



Hindustan Hardy Spicer Limited

Regd. Office & Plant,
Plot No. C-12, M.I.D.C. Area, Ambad,
Nashik-422 010, Maharashtra, INDIA.

Tel : (0253) 2382018, 2382118,
2382318, 2382754

Tel/Fax : 91-0253-2382528

E-mail : hhardy_nsk@sanchamel.in

Website : <http://www.hhspl.com>

CIN : L29300MI11982PLC028498

website : www.hhsl.net

Dated: August 7, 2014

To,

Market Operation-DCS-CRD
BSE Ltd.
Phiroze Jeejeebhoy Tower,
Dalal Street,
MUMBAI - 400001

Scrp code: 505893

Sub.: PROCEEDINGS OF AGM HELD ON AUGUST 07, 2014.

Dear Sirs,

This is to inform you that the 32nd Annual General Meeting of the Company on August 07, 2014.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, the Company had provided electronic voting facility (e-Voting) to the Members entitled to cast their vote at the Annual General Meeting. The Company had also sent Physical Ballot papers to the shareholders who may not have access to electronic voting facility. The e-Voting process was carried out by the Company between 1st August 2014 to 3rd August 2014 with record date for determining shareholders being 30th June 2014. Similarly last date for receiving Physical Ballot papers by scrutinizer was also fixed as 3rd August 2014.

At the Annual General Meeting held today, the Chairman had ordered Poll to give an opportunity to the shareholders present at the Annual General Meeting and who have not voted by electronic process or by physical ballot paper to cast their vote in the Ballot Box kept here.

However no shareholders cast their votes on the poll conducted on any of the resolutions.

The following business was transacted at the AGM:

- (i) Adoption of Audited Balance Sheet as at 31st March, 2014 & the Statement of Profit & Loss for the year ended on that date together with the Auditors' and Directors' Reports thereon:



Mumbai Office : Chhannaray Building, Wing I, 5th Floor, Plot No. 80, Dr. Amra Bapat Road,
Worli, Mumbai - 400 018. Tel. No. 022 24834910 Fax No. 022 24834825.





Hindustan Hardy Spicer Limited

Regd. Office & Plant.
Plot No. C-12, M.I.D.C. Area, Ambad,
Nashik-422 010, Maharashtra, INDIA.

Tel : (0253) 2362016, 2362116,
2362316, 2362754
TeleFax : 91-0253-2362528
E-mail : hhardy_nsk@sancharnet.in
Website : <http://www.hhspl.com>
CIN : L29300MH11982PLC028498
website : www.hhspl.net

Resolution Required : Ordinary;
Mode of voting : Poll & e-Voting
Result: Resolution passed Unanimously

(ii) The dividend @ 30% was declared on 14,98,450 Equity Shares of Rs.10/- each for the financial year ended 31st March 2014

Resolution Required : Ordinary;
Mode of voting : Poll & e-Voting
Result: Resolution passed Unanimously

(iii) Reappointment of Mr. S. C. Saran (DIN 00032194) as Director of the Company

Resolution Required : Ordinary;
Mode of voting : Poll & e-Voting
Result: Resolution passed Unanimously

(iv) Reappointment of J. L. Bhatt & Co., Chartered Accountants, as the auditors of the Company

Resolution Required : Ordinary;
Mode of voting : Poll & e-Voting
Result: Resolution passed Unanimously

(v) Ratification of remuneration payable to M/s CY & Associates, Cost Accountants of the Company by shareholders

Resolution Required : Ordinary;
Mode of voting : Poll & e-Voting
Result: Resolution passed Unanimously

(vi) Appointment of Mr. Shiamak Marshall as Independent Director of the Company for a period of five years upto August 6, 2019.

Resolution Required : Ordinary;
Mode of voting : Poll & e-Voting
Result: Resolution passed Unanimously

(vii) Appointment of Mr. Jehangir H. C. Jehangir as Independent Director of the Company for a period of five years upto August 6, 2019.



Mumbai Office : Chhatrapati Building, Wing 1, 2nd Floor, Plot No. 80, Dr. Amle Bazar Road,
Ward, Mumbai - 400 018. Tel. No. 022 24634910 Fax No. 022 24634926.

Contd ... 3f





Hindustan Hardy Spicer Limited

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Plot No. C-12, M.I.D.C. Area, Ambad,
Nashik-422 010, Maharashtra, INDIA.

