

Hindustan Motors

Registered Office
Hindustan Motors Limited
Birla Building, 13th Floor
9/1, R. N. Mukherjee Road
Kolkata - 700 001

CIN-L34103WB1942PLC018967
T +91 033 22420932 (D) F +91 033 22480055
T +91 033 30573700 hmcosecy@hindmotor.com
T +91 033 30410900 www.hindmotor.com



September 29, 2021

- 1 The Manager, Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400 051
(Company Code : HINDMOTORS)
- 2 Corporate Relationship Dept.
BSE Limited
1st floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort
Mumbai - 400 001
(Company Code : 500500)

Sub: 79th Annual General Meeting of the Company held on 28th September, 2021

Dear Sir,

We wish to inform you that the 79th Annual General Meeting of the equity shareholders of the Company was held as scheduled on September 28, 2021 through Video Conference Mode and shareholders accorded their consent on the following business:-

Ordinary Business	
1	Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Directors' and Auditors' thereto.
2	Appointment of a Director in place of Shri A. Sankaranarayanan (DIN: 00385632), who retires by rotation and being eligible, offers himself for re-appointment.
Special Business	
3	Confirmation of the appointment of Shri Sourav Daspatnaik (Din: 02147356) as director of the Company.
4	Confirmation of the appointment of Shri A. Sankaranarayanan (DIN: 00385632), as Non-Executive Director of the Company, who has already attained the age of 75 years.

Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company had provided remote e-voting facility and voting through Instapoll at the meeting in respect of the business transacted at the 79th Annual General Meeting. The remote e-voting commenced on September 24, 2021 at 9.00 a.m. and ended on September 27, 2021 at 5.00 p.m. The Company has appointed Shri Anjan Kumar Roy, FCS, Company Secretary in practice as the Scrutinizer for scrutinizing the aforesaid voting process in a fair and transparent manner.

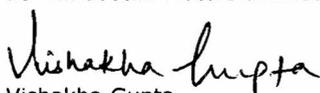
The details of results are enclosed herewith pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015.

We are enclosing herewith the Scrutinizer's Report relating to 'remote e-voting' and 'voting through Instapoll at the meeting' in respect of all the resolutions contained in the Notice of 79th Annual General Meeting of the Company.

Kindly take the above information for record.

Thanking you,

Yours faithfully,
For Hindustan Motors Limited


Vishakha Gupta
Company Secretary



Encl : As above

HINDUSTAN MOTORS LIMITED

The details of Voting Results (Remote e-voting and voting through Instapoll at the AGM) of the 79th Annual General Meeting of Hindustan Motors Limited held on 28th September, 2021

Date of AGM	28 th September, 2021
Total number of shareholders on record date	
No. of shareholders present in the meeting through Video Conference or other Audio-Visual Means:-	
Promoters and Promoter Group:	2
Public:	57

Agenda-wise disclosure

ORDINARY BUSINESS

Item No.1 – Adoption of Audited Standalone Financial Statements of the Company together with the Directors’ Report and also the Auditors’ Report thereon for the financial year ended 31st March, 2021.

Resolution Required:	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution:	No

Category	Mode of Voting	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	Votes Invalid	Votes Abstained
Promoter And Promoter Group	E-Voting	67473254	67439654	99.9502	67439654	0	100	0	0	0
	Instapoll		33600	0.0498	33600	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		67473254	100.000	67473254	0	100.0000	0	0	0
Public-Institution	E-Voting	2795214	0	0	0	0	0	0	0	0
	Instapoll		0	0	0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public-Non Institution	E-Voting	138390825	132038	0.0954	121040	10998	91.6705	8.3294	0	0
	Instapoll		21030	0.0152	21030	0	100.000	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		153068	0.1106	142070	10998	92.8150	7.1850	0	0
Total		208659293	67626322	32.4099	67615324	10998	99.9837	0.0163	0	0

Item No.2 – Appointment of a Director in place of Shri A. Sankaranarayanan (DIN: 00385632), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required:	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution:	No

