



H. S. INDIA LIMITED

CIN- L55100MH1989PLC053417

PROCEEDINGS OF THE 25TH ANNUAL GENERAL MEETING OF THE MEMBERS OF H S INDIA LIMITED (CIN: L55100MH1989PLC053417) HELD AT 'KALASH', DHAKE COLONY, J. P. ROAD, ANDHERI (WEST), MUMBAI - 400 053 ON THURSDAY, THE 11TH DAY OF SEPTEMBER, 2014 AT 09.30 A.M.

PRESENT:

Name	DIN	Designation
Mr. Pushpendra Bansal	00086343	Chairman & Jt. Managing Director cum Member
Mr. Pradeep Dhawan	00519455	Director cum Member
Mr. Bapi Datta	00611440	Director

Mr. Hitesh Limbani – Company Secretary & Compliance Officer

Mr. Akash Gaglani – Statutory Auditor

Total 18 (Eighteen) Members were present in person.

Mr. Pushpendra Bansal, Chairman and Joint Managing Director of the Company was presided over the meeting.

Mr. Pradeep Dhawan, being an Independent Director of the Company, acting as Chairman of the Audit Committee, Stakeholders Relationship Committee & Nomination and Remuneration Committee was present in the Meeting.

The Register of Directors' & its shareholding, Register of Proxies, Register of Contract along with other statutory Registers maintained under the Companies Act, are laid on the table for accessing to the members throughout the Meeting.

QUORUM:

The Chairman declared that the meeting is in order on the basis of the Company Secretary's advice that the requisite quorum for the meeting was present.

He then introduced the Directors present on the dais.

NOTICE OF THE MEETING:

The Chairman informed the members that small typographical errors in the explanatory statement of Resolution No. 4, 6 & 7 in which read 30th Annual General Meeting in place of 29th Annual General Meeting, upto the conclusion of which respective independent directors will hold office.

The Chairman, with the consent of the members present, took the Notice dated 14th August, 2014, convening the 25th Annual General Meeting, as read. The Company Secretary read out the Auditors' Report.

CHAIRMAN SPEECH:

The Chairman welcome the members present and delivered his speech highlighting the Company's performance and Indian scenario with Hospitality Industries. Others Directors also expressed their views on the present performance of the Company.



REGD. OFF : A-1, MANISH KAVERI, BUILDING NO.-18, MANISH NAGAR, J. P. ROAD, ANDHERI (WEST), MUMBAI-400 053. TEL. : 022-32108955
FAX : 022-26398768 E-MAIL : hsindialimited@gmail.com

LOCATION : DELHI GATE, OPP. LINEAR BUS STAND, RING ROAD, SURAT - 395 003.
TEL. : 0261-3066666, 2418300 FAX : 0261-2413921
E-mail : accountsips@lordshotels.com



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The Chairman then took up the formal proceedings of meeting.

The Chairman briefed to the members that the Company had provided the E-voting facility to the members to cast their vote electronically as per the Companies Act, 2013 read with the Rules thereon.

As advised by the Chairman, the Company Secretary explained the polling process. He was informed that since the Company had provided E-voting facility, so as per the Regulations, voting by show of hands and demand for poll by the members at the meeting are not allowed. However it is prudent to provide similar rights to the members present in person or through proxy to vote at this Annual General Meeting of the Company and the Chairman, suo moto, stated that the Poll will be ordered for the Voting on all the Resolutions relating to Ordinary & Special Business as set out in Item No. 1 to 11 of the Notice of the Annual General Meeting of the Company.

The Chairman was informed that Mr. Manish R. Patel, Practicing Company Secretary was appointed as a Scrutinizer to scrutinize the Poll proceedings throughout the Meeting and to give a report thereon to the Chairman in the prescribed manner.

The Chairman then invited queries from the Members on the various resolutions proposed in the Notice of the AGM.

Mr. Jiten Parikh, Mr. Vinod Shah and Mr. Kishore Kachala, present in person participated in the discussions.

CONDUCT OF POLL:

After the discussions, the polling process commenced. The Scrutinizer examined the Ballot Box kept at the meeting place & members noted that the box was empty and thereafter box was locked & sealed by the scrutinizer in the members' presence & the key kept with him.

The representative of the Scrutinizer issued the Ballot papers in form MGT-12 stating the business to be transacted at the AGM with his/her choice to vote for or against each business.

CONCLUSION:

Sufficient time was afforded to the members to vote and after all, the chairman declared the meeting as closed.

Pursuant to the provisions of Section 108, 109 and the relevant Rules thereon, all the aforesaid resolutions will be deemed to have been passed on 11th September, 2014 subject to the approval of the members with the requisite majority ascertained from the Scrutinizers' Report.

DATE: 11TH SEPTEMBER, 2014
PLACE: MUMBAI



CHAIRMAN



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