

July 30, 2022

To
BSE Limited
P.J.Towers, Dalal Street
Mumbai – 400 001

To
National Stock Exchange of India Limited
5th Floor, Exchange Plaza, Bandra (E),
Mumbai – 400 051

Scrip Code: 509675
Through: BSE Listing Center

Scrip Symbol: HIL
Through: NSE Digital Portal

Sub: Declaration of Voting Results of the 75th Annual General Meeting ('AGM') of HIL Limited ('the Company') held on Friday, July 29, 2022 at 3.00 pm IST through Video Conference Facility and Scrutinizer's Report
Ref: Regulation 44 of the SEBI LODR Regulations, 2015

Dear Sir,

Further to the outcome of 75th AGM of the Company held on Friday, July 29, 2022 at 3.00 PM IST through two-way Video Conferencing (VC), pls find the enclosed the following:

- a. Voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations.
- b. Report of the Scrutinizer dated July 30, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

As per the aforementioned scrutinizer's report all the Resolutions are declared as passed with requisite majority.

The Voting Results along with the Scrutinizer's Report dated July 30, 2022 is made available on the Company's website at www.hil.in

This is for your information and records.

Thanking You.

Yours faithfully,

for HIL LIMITED

Mahesh Thakar
**Company Secretary &
Head of Legal**

Encl: as above

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Voting results	
Record date	22-07-2022
Total number of shareholders on record date	39498
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	9
b) Public	38
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements (Standalone & Consolidated) for the financial year ended March 31, 2022				
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	3059212	3059212	100.0000	3059212	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		3059212	3059212	100.0000	3059212	0	100.0000
Public- Institutions	E-Voting	777862	350347	45.0397	350347	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		777862	350347	45.0397	350347	0	100.0000
Public- Non Institutions	E-Voting	3676829	400279	10.8865	400254	25	99.9938	0.0062
	Poll							
	Postal Ballot (if applicable)							
	Total		3676829	400279	10.8865	400254	25	99.9938
Total		7513903	3809838	50.7038	3809813	25	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To confirm the payment of Interim Dividend and Declaration of Final Dividend				
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	3059212	3059212	100.0000	3059212	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		3059212	3059212	100.0000	3059212	0	100.0000
Public- Institutions	E-Voting	777862	361519	46.4760	361519	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		777862	361519	46.4760	361519	0	100.0000
Public- Non Institutions	E-Voting	3676829	400279	10.8865	400254	25	99.9938	0.0062
	Poll							
	Postal Ballot (if applicable)							
	Total		3676829	400279	10.8865	400254	25	99.9938
Total		7513903	3821010	50.8525	3820985	25	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Mr. CK Birla (DIN: 00118473) as a Director liable to retire by rotation				
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	3059212	3059212	100.0000	3059212	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		3059212	3059212	100.0000	3059212	0	100.0000
Public- Institutions	E-Voting	777862	361519	46.4760	346124	15395	95.7416	4.2584
	Poll							
	Postal Ballot (if applicable)							
	Total		777862	361519	46.4760	346124	15395	95.7416
Public- Non Institutions	E-Voting	3676829	400274	10.8864	400219	55	99.9863	0.0137
	Poll							
	Postal Ballot (if applicable)							
	Total		3676829	400274	10.8864	400219	55	99.9863
Total		7513903	3821005	50.8525	3805555	15450	99.5957	0.4043
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Statutory Auditors of the Company				
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	3059212	3059212	100.0000	3059212	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		3059212	3059212	100.0000	3059212	0	100.0000
Public- Institutions	E-Voting	777862	361519	46.4760	361519	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		777862	361519	46.4760	361519	0	100.0000
Public- Non Institutions	E-Voting	3676829	400274	10.8864	400236	38	99.9905	0.0095
	Poll							
	Postal Ballot (if applicable)							
	Total		3676829	400274	10.8864	400236	38	99.9905
Total		7513903	3821005	50.8525	3820967	38	99.9990	0.0010