Category	Mode of Voting	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	Votes Invalid	Votes Abstained
Promoter And Promoter Group	E-Voting	67473254	67439654	99.9502	67473254	0	100	0	0	0
	Instapoll		33600	0.0498	33600	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		67473254	100	67473254	0	100	0	0	0
Public-Institution	E-Voting	2795214	0	0	0	0	0	0	0	0
	Instapoll		0	0	0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public-	E-Voting		132037	0.0954	117304	14733	88.8417	11.1582	1300	0



Non Institution	Instapoll	138390825	21030	0.0152	21030	0	100.000	0.0000	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		153067	0.1106	138334	14733	90.3748	9.6252	0	0
Total		208659293	67626321	32.4099	67611588	14733	99.9782	0.0218	0	0

SPECIAL BUSINESS

Item No.3 – Appointment of Shri Sourav Daspatnaik (DIN: 02147356) as Director of the Company.

Resolution Required:						Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution:						No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
		(1)	(2)		(4)	(5)				
Promoter And Promoter Group	E-Voting	67473254	67439654	99.9502	67439654	0	100	0	0	0
	Instapoll		33600	0.0498	33600	0	100	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		67473254	100	67473254	0	100	0	0	0
Public-Institution	E-Voting	2795214	0	0	0	0	0	0	0	0
	Instapoll		0	0	0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public-Non Institution	E-Voting	138390825	132038	0.0954	118037	14001	89.3962	10.6037	0	0
	Instapoll		21030	0.0152	21030	0	100.000	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		153068	0.1106	139067	14001	90.8531	9.1469	0	0
Total		208659293	67626322	32.4099	67612321	14001	99.9793	0.0207	0	0

Item No.4 – Re-Appointment Continuation of Mr. A Sankaranarayanan (DIN:00385632), Who has already attained the age of 75 years as a Non –Executive Director of the Company.

Resolution Required:						Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution:						Not Applicable				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
		(1)	(2)		(4)	(5)				
Promoter And Promoter Group	E-Voting	67473254	67439654	99.9502	67439654	0	100	0	0	0
	Instapoll		33600	0.0498	33600	0	100	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		67473254	100	67473254	0	100	0	0	0
Public-Institution	E-Voting	2795214	0	0	0	0	0	0	0	0
	Instapoll		0	0	0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public-Non Institution	E-Voting	138390825	131638	0.0951	115836	15802	87.9958	12.0041	1300	400
	Instapoll		21030	0.0152	21030	0	100	0.0000	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0	0	0
	Total		152668	0.1103	136866	15802	89.6494	10.3506	0	400
Total		208659293	67625922	32.4097	67610120	15802	99.9766	0.0234	0	400

Place : Kolkata

Date : 29th September, 2021

For Hindustan Motors Limited



Vishakha Gupta
Vishakha Gupta
Company Secretary

ANJAN KUMAR ROY & CO
COMPANY SECRETARIES
A Peer Reviewed Firm

Pursuant to the Guidelines issued by the Institute of Company Secretaries of India

UDIN: F005684C001026440

Date: - 29th September, 2021

To
The Chairman
M/s Hindustan Motors Ltd
Birla Building, 13th Floor
Western Side
9/1, R N Mukherjee Road
Kolkata- 700001

Subject: Scrutinizer's Report on the "Remote Electronic Voting" and "Electronic Voting during the Annual General Meeting", in respect of the resolutions passed in the 79th Annual General Meeting of M/s Hindustan Motors Ltd (CIN: L34103WB1942PLC018967) held on 28th September, 2021 through Video Conferencing/Other Audio-Visual Means.

Dear Sir,

(A) I have been appointed, vide a resolution passed by the Board of Directors of M/s. Hindustan Motors Ltd (here in after to be referred as "**the Company**") at their meeting held on 30th June, 2021, as the Scrutinizer, pursuant to 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, and pursuant to the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, for the 79th Annual General Meeting of the Company (here in after to be referred as "**AGM**") held on 28th September, 2021, to carry out the scrutiny of the votes cast by the members through "Remote Electronic Voting" (here in after to be referred as "**Remote E - Voting**") and "Electronic Voting during the Annual General Meeting" (here in after to be referred as "**E - Voting during the AGM**") in a fair manner, in respect of 4 resolutions, as mentioned in the Notice dated 9th July, 2021 of the aforesaid AGM and to submit the report.

