



HB PORTFOLIO LIMITED

Regd. Office : Plot No .31, Echelon Institutional Area, Sector - 32, Gurgaon -122001 (Haryana)
Ph. : 0124-4675500, Fax : 0124-4370985, E-mail : corporate@hbportfolio.com
Website : www.hbportfolio.com, CIN No. L67120HR1994PLC034148

27th September, 2017

Listing Centre

The Listing Department
Bombay Stock Exchange Limited,
Pheroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001

Company Code: 532333

Sub: - Outcome of Annual General Meeting (AGM) held on 26th September, 2017

Dear Sir / Madam

This is to inform you that the 22nd Annual General Meeting (AGM) of the Company was held on 26th September, 2017 at 03:00 P.M., at GIA House, I.D.C., Mehrauli Road, Opp. Sector 14, Gurugram (Haryana) - 122 001.

In this regard, please find enclosed the following:

- 1) Proceedings of AGM under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III of said Regulations.
- 2) Voting Results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 3) Consolidated Scrutinizer's Report Dated 27th September, 2017 for votes casted through Remote e-voting and Poll conducted at the meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is for your necessary information and records.

Thanking you,

Yours faithfully,

For HB PORTFOLIO LIMITED


DINESH KAPOOR

(Company Secretary & Compliance Officer)

Encl: As Above



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Company Code: 532333

Sub: - Proceedings of 22nd Annual General Meeting (AGM) held on 26th September, 2017

Dear Sir / Madam,

This is to inform you that the 22nd Annual General Meeting (AGM) of the Company was held on 26th September, 2017 at 03:00 P.M., at GIA House, I.D.C., Mehrauli Road, Opp. Sector 14, Gurugram (Haryana) - 122 001.

Mr. R.C. Sharma (DIN 00023274) was elected to Chair the meeting. The Chairman welcomed the members present at the 22nd AGM of the Company. The Chairman explained the objective and implications of the Resolutions before putting them for voting at the Meeting. Thereafter, the Chairman called for a poll on all resolutions proposed at Item No. 1 to 7 of the AGM Notice dated 29th May, 2017.

The facility for voting through physical ballot papers was made available at the meeting and members attending the meeting, who have not already casted their vote by Remote e-voting exercised their right to vote at the meeting through ballot papers.

The Poll was conducted under the supervision of Scrutinizer, Mr. Arun Kumar Gupta, Company Secretary in whole-time practice who had been appointed by the Board to scrutinize the Remote e-voting and polling process in a fair and transparent manner. The Poll was then concluded in due course.

Immediately after the conclusion of voting at the meeting, the Scrutinizer first counted the votes casted at the meeting, thereafter unblocked the votes casted through Remote e-voting in the presence of two witnesses who are not in employment of the Company. The Scrutinizer submitted on 27th September, 2017, a consolidated report of the votes casted through Remote e-voting and Poll conducted at the meeting, to the Chairman of the meeting who has countersigned the same.

The Chairman declared the results forthwith on the basis of consolidated report submitted by the Scrutinizer and the following resolution(s) stands passed with the requisite majority.

Ordinary Business:

1. The Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017, including the Audited Balance Sheet as at 31st March, 2017, the Statement of Profit & Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon were duly adopted.
2. Mr. Lalit Bhasin (DIN: 00002114), who retired by rotation at this Annual General Meeting has been re-appointed as Director (Chairman) of the Company.
3. M/s. G.C. Agarwal & Associates, Chartered Accountants, Delhi (FRN 017851N) have been appointed as the Statutory Auditors of the Company for a term of five (5) consecutive years to hold office from the conclusion of 22nd Annual General Meeting until the conclusion of 27th Annual

General Meeting of the Company, subject to ratification by the members at every Annual General Meeting at such remuneration to be fixed by the Board of Directors of the Company.

Special Business:

4. Mr. Anil Goyal (DIN: 00001938) has been re-appointed as the Managing Director being the Key Managerial Personnel (KMP) of the Company, for a further period of five (5) years with effect from 20th February, 2017 to 19th February, 2022 by way of Special Resolution passed by the members of the Company.
5. The members accorded their consent by way of an Ordinary Resolution for subscription of 940618 (Nine Lakh Forty Thousand Six Hundred Eighteen) Equity Shares out of 940625 (Nine Lakh Forty Thousand Six Hundred Twenty Five) Equity Shares of Rs. 10/- (Rupees Ten Only) each issued on Rights basis to the Company at a premium of Rs. 43/- (Rupees Forty Three Only), aggregating to Rs. 4,98,52,754/- (Rupees Four Crore Ninety Eight Lakhs Fifty Two Thousand Seven Hundred Fifty Four Only) in terms of their Rights Issue offer letters dated February 08, 2017 and February 22, 2017 respectively.

