



April 01, 2024

The General Manager,  
Department of Corporate Services – Listing,  
BSE Limited,  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001

Dear Sirs,

**SCRIP CODE: 509895**

**Sub.: Scrutinizers' Report and Voting Results for the Postal Ballot through e-voting process**

**Ref.: Submission of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is with reference to the earlier communication dated February 28, 2024 regarding Postal Ballot Notice seeking approval of the Members of the Company for the reappointment of Mr. Abhimanyu J. Thackersey as the Whole-time Director Designated as the Executive Director and payment of remuneration thereof, by means of Postal Ballot (through remote evoting only).

We wish to inform that the resolutions set out in the Postal Ballot Notice dated February 14, 2024 have been passed with requisite majority.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Voting Results of the said Postal Ballot e-voting process along with a copy of the Scrutinizer's Report which would also be available on the website of the Company at <https://www.hindoostan.com/>

Kindly take the same on record and acknowledge the receipt.  
For **HINDOOSTAN MILLS LIMITED**,

**KAUSHIK KAPASI**  
**Company Secretary & Compliance Officer**  
**FCS1479**



**SCRUTINIZER'S REPORT ON POSTAL BALLOT PROCESS**  
**(THROUGH REMOTE E-VOTING)**

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and Rule 20 and  
Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman

**Hindoostan Mills Limited**

Shivsagar Estate "D" Block, 8<sup>th</sup> floor,

Dr. Annie Besant Road, Worli,

Mumbai 400018

**Scrutinizer's Report on Postal Ballot through E-Voting Process conducted by Hindoostan Mills Limited ("the Company") pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with the Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014**

1. I Narayan Parekh, Partner, M/s PRS Associates, Thane, Practicing Company Secretaries (Membership No: A 8059) having office at 309, 3<sup>rd</sup> Floor, Omega Business Park, Opp. Kamgar Hospital, Wagle Estate, Thane (W) - 400604, have been appointed as a Scrutinizer of Hindoostan Mills Limited ("the Company") for the purpose of scrutinizing the Postal ballot voting which was conducted by way of remote E-Voting mode in respect of the passing of the resolution contained in the Postal Ballot Notice of the Company dated 14<sup>th</sup> February, 2024 in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) for the Postal Ballot conducted pursuant to Section 110 of the Companies Act, 2013



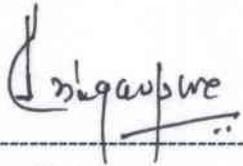
read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and pursuant to the guidelines and notification issued by the Ministry of Corporate Affairs, Government of India (the 'MCA') vide its General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 and the latest one being General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 (the "MCA Circulars") and as per the Securities and Exchange Board of India ("LODR") Regulations, 2015 as amended (SEBI Listing Regulations) on the resolution as set out in the Notice of Postal Ballot.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with its relevant Rules made thereunder including circulars issued by the MCA, and Securities and Exchange Board of India ("LODR") Regulations, 2015 (Listing Regulations) and **Secretarial Standards - II** (General Meeting) relating to Postal Ballot Process conducted through remote e-voting related to e-voting on the resolution contained in the Notice of Postal Ballot dated 14<sup>th</sup> February, 2024.
3. My responsibility as a Scrutinizer for the remote e-voting process is only restricted to make a Scrutinizer's Report of the votes casted in "favour" or "against" the resolution as stated below, based on the Report generated from the e-voting system/website provided by National Securities Depository Limited ("NSDL"), the Authorized Agency engaged by the Company to provide e-voting facilities, service provider.
4. I submit my report as under:
  - a) The Postal Ballot Notice has been sent electronically on Wednesday, 28<sup>th</sup> February, 2024 to all equity shareholders of the Company whose e-mail addresses are registered with the Company / Registrar and Share Transfer Agent ("RTA") / Depository Participants ("DP") and whose names appear on the Register of Members/List of Beneficial Owners as received from the M/s Computech Sharecap Limited, the Company's RTA as on **Friday, 23<sup>rd</sup> February, 2024 ("Cut-off Date")**. No physical copy of the Notice, Postal Ballot Form and pre paid business reply envelope was dispatched to the Members. Members are requested to provide their assent or dissent through e-voting only
  - b) In terms of the provisions of sub rule 3, of Rule 22 of Companies (Management & Administration) Rules, 2014, the Company had published advertisement of the information about completion of dispatch of the Postal Ballot Notice, date of commencement and end of



voting and other required information was also intimated to the shareholders by way of publication of advertisement on 29<sup>th</sup> February, 2024 in the newspapers i.e. Free Press Journal - in English language and Navshakti - in Marathi language.