(B) The aforesaid AGM has been held through Video Conferencing / Other Audio Visual Means, without the physical presence of members, 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, Secretarial Standards on General Meetings (SS-2) issued by the Institute Of Company

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail:
akroyco@yahoo.co.in/anjanroy_2003@yahoo.co.in Land Line: 033 2475 0112. Mobile Ph Nos.
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Secretaries of India in terms of Section 118 of the Companies Act, 2013 and also read with the General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 respectively issued by the Ministry of Corporate Affairs, Government of India and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 issued by the Securities and Exchange Board of India. Pursuant to the aforesaid provisions of law read with the aforesaid circulars, I have conducted the scrutiny of the aforesaid "Remote E - Voting" and "E- Voting during the AGM", in respect of the resolutions no. 1 to 4, as mentioned below in paragraph (C) of this report. I submit my report hereunder:

- i. As per the information and documents provided to me, by the officers of the Company including through E-mail, the Company has completed by 27th August, 2021 the dispatch of the relevant Notice dated 9th July, 2021 along with statement setting out material facts under Section 102 of the Companies Act, 2013, convening the aforesaid AGM, to the members of the Company. Further, I have been informed by the officers of the Company and have personally verified that the relevant Notice of the said AGM has been placed on the website of the Company.
- ii. The relevant Notice of the said AGM, mentioned inter alia that the business would be transacted through Video Conferencing / Other Audio Visual Means at the said AGM, the necessary facilities being provided by the Company through E - Voting services provided by M/s KFin Technologies Private Limited (here in after to be referred as "Karvy").
- iii. I have been shown by the officers of the Company, the advertisement of notice of the said AGM made on 1st September, 2021 in newspapers being "Business Standard" (English daily, Kolkata and Mumbai editions) and "Ekdin" (Bengali daily, Kolkata edition) containing, inter alia, the following information:
 - a. Statement that the AGM will be held and business would be conducted through Video Conferencing / Other Audio Visual Means.
 - b. Statement that the period of Remote E - Voting shall start from 09:00 AM on 24th September, 2021 and shall end at 5:00 PM on 27th September, 2021.
 - c. Statement that the CUT OFF date for the purpose of remote e-voting was 21st September, 2021.
 - d. The statement that Remote E - Voting shall be disabled by Karvy after 5:00 PM on 27th September, 2021.
 - e. Statement that facility to cast vote by e-voting facilities has been provided by the Company through Karvy.

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- g. Website address of the Company and of the Karvy, where Notice of the said AGM was displayed.
- h. Contact details, in case of grievances/queries in respect of e- voting.
- iv. That to the best of my understanding the Remote E - Voting was open from 09:00 A.M. on 24th September, 2021 to 5.00 P.M. on 27th September, 2021.
- v. That to the best of my understanding the portal i.e., [https:// evoting.karvy.com](https://evoting.karvy.com), where Remote E - Voting process was provided, was blocked at 5.00 P.M. on 27th September, 2021.
- vi. A facility to cast vote by E-voting was provided to those members, who were present in the said AGM through Video Conference or Other Audio-Visual Means and had not cast their vote on the resolutions through Remote E-Voting.
- vii. That the said Remote E - voting at portal [https:// evoting.karvy.com](https://evoting.karvy.com) was unblocked by me at 3.10 P.M. on 28th September, 2021, that is after the E- Voting during the aforesaid AGM was completed and counted. The said Remote E - voting was unblocked by me in the presence of the following persons;
- a. Gyanendra Nahar: Gyanendra Nahar
- b. Monika Kumari Prasad: Monika Kumari Prasad.
- who are not in the employment of the Company and who have put their signatures alongside their names as above.
- viii. The data relating to Remote E- Voting, containing the detail of votes cast by Remote E - Voting mode and E Voting during the AGM has been downloaded from the aforesaid portal of Karvy, the agency which was appointed by the Company to provide and maintain and which provided and maintained the platform for Remote E - Voting and E - Voting during the AGM.

