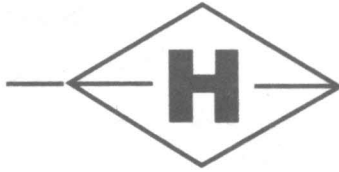


HANUNG TOYS & TEXTILES LTD.

Manufacturers & Exporters of Stuffed Toys & Home Furnishings
Govt. Recognised Export House

CIN L74999DL1990PLC041722



Corporate Office : 108-109, NSEZ, NOIDA-201 305, INDIA

Tel. : 91-120-2567501 ~ 04, 4140200

Fax : 91-120-3042099, 4140270

E-mail : hanung@vsnl.com Web : www.hanung.com

18th September 2015

<p>The General Manager Corporate Relations Department Bombay Stock Exchange Ltd. Phiroze jee jeebhoy Towers Dalal Street MUMBAI-400001</p> <p>COMPANY CODE "532770"</p>	<p>The General Manager Listing Department National Stock Exchange of India Ltd. Exchange Plaza C-1 Block "G" Bandra Kurla Complex Bandra (East) MUMBAI-400051</p> <p>COMPANY CODE " HANUNG"</p>
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Dear Sir,

Sub: Proceedings of the 25th Annual General Meeting of the Members of the Company held on Friday, 18th September 2015

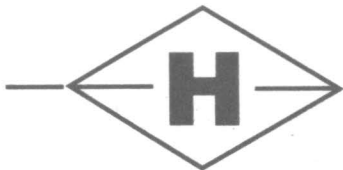
Pursuant to Clause 31(d) of the Listing Agreement, We submit herewith proceedings of the Twenty Fifth Annual General Meeting of the Members of the Company held at 11.30 AM on **Friday, 18th September 2015** at Air Force Auditorium, Subroto Park, New Delhi-110010

ATTENDANCE OF DIRECTORS:

1	Sh. Ashok Kumar Bansal	:	Chairman Cum Managing Director
2	Mrs. Anju Bansal	:	Director (Non-Executive)
3	Sh. Abhishek Monu Kaushik	:	Director (Independent)
4	Mrs. Deepika Gera	:	Director (Independent)

IN ATTENDANCE:

1	Sh. Arvind Kumar Gupta	:	Company Secretary
2	Sh. Ravindra Sharma	:	Statutory Auditor



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MEMBERS PRESENT:

Member Present (in person)	:	984
Members Present (through Proxy)	:	Nil

The Chairman Cum Managing Director (CMD) confirmed the presence of requisite quorum for the meeting and called the meeting in order.

The CMD introduced the Directors present at the meeting and also welcomed the all the members present at the 25th Annual General Meeting of the Company.

Therefore, The Notice convening the 25th Annual General Meeting alongwith the Explanatory Statement and the Board's Report, Report on Corporate Governance and Management Discussion & Analysis Report having been received by the members, were taken as read with the permission of the members present and as called upon by the CMD, Sh. Arvind Kumar Gupta, Company Secretary read the Auditor's Report and Secretarial Audit Report.

The CMD then delivered his speech to the members wherein he touched the Global and Indian Economic Scenario, operational and Financial performance of the Company. The CMD then invited the members to ask questions, comments & observations on the accounts.

The Members raised the question on the working and financial of the Company. The questions so raised were satisfactorily replied.

Therefore the CMD stated that the Company has provided the e-voting facility to its members for passing of the Ordinary and Special Resolutions as contained in the Notice. The CMD then stated that the facility of remote e-voting commenced on 14th Sept. 2015 at 9.00 AM and concluded on 17th SEPT. 2015 AT 6.00 pm.

It was also stated that the facility of voting by poll/ballot has also been provided by the Copamy during the Annual General Meeting to the members who are present and who have not cast their votes by remote e-voting.

The Members were informed that the votes cast by remote e-voting and votes cast by ballot papers shall be counted by the Scrutinizer and the result shall be declared within prescribed time. The members were further informed that the report of Scrutinizer shall be placed on the Company's website. These resolutions shall be deemed to have been passed at this Annual General Meeting.

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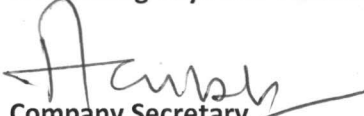
The Company Secretary informed to the members that the following Resolutions are put to vote by e-voting and ballot.

Item No.	RESOLUTION
ORDINARY BUSINESS	
1.	Adoption of Audited Financial Statements of the Company for the Financial year ended on 31 st March 2015 including Balance Sheets as at 31 st March 2015 Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution)
2.	Rectification of the appointment of M/s Ravindra Sharma & Associates, Chartered accountants (Firm registration No.006415N) as the Statutory Auditors of the Company (Ordinary Resolution)
SPECIAL BUSINESS	
3.	Appointment of Mr. Abhishek Monu Kaushik (DIN-07151357) as Independent Director of the Company. (Ordinary Resolution)
4.	Appointment of Ms. Deepika Gera (DIN-00145602) as Independent Director of the Company. (Ordinary Resolution)
5.	Appointment of Mr. Chandra Sharma & Co. as Cost Auditor of the Company for Financial Year 2015-2016 (Ordinary Resolution)
6.	To ratify the Special Resolution for allotment of preferential Shares as per SEBI Guidelines

Post completion of voting through ballot papers, the CMD declared that 25th Annual General Meeting was concluded. The Company Secretary expressed vote of thanks to the Chairman, Directors and Shareholders of the Company.

Thanking You

For Hanung Toys and Textiles Ltd.


Company Secretary
(Arvind Kumar Gupta)