

HB STOCKHOLDINGS LTD.

Regd. Office : Plot No. 31, Echelon Institutional Area, Sector - 32, Gurugram -122001 (Haryana)
Ph.:0124-4675500, Fax:0124-4370985, E-mail:corporate@hbstockholdings.com
Website : www.hbstockholdings.com, CIN : L65929HR1985PLC033936

11th March, 2024

The Listing Department BSE Limited, Pheroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 Scrip Code: 532216	The Vice President National Stock Exchange of India Limited, Exchange Plaza Bandra Kurla Complex, Bandra (East) Mumbai – 400 051 Symbol: HBSL
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Sub: - Submission of Proceedings along with Voting Results and Scrutinizer's Report for the Extraordinary General Meeting (EGM) of the Company held on 11th March, 2024 pursuant to Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

We wish to inform you that an Extraordinary General Meeting ("EGM") of the Company was held today i.e. Monday, 11th March, 2024 at 03:00 P.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') in accordance with the applicable provisions of the Companies Act, 2013 and Circular(s) issued by the Ministry of Corporate Affairs & Securities and Exchange Board of India to transact the business as stated in the Notice of EGM dated 15th February, 2024.

The Board of Directors had appointed Mrs. Jaya Yadav, Company Secretary in Practice, C/o Jaya Yadav & Associates as the Scrutinizer for the remote e-voting process and e-voting at the AGM.

As per the Consolidated Report of the Scrutinizer, the resolution placed at the Extraordinary General Meeting of the Company held on 11th March, 2024 has been passed with the requisite majority.

In this regard, please find enclosed the following:

- 1) Proceedings of the EGM of the Company as required under Regulation 30 of Para A of Schedule-III SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as '**Annexure - I**'.
- 2) Voting Results of the business transacted at the EGM as required under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as '**Annexure - II**'.
- 3) Consolidated Scrutinizer's Report dated 11th March 2024 for votes casted through Remote e-voting and e-voting at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as '**Annexure - III**'.

The Voting Results along with Scrutinizer's Report are also available on the Company's website, <http://www.hbstockholdings.com> and on the website of National Securities Depository Limited (NSDL), <https://www.evoting.nsdl.com>

This is for your information and records.

Thanking you,

Yours faithfully,
For HB STOCKHOLDINGS LIMITED


REEMA MIGLANI
(Company Secretary & Compliance Officer)

Encl: As Above



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Annexure - I

Summary of Proceedings of Extraordinary General Meeting

The Extraordinary General Meeting (EGM) of the Company was held on 11th March, 2024 at 03:00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without the physical presence of the members at a common venue in terms of Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No. 22/2020 dated 15th June, 2020, Circular No. 33/2020 dated 28th September, 2020, Circular No. 39/2020 dated 31st December, 2020, Circular No. 10/2021 dated 23rd June, 2021, Circular No. 20/2021 dated 8th December, 2021, Circular No. 03/2022 dated 5th May, 2022, Circular No. 11/2022 dated 28th December, 2022 and Circular No. 09/2023 dated 25th September, 2023 and other applicable Circulars issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars")

The Company Secretary welcomed the members present at the Extraordinary General Meeting of the Company.

Mr. Lalit Bhasin (DIN: 00002114), Director (Chairman) took the Chair. The requisite quorum being present, the Chairman welcomed the shareholders and called the meeting to order and authorized the Company Secretary to carry out the proceedings of the meeting.

After that, the Company Secretary introduced all the Directors, who attended the meeting through their respective locations. The Chairman of the Audit Committee, Nomination & Remuneration Committee and the Stakeholders Relationship Committee along with Secretarial Auditor and the Scrutinizer were also present during the meeting.

The Company Secretary informed that in compliance with MCA and SEBI Circulars, Notice of the Extraordinary General Meeting was sent in electronic mode to Members whose e-mail addresses are registered with the Company or the Depository Participant(s). Accordingly, the Notice of EGM was taken as read.

All documents referred to in the Notice of the meeting were available for inspection in electronic mode, from the date of circulation of the Notice upto the date of the meeting. The same has also been made available for inspection by the members in electronic mode at National Securities Depository Limited ("NSDL") e-voting system during the EGM.

Pursuant to MCA and SEBI Circulars read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company engaged the services of NSDL to provide facility to the members to attend the meeting through VC/ OAVM and to exercise their vote electronically through Remote e-voting and e-voting at the EGM in respect of all the business set forth in the Notice of EGM. The remote e-voting period commenced on **Friday, 08th March, 2024 (09.00 A.M) and ended on Sunday, 10th March, 2024 (05.00 P.M).**

Members who were present in the EGM through VC/OAVM facility and had not casted their vote through remote e-voting were provided an opportunity to cast their votes electronically at the EGM through the NSDL platform.

