

November 20, 2020

The Bombay Stock Exchange Limited
Corporate Relationship Department
01st Floor, New Trading Ring,
Rotunda Building
P. J. Towers, Dalal Street,
Mumbai – 400 001

Reg: Stock Code - 524080

Dear Sir,

Sub: 35th Annual General Meeting – Voting Results and Scrutinizer's Report as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results of the resolutions passed at the 35th Annual General Meeting of the Company held on Friday, the 20th day of November 2020 at 11.30 a.m. at the Registered Office of the Company at 72-77, HSIIDC Industrial Estate, Hansi Road, Jind – 126102.

Further we are also enclosing the consolidated Scrutinizer Report on E-voting and poll process.

Thanking you,

Yours faithfully,

For **Haryana Leather Chemicals Limited**



SILU NANDA
Company Secretary
M. No. A12872





FORM No. MGT-13

Report of Scrutinizer

Postal Ballot

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015]

To,

The Chairman

35th Annual General Meeting of the Equity Shareholders of

M/s Haryana Leather Chemicals Limited held on Friday, the 20th day of November, 2020 at 11.30 a.m. at the Registered Office of the Company at 72-77, HSIDC Industrial Estate, Hansi Road, Jind – 126102

Dear Sir,

I, Manoj Gupta, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 35th Annual General Meeting of the Equity Shareholders of M/s Haryana Leather Chemicals Limited ("the Company"), held on Friday, the 20th day of November, 2020 at 11.30 a.m. at the Registered Office of the Company at 72-77, HSIDC Industrial Estate, Hansi Road, Jind – 126102, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.

2. After the polling the locked ballot box was subsequently opened in my presence and in the presence of two persons at the venue of the AGM who were not in the employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the



records maintained by the Company and the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the poll by postal ballot is as under:

ORDINARY BUSINESS

(A) As an Ordinary Resolution- Item No. 1

“Resolved that the Audited Financial Statement of the Company for the year ended March 31, 2020 including Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and Cash flow statement for the year ended March 31, 2020 together with the reports of the Board of Directors and the Auditors of the Company thereon, as circulated to the members and presented to the meeting be are hereby adopted.”

Particulars	Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	15	914386	100
(ii) Voted against the resolution	NIL	NIL	
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them	
(iii) Invalid Votes	NIL	NIL	



(B) As an Ordinary Resolution- Item No. 2

“Resolved that pursuant to section 152 of the Companies Act, 2013, Mrs. Sippy Jain (DIN: 03189151), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company.”

Particulars	Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	15	914386	100
(ii) Voted against the resolution	NIL	NIL	
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them	
(iii) Invalid Votes	NIL	NIL	

(C) As an Ordinary Resolution- Item No. 3

“Resolved that, pursuant to Section 139 of the Companies Act, 2013 and other applicable provisions, if any of the Companies Act, 2013 (the Act) and the Companies (Audit & Auditors) Rule, 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to recommendation of Audit Committee of the Board approves the appointment of M/s. AKR & Associates, Chartered Accountants (Firm Registration No. 021179N) as auditors of the Company subject to approval of shareholder at the AGM and the Auditors appointed shall be eligible to reimbursement of travelling and other out-of-pocket expenses actually incurred by them in connection with the audit of the accounts of the Company.”

(C) As an Ordinary Resolution-

“Resolved that, pursuant to Section 139 of the Companies Act, 2013 and other applicable provisions, if any of the Companies Act, 2013 (the Act) and the Companies (Audit & Auditors) Rule, 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to recommendation of Audit Committee of the Board approves the appointment of M/s. AKR & Associates, Chartered Accountants (Firm Registration No. 021179N) as auditors of the Company subject to approval of shareholder at the AGM and the Auditors appointed shall be eligible to reimbursement of travelling and other out-of-pocket expenses actually incurred by them in connection with the audit of the accounts of the Company.”



Particulars	Number of Members Present and Voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	15	914386	100
(ii) Voted against the resolution	NIL	NIL	
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them	
(iii) Invalid Votes	NIL	NIL	

(iii) Invalid Votes	NIL	NIL	
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5. The list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is NIL.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours Faithfully

For Manoj Gupta & Associates

Company Secretaries

Manoj Gupta
27/11/2020
Company Secretary

Manoj Gupta

M. No. FCS-6192

Thanking you,

Yours Faithfully

C.P. No. 3692

Dated :20.11.2020

Place : Delhi

UDIN: F006192B001277682



C.P. No. 3692

Date :20.11.2020

Place : Delhi

UDIN: F006192B001277682



SCRUTINIZER'S REPORT

[E-VOTING]

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Chairman

35th Annual General Meeting of the Equity Shareholders of M/s Haryana Leather Chemicals Limited held on Friday the 20th day of November, 2020 at 11.30 a.m. at the Registered Office of the Company at 72-77, HSIDC Industrial Estate, Hansi Road, Jind – 126102