Tel : (0253) 2382018, 2382118,
2382318, 2382754

Tel/Fax : 91-0253-2382528

E-mail : hhardy_nsk@sancharnet.in

Website : <http://www.hspices.com>

CIN : L29300MH11982PLC028498

website : www.hbsl.net

Resolution Required : Ordinary;
Mode of voting : Poll & e-Voting
Result: Resolution passed Unanimously

(viii) Consent of the Company under Section 180(1)(c) of the Act to the Board of Directors to borrow upto Rs.100 crores (Rupees One Hundred crores).

Resolution Required : Special;
Mode of voting : Poll & e-Voting
Result: Resolution passed Unanimously

(ix) Consent of the Company under Section 180 (1) (a) of the Act to the Board of Directors to create charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings upto Rs. 100 Crores (Rupees One Hundred Crores).

Resolution Required : Special;
Mode of voting : Poll & e-Voting
Result: Resolution passed Unanimously

(x) Reappointment of Mr. A. R. Rajwade as Managing Director of the Company with effect from May 17, 2014 for a further period of two years.

Resolution Required : Special;
Mode of voting : Poll & e-Voting
Result: Resolution passed Unanimously

We are enclosing copies of the following Reports in respect of the evoting & poll conducted

1. Report of the Scrutinizer on e-voting conducted.
2. Report of the Scrutinizer on the poll conducted.

The report as required under clause 35A of the listing agreement is also attached.

Thanking You,

Yours faithfully
For HINDUSTAN HARDY SPICER LIMITED




A.R. RAJWADE
MANAGING DIRECTOR



Head Office : Chattermuni Building, Wing I, 1st Floor, Plot No. 80, Dr. Amle Bazaar Road,
Ward, Mumbai - 400 018. Tel. No. 022 24854916 Fax No. 022 24854825.



PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Hindustan Hardy Spicer Limited
Plot No. C-12, Area, Ambad
Nashik - 422010

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting.

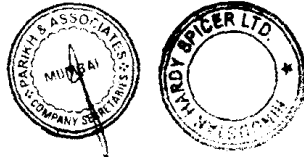
Ujjayanti N. Veda of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Hindustan Hardy Spicer Limited vide resolution dated May 19, 2014, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Thirty Second Annual General Meeting of the Company to be held on August 7, 2014.

The Notice dated May 19, 2014 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on August 7, 2014.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of June 30, 2014, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 10 in the Notice of the 32nd AGM of Hindustan Hardy Spicer Limited.

The voting period for e-voting commenced on Friday, August 01, 2014 at 09.00 a.m. and ended on Sunday, August 03, 2014 at 6:00 p.m. and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical ballot forms received upto August 03, 2014 were considered.



Continuation Sheet

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the ballot forms received respectively.

I now submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions.

I. Resolution No. 1 :-

Adoption of Audited Balance sheet and Statement of Profit and Loss for the year ended March 31, 2014 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted through electronic system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
7	600493	100

(ii) Voted against the resolution:

Number of members voted through electronic system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



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Continuation Sheet

II. Resolution No. 2 :-

Declaration of Dividend on Equity Shares for the financial year 2013-14

(i) Voted in favour of the resolution:

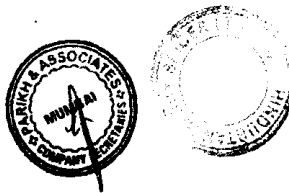
Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
7	600493	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



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Continuation Sheet

III. Resolution No. 3 :-

Appointment of a Director in place of Mr. S. C. Saran (DIN 00032194), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of cast(Shares)	Votes	% of total number of valid votes cast
7	600493		100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of cast(Shares)	Votes	% of total number of valid votes cast
0	0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



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Continuation Sheet

IV. Resolution No. 4 :-

Re-appointment of M/s. J. L. Bhatt & Co., Chartered Accountants (Firm Registration No. 101332W), Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic system and physical mode	Number of cast(Shares)	Votes	% of total number of valid votes cast
7		600493	100

(ii) Voted against the resolution:

Number of members voted through electronic system and physical mode	Number of cast(Shares)	Votes	% of total number of valid votes cast
0		0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



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Continuation Sheet

V. Resolution No. 5 :-

Ratification of remuneration payable to the Cost Auditor M/s. C Y & Associates, Cost Accountants, Mumbai, (ICWA Registration No. 00334).

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
7	600493	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



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Continuation Sheet

VI. Resolution No. 6 :-

Appointment of Mr. Shiamak Marshall (DIN 00085682) as an Independent Director of the Company pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ('Act') and the Rules framed thereunder with effect from August 7, 2014 up to August 6, 2019.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
7	600493	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



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Continuation Sheet

VII. Resolution No. 7 :-

Appointment of Mr. Jehangir H. C. Jehangir (DIN 00001451) as an Independent Director of the Company pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ('Act') and the Rules framed thereunder with effect from August 7, 2014 up to August 6, 2019.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
7	600493	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



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Continuation Sheet

VIII. Resolution No. 8 :-

Consent of the Company under Section 180(1)(c) of the Act to the Board of Directors to borrow upto Rs.100 crores (Rupees One Hundred crores).