- c) The E-voting period commenced on **Friday, 1<sup>st</sup> March, 2024 at 9.00 a.m. (IST)** and end on **Saturday, 30<sup>th</sup> March, 2024 at 5.00 p.m. (IST)**, thereafter the remote e-voting module were disabled and blocked by the NSDL.
- d) The company hosted the notice of Postal Ballot on its website, website of the agency providing the platform for remote e-voting i.e. NSDL and also intimated the same to BSE Limited.
- e) Computech Sharecap Limited, your Registrar and Share Transfer Agents ("RTA") provided the details of the members who held shares as on the cut-off date and accordingly were eligible to participate in the Postal Ballot.
- f) The shareholders holding shares as on Cut-off dated i.e. 23<sup>rd</sup> February, 2024 were entitled to vote on the proposed resolution as set out in the Notice of the Postal Ballot of the Company.
- g) I have monitored the process of electronic voting through the scrutinizer's secured link provided by the NSDL on their designated website.
- h) The votes were unblocked on Saturday, the 30<sup>th</sup> March, 2024 at 5.19 p.m. in the presence of two witnesses Mr. Sanjay Shringarpure and Ms. Raksha Shetty, who are not in the employment of the Company and obtained the remote e-voting report from remote e-voting website of NSDL.



Sanjay Shringarpure



Raksha Shetty

- i) Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "FOR" and "AGAINST", on the resolutions, were generated on the e-voting website of National Securities Depository Limited i.e. <http://www.evotingnsdl.com>.
- j) The votes cast through remote e-voting were scrutinized by me on the basis of report generated on the website of NSDL and the list of members and their holding provided by the RTA as on the cut-off date.



5. The **result** of the Postal Ballot Process (e-voting) is as under:

Total number of shareholders as on the Record Date: - 5465

Total number of members cast their votes: - 60

**SPECIAL BUSINESS:**

**Item No. 1: Approval for "re-appointment of Mr. Abhimanyu J. Thackersey (DIN 00349682) as the Executive director and payment of remuneration"**

Voted "in favour" of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
58	11,60,403	99.98

Voted "against" the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	236	0.02

"Invalid" votes:

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

6. We report that the Special Resolution as set out in the Notice of Postal Ballot dated 14<sup>th</sup> February, 2024 issued under Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014 have been passed with requisite majority.



7. The electronic data and all other relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Postal Ballot and the same will be handed over to the Company Secretary of the Company for safe keeping.
8. The resolution specified in the Notice is deemed to be passed on the last of the remote E-Voting i.e., Saturday the 30<sup>th</sup> March, 2024.

Thanking You.

Yours faithfully,

**PRS Associates**  
**Company Secretaries**

*Narayan Parekh*

**Narayan Parekh**

**Partner**

**Membership No.: ACS 8059**

**C. P. No.: 6448**

**UDIN: A008059F000001580**

Place: Thane

Dated: 1<sup>st</sup> April, 2024



**Counter Signed by**

**Kaushik Kapasi**  
**Company Secretary and Head - Legal**

<b>General information about company</b>	
Scrip code	509895
NSE Symbol	
MSEI Symbol	
ISIN	INE832D01020
Name of the company	HINDOOSTAN MILLS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-03-2024
Start time of the meeting	
End time of the meeting	

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	MR. NARAYAN PAREKH
Firms Name	PRS ASSOCIATES
Qualification	CS
Membership Number	8059
Date of Board Meeting in which appointed	14-02-2024
Date of Issuance of Report to the company	01-04-2024

<b>Voting results</b>	
Record date	23-02-2024
Total number of shareholders on record date	5465
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

<b>Resolution(1)</b>	
Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No

Description of resolution considered				Approval for “re-appointment of Mr. Abhimanyu J. Thackersey (DIN 00349682) as the Executive director and payment of remuneration”				
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
Promoter and Promoter Group	E-Voting	1006697	1001057	99.4398	1001057	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1006697	1001057	99.4398	1001057	0	100	0
Public- Institutions	E-Voting	1970	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1970	0	0	0	0	0	0
Public- Non Institutions	E-Voting	655881	159582	24.3309	159346	236	99.8521	0.1479
	Poll							
	Postal Ballot (if applicable)							
	Total	655881	159582	24.3309	159346	236	99.8521	0.1479

Total	1664548	1160639	69.727	1160403	236	99.9797	0.0203
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	