Further, all agreements, documents, deeds, papers etc. executed for the purpose of the said transaction, under the authority of the Board of Directors of the Company and all acts, deeds and things done in this regard, have been ratified, approved and confirmed by the members of the Company.

6. The members accorded their consent by way of an Ordinary Resolution authorizing the Board of Directors to enter into a contract(s) / arrangement(s) / transaction(s) with RRB Securities Limited, a related party in order to purchase 50,59,058 Equity Shares comprising 29.88% of the Paid-up Equity Share Capital of Taurus Asset Management Company Limited held by RRB Securities Limited for such consideration as may be determined by an Independent Valuer and on such terms and conditions as may be mutually agreed upon by and between the parties.
7. The members accorded their consent by way of an Ordinary Resolution authorizing the Board of Directors to enter into a contract(s) / arrangement(s) / transaction(s) with HB Estate Developers Limited, a related party for purchasing Built up Property of HB Estate Developers Limited viz. Land & Building situated at Plot No. 31, Echelon Institutional Area, Sector 32, Gurugram – 122001, Haryana ('the premises') having Plot Area admeasuring 2220 Sq. Mtrs. together with all movable assets attached thereto, furniture, fixtures, fittings and all other assets lying within the premises on, as is where is basis, for such consideration as may be determined by an Independent Valuer and on such terms and conditions as may be mutually agreed upon by and between the parties.

The above may please be treated as compliance of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III of said Regulations.

Thanking you,
Yours faithfully,
For **HB PORTFOLIO LIMITED**



DINESH KAPOOR
(Company Secretary & Compliance Officer)



HB PORTFOLIO LIMITED

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Dalal Street, Fort
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Company Code: 532333

Sub: - Submission of Voting Results – 22nd AGM held on 26th September, 2017

Dear Sir / Madam,

We would like to inform that all the resolutions placed at the 22nd Annual General Meeting of the Company held on 26th September, 2017 have been passed by the Members with requisite majority.

Please find enclosed Voting Results as per format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with Consolidated Report submitted by the Scrutinizer for votes casted through Remote e-voting and Poll conducted at the meeting.

Date of the AGM / EGM	26 th September, 2017
Total number of Shareholders on record date:	67,529
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters & Promoter Group:	2
- Public:	69
No. of Shareholders attended the meeting through Video Conferencing:	
- Promoters & Promoter Group:	None
- Public:	None

The Voting Results are also available on the Company's website, <http://www.hbportfolio.com>

You are requested to take the above information on record.

Thanking you,
Yours Faithfully,
For HB PORTFOLIO LIMITED

DINESH KAPOOR
(Company Secretary & Compliance Officer)

Encl: - As above

HB PORTFOLIO LIMITED – VOTING RESULTS OF 22ND AGM HELD ON 26TH SEPTEMBER, 2017

Agenda Item No. 1					To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017, including the Audited Balance Sheet as at 31st March, 2017, the Statements of Profit & Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.			
Resolution required (Ordinary / Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
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)	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-Voting	7858464	7858464	100.00	7858464	0	100.00	0.00
	Poll	7858464	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	7858464	7858464	100.00	7858464	0	100.00	0.00
Public-Institutions	E-Voting	1350	0	0.00	0	0	0.00	0.00
	Poll	1350	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	1350	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	4132515	34373	0.83	34273	0	100.00	0.00
	Poll	4132515	167423	4.05	167423	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	4132515	201796	4.88	201796	0	100.00	0.00
Total		11992329	8060260	67.21	8060260	0	100.00	0.00

D. Singh

HB PORTFOLIO LIMITED – VOTING RESULTS OF 22ND AGM HELD ON 26TH SEPTEMBER, 2017

Agenda Item No. 2					To appoint a Director in place of Mr. Lalit Bhasin (DIN: 00002114) who retires by rotation and being eligible offers himself for re-appointment.			
Resolution required (Ordinary / Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
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)	$3 = \frac{(2)}{(1)} * 100$	(4)	(5)	$6 = \frac{(4)}{(2)} * 100$	$7 = \frac{(5)}{(2)} * 100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-Voting	7858464	7858464	100.00	7858464	0	100.00	0.00
	Poll	7858464	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	7858464	7858464	100.00	7858464	0	100.00	0.00
Public-Institutions	E-Voting	1350	0	0.00	0	0	0.00	0.00
	Poll	1350	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	1350	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	4132515	34373	0.83	34273	0	100.00	0.00
	Poll	4132515	167423	4.05	167423	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	4132515	201796	4.88	201796	0	100.00	0.00
Total		11992329	8060260	67.21	8060260	0	100.00	0.00

Dr. J. T.