(i) Voted in favour of the resolution:

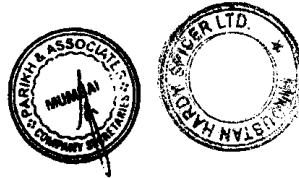
Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
7	600493	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



4

Continuation Sheet

IX. Resolution No. 9 :-

Consent of the Company under Section 180 (1) (a) of the Act to the Board of Directors to create charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings upto Rs. 100 Crores (Rupees One Hundred Crores).

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
7	600493	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



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Continuation Sheet

X. Resolution No. 10 :-

Re-appointment of Mr. A. R. Rajwade as Managing Director of the Company and payment of remuneration to him.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
7	600493	100

(ii) Voted against the resolution:


Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0

The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,


Ms. Jigyasa N. Ved
Parikh & Associates
Practising Company Secretary
FCS: 6488 CP: 6018
Place: Mumbai
Dated: August 05, 2014



For Hindustan Hardy Spicer Limited.


S. C. SARAIN
Chairman.

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

FORM NO. MGT-13

Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

The Chairman
Hindustan Hardy Spicer Limited
Plot No. C-12, Area, Ambad
Nashik - 422010

The Thirty Second Annual General Meeting of the Equity Shareholders of Hindustan Hardy Spicer Limited held on Thursday, August 7, 2014 at Plot No. C-12, M.I.D.C. Area, Ambad, Nashik - 422 010.

Dear Sir,

I, Ms. Jigyasa. N. Ved, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Thirty Second Annual General Meeting of the Shareholders of Hindustan Hardy Spicer Limited, held on Friday, Thursday, August 7, 2014 at Plot No. C-12, M.I.D.C. Area, Ambad, Nashik - 422 010, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. None of the members participated in poll on any of the resolutions
3. The result of the Poll is as under:



RESOLUTION NO. 1 (ORDINARY RESOLUTION):

Adoption of Audited Balance sheet and Statement of Profit and Loss for the year ended March 31, 2014 together with the Reports of the Board of Directors and the Auditors thereon..

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



RESOLUTION NO. 2 (ORDINARY RESOLUTION):

Declaration of Dividend on Equity Shares for the financial year 2013-14.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



A handwritten signature in black ink, consisting of a stylized, cursive letter 'S'.

Continuation Sheet

RESOLUTION NO. 3 (ORDINARY RESOLUTION):

Appointment of a Director in place of Mr. S. C. Saran (DIN 00032194), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



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Continuation Sheet

RESOLUTION NO. 4 (ORDINARY RESOLUTION):

Re-appointment of M/s. J. L. Bhatt & Co., Chartered Accountants (Firm Registration No. 101332W),
Statutory Auditors of the Company.

(i) Voted in favour of the resolution: -

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



A handwritten signature consisting of a stylized, cursive scribble.

RESOLUTION 5 (ORDINARY RESOLUTION):

Ratification of remuneration payable to the Cost Auditor M/s. C Y & Associates, Cost Accountants, Mumbai, (ICWA Registration No. 00334).

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



Handwritten scribble

RESOLUTION NO. 6 (ORDINARY RESOLUTION):

Appointment of Mr. Shiamak Marshall (DIN 00085682) as an Independent Director of the Company pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ('Act') and the Rules framed thereunder with effect from August 7, 2014 up to August 6, 2019.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



3

RESOLUTION NO. 7 (ORDINARY RESOLUTION):

Appointment of Mr. Jehangir H. C. Jehangir (DIN 00001451) as an Independent Director of the Company pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ('Act') and the Rules framed thereunder with effect from August 7, 2014 up to August 6, 2019.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



[Handwritten signature]

RESOLUTION NO. 8 (SPECIAL RESOLUTION):

Consent of the Company under Section 180(1)(c) of the Act to the Board of Directors to borrow upto Rs.100 crores (Rupees One Hundred crores).

(i) Voted in favour of the resolution:

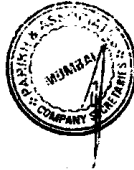
Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



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RESOLUTION NO. 9 (SPECIAL RESOLUTION):

Consent of the Company under Section 180 (1) (a) of the Act to the Board of Directors to create charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings upto Rs. 100 Crores (Rupees One Hundred Crores).