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and ratify reappointment of Mr. Dhirup Roy Choudhary as (DIN: 07707322) the Managing Director and Chief Executive Officer (CEO) of the Company for a further term of 05 (five) years effective January 15, 2022 until January 15, 2027.				
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	3059212	3059212	100.0000	3059212	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		3059212	3059212	100.0000	3059212	0	100.0000
Public- Institutions	E-Voting	777862	361519	46.4760	240349	121170	66.4831	33.5169
	Poll							
	Postal Ballot (if applicable)							
	Total		777862	361519	46.4760	240349	121170	66.4831
Public- Non Institutions	E-Voting	3676829	400263	10.8861	400155	108	99.9730	0.0270
	Poll							
	Postal Ballot (if applicable)							
	Total		3676829	400263	10.8861	400155	108	99.9730
Total		7513903	3820994	50.8523	3699716	121278	96.8260	3.1740
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				increase in the managerial remuneration limit payable to Mr. Dhirup Roy Choudhary, Managing Director and Chief Executive Officer of the Company, in excess of 5% of the net profits of the Company for the financial year 2021-22				
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	3059212	3059212	100.0000	3059212	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		3059212	3059212	100.0000	3059212	0	100.0000
Public- Institutions	E-Voting	777862	361519	46.4760	361519	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		777862	361519	46.4760	361519	0	100.0000
Public- Non Institutions	E-Voting	3676829	400309	10.8873	397146	3163	99.2099	0.7901
	Poll							
	Postal Ballot (if applicable)							
	Total		3676829	400309	10.8873	397146	3163	99.2099
Total		7513903	3821040	50.8529	3817877	3163	99.9172	0.0828
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				to ratify and accord consent for appointment of Ms. Avanti Birla to the Office or place of profit				
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	3059212						
	Poll							
	Postal Ballot (if applicable)							
	Total		3059212		0.0000			
Public- Institutions	E-Voting	777862	361519	46.4760	248551	112968	68.7518	31.2482
	Poll							
	Postal Ballot (if applicable)							
	Total		777862	361519	46.4760	248551	112968	68.7518
Public- Non Institutions	E-Voting	3676829	400274	10.8864	399991	283	99.9293	0.0707
	Poll							
	Postal Ballot (if applicable)							
	Total		3676829	400274	10.8864	399991	283	99.9293
Total		7513903	761793	10.1384	648542	113251	85.1336	14.8664
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2023				
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	3059212	3059212	100.0000	3059212	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		3059212	3059212	100.0000	3059212	0	100.0000
Public- Institutions	E-Voting	777862	361519	46.4760	361519	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		777862	361519	46.4760	361519	0	100.0000
Public- Non Institutions	E-Voting	3676829	400279	10.8865	400202	77	99.9808	0.0192
	Poll							
	Postal Ballot (if applicable)							
	Total		3676829	400279	10.8865	400202	77	99.9808
Total		7513903	3821010	50.8525	3820933	77	99.9980	0.0020
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Combined Scrutinizer Report for E-Voting process of 75th AGM of HIL Limited

To
The Managing Director,
HIL Limited
Office No. 1 & 2, L7 Floor, SLN Terminus,
Survey no133, Near Botanical Gardens, Gachibowli,
Hyderabad-500032

Sub: Consolidated Scrutinizer's Report on remote e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 75th Annual General Meeting of HIL Limited held on Friday, July 29, 2022 at 3.00 PM (IST) through video conferencing ('VC')/ other audio visual means ('OAVM').

Dear Sir,

The Board at its meeting held on 6th May, 2022 has given authorization to Mr. KR Veerappan, Chief Financial Officer and Mr. Mahesh Thakar, Company Secretary & Head Legal of the Company to appoint Scrutinizer for conducting Remote e-Voting. Accordingly Mr. Mahesh Thakar, Company Secretary & Head Legal of the Company has appointed M/s P. S. Rao & Associates, Company Secretaries as the scrutinizer for the 75th Annual General Meeting of HIL Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process held between Monday, 25th July, 2022 (9:00 A.M.) and Thursday 28th July, 2022 (5:00 P.M.) in a fair and transparent manner, for ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the notice dated 6th May, 2022.