HB PORTFOLIO LIMITED – VOTING RESULTS OF 22ND AGM HELD ON 26TH SEPTEMBER, 2017

Agenda Item No. 3					To appoint M/s G.C Agrawal & Associates, Chartered Accountants, Delhi (FRN 017851N) as Statutory Auditors of the Company and to fix their remuneration.			
Resolution required (Ordinary / Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
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)	$6=[(4)/(2)]*100$	$7=[(5)/(2)]*100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-Voting	7858464	7858464	100.00	7858464	0	100.00	0.00
	Poll	7858464	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	7858464	7858464	100.00	7858464	0	100.00	0.00
Public-Institutions	E-Voting	1350	0	0.00	0	0	0.00	0.00
	Poll	1350	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	1350	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	4132515	34373	0.83	34273	0	100.00	0.00
	Poll	4132515	167423	4.05	167423	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	4132515	201796	4.88	201796	0	100.00	0.00
Total		11992329	8060260	67.21	8060260	0	100.00	0.00

HB PORTFOLIO LIMITED – VOTING RESULTS OF 22ND AGM HELD ON 26TH SEPTEMBER, 2017

Agenda Item No. 4					Re-appointment of Mr. Anil Goyal, Managing Director of the Company.			
Resolution required (Ordinary / Special)					Special			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-Voting	7858464	7858464	100.00	7858464	0	100.00	0.00
	Poll	7858464	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	7858464	7858464	100.00	7858464	0	100.00	0.00
Public-Institutions	E-Voting	1350	0	0.00	0	0	0.00	0.00
	Poll	1350	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	1350	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	4132515	34373	0.83	34273	0	100.00	0.00
	Poll	4132515	167423	4.05	167423	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	4132515	201796	4.88	201796	0	100.00	0.00
Total		11992329	8060260	67.21	8060260	0	100.00	0.00

HB PORTFOLIO LIMITED – VOTING RESULTS OF 22ND AGM HELD ON 26TH SEPTEMBER, 2017

Agenda Item No. 5					Subscription of Rights Issue of Equity Shares of Taurus Asset Management Company Limited.			
Resolution required (Ordinary / Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					Yes			
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)	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-Voting	7858464	0	0.00	0	0	0.00	0.00
	Poll	7858464	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	7858464	0	0.00	0	0	0.00	0.00
Public-Institutions	E-Voting	1350	0	0.00	0	0	0.00	0.00
	Poll	1350	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	1350	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	4132515	34373	0.83	34273	0	100.00	0.00
	Poll	4132515	167423	4.05	167423	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	4132515	201796	4.88	201796	0	100.00	0.00
Total		11992329	201796	1.68	201796	0	100.00	0.00

HB PORTFOLIO LIMITED – VOTING RESULTS OF 22ND AGM HELD ON 26TH SEPTEMBER, 2017

Agenda Item No. 6					Purchase of Equity Shares of Taurus Asset Management Company Limited held by RRB Securities Limited.			
Resolution required (Ordinary / Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					Yes			
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)	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-Voting	7858464	0	0.00	0	0	0.00	0.00
	Poll	7858464	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	7858464	0	0.00	0	0	0.00	0.00
Public-Institutions	E-Voting	1350	0	0.00	0	0	0.00	0.00
	Poll	1350	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	1350	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	4132515	34373	0.83	34273	0	100.00	0.00
	Poll	4132515	167423	4.05	167423	0	100.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	4132515	201796	4.88	201796	0	100.00	0.00
Total		11992329	201796	1.68	201796	0	100.00	0.00

Dr. J. S. Dhillon

HB PORTFOLIO LIMITED – VOTING RESULTS OF 22ND AGM HELD ON 26TH SEPTEMBER, 2017

Agenda Item No. 7					Purchase of Property from HB Estate Developers Limited.			
Resolution required (Ordinary / Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					Yes			
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)	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-Voting	7858464	0	0.00	0	0	0.00	0.00
	Poll	7858464	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	7858464	0	0.00	0	0	0.00	0.00
Public-Institutions	E-Voting	1350	0	0.00	0	0	0.00	0.00
	Poll	1350	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	1350	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	4132515	34373	0.83	34273	0	100.00	0.00
	Poll	4132515	167423	4.05	167373	50	99.97	0.03
	Postal Ballot (if applicable)	N.A	-	-	-	-	-	-
	Total	4132515	201796	4.88	201746	50	99.97	0.03
Total		11992329	201796	1.68	201746	50	99.97	0.03