Dear Sir,

I, Manoj Gupta, Proprietor of M/s Manoj Gupta & Associates, Practicing Company Secretary having office at C-6/65-B, Keshav Puram, Delhi-110035 was appointed as Scrutinizer of M/s Haryana Leather Chemicals Limited ["the Company"] for the purpose of the Scrutinizing the e-voting process in a fair and transparent manner and also for ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the 35th Annual General Meeting of the Shareholders of the Company to be held on Friday the 20th day of November, 2020 at 11.30 a.m. at the Registered Office of the Company at 72-77, HSIDC Industrial Estate, Hansi Road, Jind – 126102



I submit my report as under:

1. The e-Voting period remained open from Tuesday November 17, 2020 (10:00 A.M.) and ends on Thursday November 19, 2020 (05:00 P.M.).
2. The Shareholders holding shares as on the "cut-off date" i.e. the 12th day of November, 2020 were entitled to vote on the proposed 3 (Three) Resolutions as mentioned in the Notice of the 35th Annual General Meeting of M/s Haryana Leather Chemicals Limited (Item No. 1 to 3 of the Notice of the 35th AGM of M/s Haryana Leather Chemicals Limited).
3. The votes were unblocked by me in the presence of 2 witnesses, who were not in the employment of the Company.
4. Thereafter the details containing inter-alia, list of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website <https://www.evoting.nsdl.com/>
5. The result of the E-voting is as under:

ORDINARY BUSINESS

RESOLUTION 1: Ordinary Resolution

"Resolved that the Audited Financial Statement of the Company for the year ended March 31, 2020 including Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and Cash flow statement for the year ended March 31, 2020 together with the reports of the Board of Directors and the Auditors of the Company thereon, as circulated to the members and presented to the meeting be are hereby adopted."

Total e-voting Ballot received:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
15	7765	0.158

- (i) Voted in favour of the Resolution:



Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
13	585	0.012

(ii) Voted against the resolution:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
2	7180	0.146

(iii) Invalid/ Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution 2: Ordinary Resolution

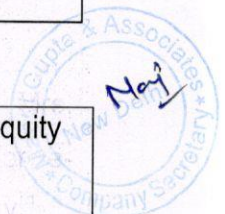
"Resolved that pursuant to section 152 of the Companies Act, 2013, Mrs. Sippy Jain (DIN: 03189151), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company."

Total e-voting Ballot received:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
15	7765	0.158

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
13	585	0.012



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(ii) Voted against the resolution:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
2	7180	0.146

(iii) Invalid/ Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution 3: Ordinary Resolution

“Resolved that, pursuant to Section 139 of the Companies Act, 2013 and other applicable provisions, if any of the Companies Act, 2013 (the Act) and the Companies (Audit & Auditors Rule, 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to recommendation of Audit Committee of the Board approves the appointment of M/s. AKR & Associates, Chartered Accountants (Firm Registration No. 021179N) as auditors of the Company subject to approval of shareholder at the AGM and the Auditors appointed shall be eligible to reimbursement of travelling and other out-of-pocket expenses actually incurred by them in connection with the audit of the accounts of the Company.”

Total e-voting Ballot received:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
15	7765	0.158

(i) Voted in favour of the Resolution:



Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
13	585	0.012

(ii) Voted against the resolution:

Number of members voted through electronic voting system	No. of Shares	% of total paid equity capital
2	7180	0.146

(iii) Invalid/ Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

The Register, all other papers and relevant records relating to electronic voting shall remain in my 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 Sincerely,

For Manoj Gupta & Associates
Company Secretaries


Manoj Gupta

Prop.

CP No.3692

Date: 20.11.2020

Place: Delhi

UDIN: F006192B001277682



Consolidated Scrutinizer's Report

(Pursuant to Section 108 and 109 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2015, Rule 21 of the Companies (Management and Administration) Rules, 2014 Regulation 44 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015) in respect of Remote E-voting and Voting conducted through ballot paper at the AGM venue

To,

The Chairman
35TH Annual General Meeting of the Members of
M/s Haryana Leather Chemicals Limited
CIN: L74999HR1985PLC019905
72-77, HSIDC Industrial Estate,
Hansi Road, Jind – 126 102 (Hr.)