Mrs. Jaya Yadav, Company Secretary in Whole-time Practice (Membership No.: F10822, C.P. No.: 12070) was appointed as the Scrutinizer(s) for scrutinizing the voting process in a fair and transparent manner.



The following item of business was transacted at the meeting:

Special Business:

1. To approve Material Related Party Transaction with HB Estate Developers Limited, a Related Party of the Company. – **ORDINARY RESOLUTION**

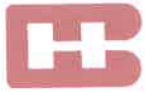
The Company Secretary then requested the moderator to invite the speakers, who had already registered their names to express their views, give suggestions and had queries related to the business transacted at this meeting. Mr. Anil Goyal, Director of the Company responded to the questions raised by the members adequately. The queries received in the chat box and through e-mail were also responded by him suitably.

It was further informed that the Company shall submit details regarding the voting results to the Stock Exchange(s), BSE Limited and National Stock Exchange of India Limited, within stipulated time. The results declared along with the Scrutinizer's Report(s) shall also be placed on the website of the Company and on the website of NSDL immediately after the declaration of results.

The meeting was concluded with a formal vote of thanks to the Chairman, Directors, Members and Invitees of the Company for attending the EGM of the Company. The e-voting facility was kept open for the next 15 minutes to enable the members to cast their votes.

The meeting concluded at 03:26 P.M.





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Annexure – II

Details of Voting Results of the EGM pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM / EGM	11 th March, 2024
Total number of Shareholders on record date:	36,228
No. of Shareholders present in the meeting either in person or through proxy: - Promoters & Promoter Group: - Public:	NA NA
No. of Shareholders attended the meeting through Video Conferencing (VC) / Other Audio Visual Means (OAVM): - Promoters & Promoter Group: - Public:	3 77



HB STOCKHOLDINGS LIMITED

VOTING RESULTS OF EGM HELD ON 11TH MARCH, 2024

Agenda Item No. 1					To approve Material Related Party Transaction with HB Estate Developers Limited, a Related Party of the Company			
Resolution required (Ordinary / Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares $3 = \frac{(2)}{(1)} * 100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $6 = \frac{(4)}{(2)} * 100$	% of Votes against on votes polled $7 = \frac{(5)}{(2)} * 100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	Remote E-Voting	3798335	0	0.00	0	0	0.00	0.00
	E-Voting at EGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3798335	0	0.00	0	0	0.00
Public-Institutions	Remote E-Voting	728	0	0.00	0	0	0.00	0.00
	E-Voting at EGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		728	0	0.00	0	0	0.00
Public-Non-Institutions	Remote E-Voting	3338602	146251	4.38	11190	35061	76.03	23.97
	E-Voting at EGM		797	0.02	797	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3338602	147048	4.40	111987	35061	76.16
Total		7137665	147048	2.06	111987	35061	76.16	23.84





JAYA YADAV & ASSOCIATES
Office No.416, 4th Floor, Tower A, Spazedge,
Sector 47, Sohna Road, Gurugram 122018 Haryana IN
e-mail id: jayayadav@whitespan.in
Mobile no.+91 98180 49356
Peer Review No. 1539/2021
Unique Id No. I2013HR1041100

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Circulars issued by "MCA" and "SEBI"]

To
The Chairman
HB STOCKHOLDINGS LIMITED
(CIN: L65929HR1985PLC033936)
Plot No. 31, Echelon Institutional Area,
Sector -32, Gurugram-122001, Haryana

SUBJECT: CONSOLIDATED SCRUTINIZER'S REPORT FOR THE EXTRA ORDINARY GENERAL MEETING ("EGM") OF THE MEMBERS OF HB STOCKHOLDINGS LIMITED (CIN: L65929HR1985PLC033936) HELD ON MONDAY, MARCH 11, 2024, AT 03:00 P.M. THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM").