D. Singh

Arun Gupta & Associates

Company Secretaries

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to the provisions of 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 SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 as amended]

To,

The Chairman
**22nd Annual General Meeting of the
Equity Shareholders of HB Portfolio Limited**
held on 26th September, 2017 at 03:00 P.M.
at GIA House, I.D.C. Mehrauli Road,
Opp. Sector 14, Gurugram-122001, Haryana

Dear Sir,

I, Arun Kumar Gupta, Proprietor of M/s Arun Gupta & Associates, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **M/s HB PORTFOLIO LIMITED** pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 as amended to scrutinize the Remote e-voting process and physical poll process at the 22nd Annual General Meeting (AGM) held on **Tuesday, 26th day of September, 2017** at 03:00 P.M. at GIA House, I.D.C. Mehrauli Road, Opp. Sector 14, Gurugram-122001, Haryana:

- 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. Remote e-voting and Poll on the Resolutions contained in the Notice to the 22nd Annual General Meeting of the Company.
- 2.) As Scrutinizer for Remote e-voting process and for Poll conducted at the AGM, my responsibility is to provide the Scrutinizer's report of the Votes Cast in "favor" or "against" the resolutions stated in the notice, based on the votes casted through ballot papers at the meeting and reports generated from the e-voting system provided by **Karvy Computershare Private Limited (Karvy)**.



Arun Gupta & Associates

Company Secretaries

- 3.) The Shareholders of the Company holding shares as on the "cut-off" date i.e. Tuesday, 19th September, 2017 were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting.
- 4.) The Remote e-voting was open between 9.00 A.M. to 5.00 P.M. for three days from 23rd September, 2017 to 25th September, 2017 (both days inclusive). The e-voting platform was blocked thereafter by Karvy.
- 5.) The facility for voting through physical ballot papers was made available at the meeting for the members who were present and had not casted their vote by Remote e-voting. Such members 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 in the presence of two witnesses who were not in employment of Company and votes were counted.
- 7.) Thereafter, the result of Remote e-voting was unblocked from the website of M/s. Karvy Computershare Private Limited. i.e. <https://evoting.karvy.com> in the presence of Ms. Reema Miglani and Ms. Monika Mannan who are not in employment of the Company.
- 8.) Accordingly, I hereby submit my Consolidated Report as under on the result of the Remote e-voting and Poll conducted at the meeting in respect of the following Resolutions:



Arun Gupta & Associates

Company Secretaries

ITEM NO. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017, including the Audited Balance Sheet as at 31st March, 2017, the Statements 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 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	18	78,92,837	100 %
Poll	54	1,67,423	100 %
Total	72	80,60,260	100 %

(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	0	0	0%
Poll	0	0	0%
Total	0	0	0%

(iii) Invalid Votes / Abstain from Voting:

Particulars	Number of members	Number of votes
Remote e-voting	0	0
Poll	1	5
Total	1	5

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 1** of the Notice of the AGM dated 29th May, 2017 has been passed with requisite majority.



Arun Gupta & Associates

Company Secretaries

ITEM NO. 2: Ordinary Resolution

To appoint a Director in place of Mr. Lalit Bhasin (DIN: 00002114) who retires by rotation and being eligible offers himself for re-appointment

(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	18	78,92,837	100 %
Poll	54	1,67,423	100 %
Total	72	80,60,260	100 %

(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	0	0	0%
Poll	0	0	0%
Total	0	0	0%

(iii) Invalid Votes / ~~Abstain from Voting~~:

Particulars	Number of members	Number of votes
Remote e-voting	0	0
Poll	1	5
Total	1	5

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 2** of the Notice of the AGM dated 29th May, 2017 has been passed with requisite majority.



Arun Gupta & Associates

Company Secretaries

ITEM NO. 3: Ordinary Resolution

To appoint M/s G.C Agrawal & Associates, Chartered Accountants, Delhi (FRN 017851N) as Statutory Auditors of the Company and to fix their remuneration

(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	18	78,92,837	100 %
Poll	54	1,67,423	100 %
Total	72	80,60,260	100 %

(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	0	0	0%
Poll	0	0	0%
Total	0	0	0%

(iii) Invalid Votes / ~~Abstain from Voting~~:

Particulars	Number of members	Number of votes
Remote e-voting	0	0
Poll	1	5
Total	1	5

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 3** of the Notice of the AGM dated 29th May, 2017 has been **passed with requisite majority.**



Arun Gupta & Associates

Company Secretaries

ITEM NO. 4: Special Resolution

Re-appointment of Mr. Anil Goyal, Managing Director 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	18	78,92,837	100 %
Poll	54	1,67,423	100 %
Total	72	80,60,260	100 %