Dear Sir,

I, Manoj Gupta, Proprietor of M/s Manoj Gupta & Associates, Practicing Company Secretary having office at C-6/65-B, Keshav Puram, Delhi-110035 was appointed as Scrutinizer by the Board of Directors of M/s Haryana Leather Chemicals Limited ("the Company") to conduct the remote-e voting process and the Poll (in respect of facility for voting through ballot papers for those Members who had not cast their votes by remote e-voting) at the 35TH Annual General Meeting (AGM) of the Company held on Friday, the 20th day of November, 2020 at 11.30 A.M. at 72-77, HSIDC Industrial Estate, Hansi Road, Jind – 126 102 (Hr.) in respect of the resolutions transacted at the said AGM, do hereby submit my report as follows:



I hereby submit my report as under:

1. The Company has appointed M/s RCMC Share Registry Private Limited ("RCMC"), the Registrar and Transfer Agent (RTA) of the Company, to provide and facilitate remote e-voting process to its members to cast their votes through a secured electronic mode on the resolutions to be transacted at the said AGM.
2. The Company has also provided the facility of voting through Ballot Paper at the venue of the AGM to those members who were present at the meeting, but have not cast their vote by remote e-voting facility.
3. The remote e-voting period remained open from Tuesday November 17, 2020 (10:00 A.M.) and ends on Thursday November 19, 2020 (05:00 P.M.).
4. The Members holding equity shares as on the "cut-off date" i.e. the 12th day of November, 2020 were entitled to vote on the Resolutions at Item No. 1 to 3 as set out in the Notice of the 35th AGM of the Company.
5. At the 35th AGM, after the declaration of Poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
6. After closure of the voting the locked ballot box was subsequently opened in my presence and in the presence of two persons at the venue of the AGM who were not in the employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by RCMC, the RTA of the Company and also with the authorization/proxies lodged with the Company.
7. After conclusion of the poll at the AGM venue, the votes cast through remote e-voting were unblocked by me in the presence of two persons at the venue of the AGM who were not in the employment of the Company.
8. Based on the reports generated from NSDL e-voting system in respect of votes cast through remote e-voting and the votes cast by the members (including proxies) through ballot papers at the AGM, the consolidated results of voting on all items of



the business transacted at the 35thAGM held on 20thNovember, 2020 are given in the **Annexure - I** enclosed herewith, forming part of this Report.

All the resolutions contained in the Notice of 35thAGM of the Company have been passed with requisite majority.

The Registers recording the assent or dissent in respect of votes cast by the members of the Company by way of ballot papers at the AGM and through remote e-voting and other relevant detail received from RCMCare under my custody and shall be handed over to the Company Secretary after the Chairman approves and signs the minutes of the AGM.

For Manoj Gupta & Associates
Company Secretaries


Manoj Gupta

Prop.

CP No.3692

Date : .20.11.2020

Place : Delhi

UDIN: F006192B001277682

For Manoj Gupta & Associates
Company Secretaries

Manoj Gupta
Prop.
CP No. 3692

Date : 20.11.2020

Place : Delhi

UDIN : F006192B001277682

Haryana Leather Chemicals Limited
CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING AND VOTING THROUGH BALLOT PAPERS
AT THE 35th ANNUAL GENERAL MEETING HELD ON 20th NOVEMBER, 2020

Ordinary Business:**Resolution No.1: Ordinary Resolution**

To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March 2020 and the Statement of Profit & Loss Account for the Year ended as on that date together with the Reports of Auditors and Directors thereon.

Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results (Total)		%age of total valid votes	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	13	585	15	914386	28	914971	100.00	Nil	Nil
Voted against the resolution	2	7180	0	0	2	7180	0.00		
Total	15	7765	15	914386	30	922151	100.00		

Resolution No.2: Ordinary Resolution

To consider appointing a Director in place of Mrs. Sippy Jain (DIN: 03189151), who retires by rotation and being eligible offers herself for re-appointment.

Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results		%age of total valid votes cast	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	13	585	15	914386	28	914971	100.00	Nil	Nil
Voted against the resolution	2	7180	0	0	2	7180	0.00		



Total	15	7765	15	914386	30	922151	100.00
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Resolution No.3: Ordinary Resolution

The appointment of statutory auditors M/s AKR & Associates, Chartered Accountants, who hold office from the conclusion of the Thirty Second General Meeting until the conclusion of the Thirty Fifth General Meeting to be held in Financial Year 2020, is to be appointed at AGM in accordance with Section 139 & 142 of the Companies Act, 2013.

Particulars	Remote E-Voting		Voting through Ballot Paper		Consolidated Voting Results		%age of total valid votes cast	Abstain / Invalid Votes	
	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast	Number of members voted	No. of valid votes cast		No. of Members	No. of Abstain/Invalid Votes
Voted in favour of the resolution	13	585	15	914386	28	914971	100.00	Nil	Nil
Voted against the resolution	2	7180	0	0	2	7180	0.00		
Total	15	7765	15	914386	30	922151	100.00		

- Note:**
1. This is the Annexure I referred to in Consolidated Scrutinizer's Report dated 20th November, 2020 and forming part of that Report.
 2. Nil member in the category of Remote E-voting abstained from voting in respect of Resolutions.
 3. There was only NIL ballot paper, which was incomplete and hence treated as invalid.