I, Jaya Yadav, Company Secretary in Practice, C/o M/s Jaya Yadav & Associates, having office at Unit No. 416, 4th Floor, Tower - A, Spazedge Commercial Complex, Sohna Road, Sector-47, Gurugram, Haryana 122018, have been appointed as Scrutinizer by the Board of Directors of **HB Stockholdings Limited** ("the Company") for the purpose of scrutinizing the process of voting through electronic means i.e., remote e-voting and e-voting by Members, in respect of the resolution mentioned in Notice dated February 15, 2024 ("Notice") proposed at the Extraordinary General Meeting (EGM) of the Company held on Monday, March 11, 2024 through VC/OAVM in terms of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) ("the Rules") and General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, Circular No.22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, Circular No. 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (collectively referred to as "MCA Circulars") along with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable SEBI Circulars. My Responsibility as the Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

1. Dispatch of Notice convening the EGM

- 1.1 The Company hosted the notice of EGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the EGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on February 17, 2024.



1.2 In terms of the Circulars, the Company has dispatched the EGM Notice on February 17, 2024, by e-mail to the Members who had registered their email ids with the Company / Depositories based on the Register of Members and list of Beneficial Owners furnished by the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”).

1.3 Pursuant to the MCA Circulars, advertisement was published in Business Standard (English and Hindi) on February 19, 2024 specifying the date and time of the EGM, availability of the EGM notice on Company’s website and website of the Stock Exchanges, manner of registration of e-mail ids by the members (both physical and Demat) who are yet to register their e-mail ids with the Company, manner of voting through remote e-voting or e-voting system at the EGM, etc.

2. Cut-off date

The Company had fixed Monday, March 04, 2024, as the cut-off date for reckoning the members, who are eligible to attend the meeting and vote through remote e-voting before EGM and e-voting at the EGM.

3. Remote e-voting process

3.1 Agency

The Company appointed NSDL, as the agency providing the platform for attending the meeting through VC/ OAVM, remote e-voting and e-voting at the EGM.

3.2 Remote e-voting period

Remote e-voting commenced at **09:00 A.M. on Friday, March 08, 2024, and ended at 05:00 P.M. on Sunday, March 10, 2024.**

4. Voting at the EGM

As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, as amended, the facility for voting through e-voting at the EGM was made available only to the members who had not casted their vote by Remote e-voting prior to the EGM.

5. Counting Process

On completion of e-voting during the EGM, I unblocked the results of the remote e-voting and e-voting by members at the EGM, on the NSDL e-voting platform in the presence of two witnesses, who are not in the employment of the Company and downloaded the results for scrutiny.



6. Results

Consolidated Results with respect to item on the agenda as set out in the Notice of the EGM dated February 15, 2024, are enclosed herewith.

Based on the aforesaid results, I report that the resolution as set out in the Notice of the EGM dated February 15, 2024, has been duly passed with the requisite majority.

ITEM NO. 1- ORDINARY RESOLUTION

TO APPROVE MATERIAL RELATED PARTY TRANSACTION WITH HB ESTATE DEVELOPERS LIMITED, A RELATED PARTY OF THE COMPANY

(i) Voted in favour of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	77	111190	75.62
E-voting at the EGM	29	797	0.54
Total	106	111987	76.16

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	1	35061	23.84
E-voting at the EGM	0	0	0
Total	1	35061	23.84

(iii) ~~Invalid Votes/ Abstain from Voting/ Less voted/ Not Voted:~~

Particulars	Number of members	Number of Votes
Remote e-voting	0	0
E-voting at the EGM	0	0
Total	0	0


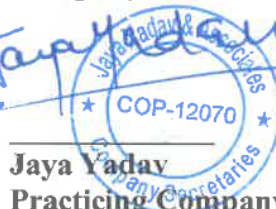
Based on the aforesaid results, I report that the Ordinary Resolution as contained in **Item No. 1** of the Notice of the EGM has been passed with requisite majority.



7. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves, and signs the minutes of the EGM.
8. The results of the Voting shall be declared by the Chairman, or any other person authorized by Board.

**Thanking You,
Your faithfully,**

**For Jaya Yadav & Associates
Company Secretaries**

**Jaya Yadav
Practicing Company Secretary
M. No.: F10822
CP No.: 12070
UDIN: F010822E003566682**

Date: March 11, 2024
Place: Gurugram

Witnesses:

1) 

Name: Tanya Shukla
Address: Unit No. 416, 4th Floor, Tower - A,
Spazedge Commercial Complex, Sohna
Road, Sector-47, Gurugram, Haryana
122018

Countersigned by



**Anil Goyal
(Director/Person authorised by the
Chairman)**

Date: March 11, 2024
Place: Gurugram

2) 

Name: Anuj Pathak
Address: Unit No. 416, 4th Floor, Tower - A,
Spazedge Commercial Complex, Sohna
Road, Sector-47, Gurugram, Haryana
122018