(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	0	0	0%
Poll	0	0	0%
Total	0	0	0%

(iii) Invalid Votes / ~~Abstain from Voting:~~

Particulars	Number of members	Number of votes
Remote e-voting	0	0
Poll	1	5
Total	1	5

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 4** of the Notice of the AGM dated 29th May, 2017 has been **passed with requisite majority.**



Arun Gupta & Associates

Company Secretaries

ITEM NO. 5: Ordinary Resolution

Subscription of Rights Issue of Equity Shares of Taurus Asset Management Company Limited

(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	10	34,373	100 %
Poll	54	1,67,423	100 %
Total	64	2,01,796	100 %

(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	0	0	0%
Poll	0	0	0%
Total	0	0	0%

(iii) Invalid Votes / *Abstain from Voting:

Particulars	Number of members	Number of votes
Remote e-voting	8*	78,58,464
Poll	1	5
Total	9	78,58,469

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 5** of the Notice of the AGM dated 29th May, 2017 has been passed with requisite majority.



Arun Gupta & Associates

Company Secretaries

ITEM NO. 6: Ordinary Resolution

Purchase of Equity Shares of Taurus Asset Management Company Limited held by RRB Securities Limited

(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	10	34,373	100 %
Poll	54	1,67,423	100 %
Total	64	2,01,796	100 %

(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	0	0	0%
Poll	0	0	0%
Total	0	0	0%

(iii) Invalid Votes / *Abstain from Voting:

Particulars	Number of members	Number of votes
Remote e-voting	8*	78,58,464
Poll	1	5
Total	9	78,58,469

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 6** of the Notice of the AGM dated 29th May, 2017 has been **passed with requisite majority.**



Arun Gupta & Associates

Company Secretaries

ITEM NO. 7: Ordinary Resolution

Purchase of Property from HB Estate Developers Limited

(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	10	34,373	100%
Poll	52	1,67,373	99.97 %
Total	62	2,01,746	99.97 %

(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	0	0	0%
Poll	2	50	0.03 %
Total	2	50	0.03 %

(iii) Invalid Votes / *Abstain from Voting:

Particulars	Number of members	Number of votes
Remote e-voting	8*	78,58,464
Poll	1	5
Total	9	78,58,469

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 7** of the Notice of the AGM dated 29th May, 2017 has been **passed with requisite majority.**



Arun Gupta & Associates

Company Secretaries

- 9.) I hereby confirm that I am maintaining the registers in respect of the votes casted through Poll and Remote e-voting exercised by the shareholders of the Company to record the assent or dissent received, duly mentioning the particulars of name, address, folio number or client ID/DP ID of the members, number of shares held by them, nominal value of such shares.
- 10.) I shall arrange to hand over these records to the Company Secretary of the Company for safe keeping after the Chairman considers, approves and signs the minutes.
- 11.) The results of the Voting be declared by the Chairman or any other person authorized by the Chairman.

Thanking you
Yours faithfully

For Arun Gupta & Associates




Arun Kumar Gupta
(Scrutinizer)
Membership No. 21227
C.P. No. 8003

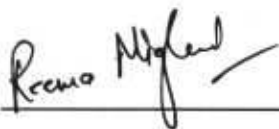
Counter signed by



(Chairman of the Meeting)

Place: New Delhi
Date: 27.09.2017

Witnesses:

1)  _____

Name: Reema Miglani
Address: 192, Dr. Mukherjee Nagar,
New Delhi-110009

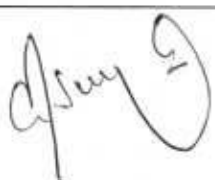
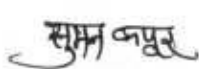
2)  _____

Name: Monika Mannan
Address: D-177, Peera Garhi Camp
New Delhi-110056

Arun Gupta & Associates

Company Secretaries

Details of witnesses to the process of Polling conducted at the 22nd Annual General Meeting of HB Portfolio Limited held on Tuesday, 26th September, 2017 at 03.00 P.M. at GIA House, I.D.C Mehrauli Road, Opp. Sector -14, Gurugram – 122 001 (Haryana)

Name & Address	Folio No. / DP ID / Client ID	Signature
M. S. SHARMA X-11, Second Floor, Green Park (Main) New Delhi 110016	0444335	
SUMAN KAPOOR 251/2/1A Malviya Bhula Matha Nagar Shahdara Delhi	0418713	

For Arun Gupta & Associates



Arun Kumar Gupta
(Scrutinizer)

Membership No. 21227
C.P. No. 8003



Place: New Delhi

Date: 27/09/2017