries

P.P. AGARWAL & CO. ★ Company Secretaries ★ New Delhi C.P. No. 10566

Pramod P Agarwal
Scrutinizer
B. Com (Hons.), FCS, ACMA
CP No. 10566 FCS 4955

Counter signed by

Vijay Sood
Managing Director
Duly Authorised by the
(Chairman of the Meeting)

Place: New Delhi
Date: 08.09.2016

Annexure - 1

Details of the witnesses to the Poll conducted at the 29th Annual General Meeting of the members of HB Stockholdings Limited held at 11.00 A.M. at GIA House, IDC Mehrauli Gurgaon Road, Opp. Sector 14, Gurgaon 122 001, (Haryana)

We the shareholders of the Company witnesses that the polling Boxes containing Ballot Papers were opened and votes were counted in our presence.

S.No	Name of the Shareholder(s)	Address	Signature(s)
1	Ramesh Kr Jain DP IN. 300708 CID- 10044980	16/106, Gali No 1 New Ashok Nagar Sonepat- 131001	
2	Neelam IN300513 11318808	H. No. 163, H.B.C. Sector - 23 Sonepat - 131001	Neelam

For P. P. Agarwal & Co
Company Secretaries

P.P. AGARWAL & CO. New Delhi C.P. No. 10566 Company Secretaries

Pramod P Agarwal
(Scrutinizer)
B. Com (Hons.), FCS, ACMA
CP No. 10566 FCS 4955

Annexure - 2

Details of the witnesses to the Poll conducted at the 29th Annual General Meeting of the members of HB Stockholdings Limited held at 11.00 A.M. at GIA House, IDC Mehrauli Gurgaon Road, Opp. Sector 14, Gurgaon 122 001, (Haryana)

We the below mentioned persons witnesses that the result of Remote e voting was unblocked from website of Karvy computer shares in our presence.

S. No	Name of the person	Address	Signature(s)
1	Sukhmani Walia	574-P, Sector 31, Gurgaon - 122001	Sukhmani
2	Himanshu Uniyal	107/3 TOP Floor, Street No-5, Krishna-nagar, Safdarjung-Enclave, New Delhi-110029	Himanshu

For P. P. Agarwal & Co
Company Secretaries

P.P. AGARWAL & CO. New Delhi C.P. No. 10566 Company Secretaries

Pramod P Agarwal
(Scrutinizer)
B. Com (Hons.), FCS, ACMA
CP No. 10566 FCS 4955