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



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RESOLUTION NO. 10 (SPECIAL RESOLUTION):

Re-appointment of Mr. A. R. Rajwade as Managing Director of the Company and payment of remuneration to him.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil

Thanking you,

Yours faithfully,


Scrutinizer



Name : Ms. Jigyasa N. Ved

Parikh & Associates

Practising Company Secretary

FCS: 6488 CPNo.:6018

Place: Mumbai

Dated: August 7, 2014

For Hindustan Hardy Spicer Limited.


S. C. SARAN
Chairman.

HINDUSTAN HARDY SPICER LIMITED(L29300MH1982PLC028498)							
Clause 35A							
Total number of shareholders on record date: 4166							
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: 3 in person and 1 authorised representative Public: 13 in person							
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: N.A. Public: N. A.							
Resolution 1							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	992394	599993	60.46	599993	0	100.00	0.00
Public – Institutional holders	28368	0	0.00	0	0	0.00	0.00
Public-Others	477688	500	0.10	500	0	100.00	0.00
Total	1498450	600493	40.07	600493	0	100.00	0.00

HINDUSTAN HARDY SPICER LIMITED(L29300MH1982PLC028498)							
Clause 35A							
Resolution 2							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	992394	599993	60.46	599993	0	100.00	0.00
Public – Institutional holders	28368	0	0.00	0	0	0.00	0.00
Public-Others	477688	500	0.10	500	0	100.00	0.00
Total	1498450	600493	40.07	600493	0	100.00	0.00

HINDUSTAN HARDY SPICER LIMITED(L29300MH1982PLC028498)							
Clause 35A							
Resolution 3							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	992394	599993	60.46	599993	0	100.00	0.00
Public – Institutional holders	28368	0	0.00	0	0	0.00	0.00
Public-Others	477688	500	0.10	500	0	100.00	0.00
Total	1498450	600493	40.07	600493	0	100.00	0.00



HINDUSTAN HARDY SPICER LIMITED(L29300MH1982PLC028498)							
Clause 35A							
Resolution 4							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	992394	599993	60.46	599993	0	100.00	0.00
Public - Institutional holders	28368	0	0.00	0	0	0.00	0.00
Public-Others	477688	500	0.10	500	0	100.00	0.00
Total	1498450	600493	40.07	600493	0	100.00	0.00

HINDUSTAN HARDY SPICER LIMITED(L29300MH1982PLC028498)							
Clause 35A							
Resolution 5							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	992394	599993	60.46	599993	0	100.00	0.00
Public - Institutional holders	28368	0	0.00	0	0	0.00	0.00
Public-Others	477688	500	0.10	500	0	100.00	0.00
Total	1498450	600493	40.07	600493	0	100.00	0.00

HINDUSTAN HARDY SPICER LIMITED(L29300MH1982PLC028498)							
Clause 35A							
Resolution 6							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	992394	599993	60.46	599993	0	100.00	0.00
Public - Institutional holders	28368	0	0.00	0	0	0.00	0.00
Public-Others	477688	500	0.10	500	0	100.00	0.00
Total	1498450	600493	40.07	600493	0	100.00	0.00

HINDUSTAN HARDY SPICER LIMITED(L29300MH1982PLC028498)							
Clause 35A							
Resolution 7							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	992394	599993	60.46	599993	0	100.00	0.00
Public - Institutional holders	28368	0	0.00	0	0	0.00	0.00
Public-Others	477688	500	0.10	500	0	100.00	0.00
Total	1498450	600493	40.07	600493	0	100.00	0.00

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HINDUSTAN HARDY SPICER LIMITED(L29300MH1982PLC028498)							
Clause 35A							
Resolution 8							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	992394	599993	60.46	599993	0	100.00	0.00
Public – Institutional holders	28368	0	0.00	0	0	0.00	0.00
Public-Others	477688	500	0.10	500	0	100.00	0.00
Total	1498450	600493	40.07	600493	0	100.00	0.00

HINDUSTAN HARDY SPICER LIMITED(L29300MH1982PLC028498)							
Clause 35A							
Resolution 9							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	992394	599993	60.46	599993	0	100.00	0.00
Public – Institutional holders	28368	0	0.00	0	0	0.00	0.00
Public-Others	477688	500	0.10	500	0	100.00	0.00
Total	1498450	600493	40.07	600493	0	100.00	0.00

HINDUSTAN HARDY SPICER LIMITED(L29300MH1982PLC028498)							
Clause 35A							
Resolution 10							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	992394	599993	60.46	599993	0	100.00	0.00
Public – Institutional holders	28368	0	0.00	0	0	0.00	0.00
Public-Others	477688	500	0.10	500	0	100.00	0.00
Total	1498450	600493	40.07	600493	0	100.00	0.00