I, Mohit Gurjar, of M/s P. S. Rao & Associates, Company Secretaries state that I was appointed as the scrutinizer for the 75th Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-Voting in respect of the below mentioned resolutions proposed at the 75th Annual General Meeting ("AGM") of HIL Limited on Friday, July 29th, 2022 at 3:00 p.m. through VC / OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-Voting process held during the said AGM.

Mohit



The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider, for extending the facility of Remote r- Voting to the shareholders of the Company, which opened on 25th July, 2022 (9:00 A.M.) and closed on 28th July, 2022 (5:00 P.M.). Venture Capital and Corporate Investments Pvt. Limited (VCCIPL) is the Registrar and share Transfer Agent (RTA) of the Company.

1. The notice dated May 6, 2022, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company /Depositories, in compliance with the MCA circulars dated May 5, 2020 and January 13, 2021 read with circulars dated April 8, 2020 and April 13, 2020, as amended (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and January 15, 2021, as amended.
2. The Company had availed the e-voting facility offered by National Securities Depository Limited's ('NSDL') for conducting remote e-voting by the Shareholders of the Company.
3. The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.
4. The shareholders of the Company holding shares as on the "cut-off" date Friday; July 22, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.
5. After the closure of remote e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.
6. I have scrutinized and reviewed the remote e-voting held prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.
8. My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.
9. I now submit my consolidated report as Annexure -1 on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

The participation of shareholders for voting through remote e-voting prior to AGM and e-voting conducted during the AGM is as under:

Aditya



No. of members who cast their votes through e-voting	Total Number of shares held by them*	Total No of valid votes (as per the details provided under each one of the Resolution(s) mentioned hereunder)
318	3821040	Various as mentioned under each of the Resolution

**Represents the total number of persons who participated through Remote E-Voting and E-voting during the AGM and the maximum number of shares held by them. However some of the shareholders have abstained from voting on certain resolutions.*

All the Resolutions stands passed through remote e-voting held prior to AGM and e-voting conducted during the AGM with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider and RTA electronically in respect of the votes cast through e-voting by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You

**Yours faithfully,
For P.S. Rao & Associates,
Company Secretaries**




**Mohit Gurjar
CP No. 18644**

Place: Hyderabad

Date: 30th July, 2022

UDIN. No: A020557D000716109

Annexure-1

S.No.	Resolution Description	Mode	Valid Ballots Received	Total Valid Votes	Favor			Against			Invalid		
					Ballots	Votes	% of total valid votes	Ballots	Votes	% of total valid votes	Ballots	Votes	% of total valid votes
1	To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.	Electronic	317	3809838	315	3809813	99.99	2	25	0.01	0	0	-
		Poll	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
		Total	317	3809838	315	3809813	99.99	2	25	0.01	0	0	-
2	To confirm the payment of Interim Dividend of Rs.20.00 (i.e. 200%) per Equity Share of Rs. 10/- each and to declare (a) a Final Dividend of Rs. 25.00 (i.e. 250%) per Equity Share of Rs. 10/- each for the Financial Year 2021-22 and (b) an additional dividend of Rs. 20.00 (200%) per Equity Share of Rs. 10/- each for the Financial Year 2021-22 to commemorate the celebration of Platinum Jubilee on completion of	Electronic	318	3821010	316	3820985	99.99	2	25	0.01	0	0	-



[Handwritten Signature]

**Since the promoters are interested in Item No.7, we have not considered their evoting through 11 folios totaling to 30,59,212 equity shares of Rs. 10/- each.*

**For P.S.Rao & Associates
Company Secretaries**



**Mohit Gurjar
CP No. 18644**

**Place: Hyderabad
Date: 30.07.2022
UDIN.No: A020557D000716109**