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(C) That the details of voting, through Remote E – Voting and E- Voting during the AGM, in respect of the said 4 resolutions, are as hereunder:

ORDINARY BUSINESS

Item No.1- Ordinary Business, Ordinary Resolution:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company together with the Directors' Report and also the Auditors' Report thereon for the financial year ended 31st March, 2021.

i) Voted in **favour** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	156	67560694	99.9029
E-Voting during the AGM	4	54630	0.0808
Total	160	67615324	99.9837

ii) Voted in **against** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	17	10998	0.0163
E-Voting during the AGM	-	-	-
Total	17	10998	0.0163

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iii) Invalid Votes:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	-	-
E-Voting during the AGM	-	-
Total	-	-

Item No.2- Ordinary Business, Ordinary Resolution:

To appoint a Director in place of Shri A. Sankaranarayanan (DIN- 00385632) who retires by rotation and being eligible offers himself for re-appointment.

i) Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	144	67555658	99.8974
E-Voting during the AGM	4	54630	0.0808
Total	148	67610288	99.9782

ii) Voted in against of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	28	14733	0.0218
E-Voting during the AGM	-	-	-
Total	28	14733	0.0218

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iii) Invalid Votes:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	1	1300
E-Voting during the AGM	-	-
Total	1	1300

SPECIAL BUSINESS

To consider, and if thought fit, to pass with or without modification(s) the following resolutions:

Item No.3- Special Business, Ordinary Resolution:

To appoint Shri Sourav Daspatnaik (DIN-02147356) as a Director of the Company whose office shall be liable to retire by rotation.

i) Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	148	67557691	99.8985
E-Voting during the AGM	4	54630	0.0808
Total	152	67612321	99.9793

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iii) Invalid Votes:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	1	1300
E-Voting during the AGM	-	-
Total	1	1300

SPECIAL BUSINESS

To consider, and if thought fit, to pass with or without modification(s) the following resolutions:

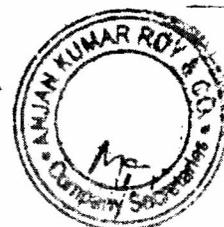
Item No.3- Special Business, Ordinary Resolution:

To appoint Shri Sourav Daspatnaik (DIN-02147356) as a Director of the Company whose office shall be liable to retire by rotation.

i) Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	148	67557691	99.8985
E-Voting during the AGM	4	54630	0.0808
Total	152	67612321	99.9793

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ii) Voted in against of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	24	14001	0.0207
E-Voting during the AGM	-	-	-
Total	24	14001	0.0207

iii) Invalid Votes:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	-	-
E-Voting during the AGM	-	-
Total	-	-

Item No.4- Special Business, Special Resolution:

To re-appoint Shri A. Sankaranarayanan (DIN- 00385632) as a Non-Executive Director of the Company, who has already attained the age of 75 years, pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

i) Voted in favour of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	138	67554190	99.8958
E-Voting during the AGM	4	54630	0.0808
Total	142	67608820	99.9766

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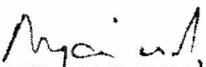
ii) Voted in **against** of the resolution:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)	% of total no. of valid votes cast
Remote E-Voting	33	15802	0.0234
E-Voting during the AGM	-	-	-
Total	33	15802	0.0234

iii) Invalid Votes:

Mode of Voting	No. of Voters (folios)	No. of votes cast (one share, one vote basis)
Remote E-Voting	1	1300
E-Voting during the AGM	-	-
Total	1	1300

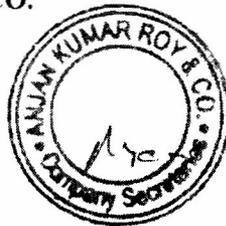
FOR, ANJAN KUMAR ROY & CO.
Company Secretaries


ANJAN KUMAR ROY

FCS 5684

CP 4557

UDIN: F005684C001026440



Scrutinizer for and in respect of the Remote E – Voting and E- Voting during the 79th AGM held on 28th September, 2021, of M/s. Hindustan Motors Ltd.

Office Address: GR 1, Gouri Bhaban, 2&A Gurupada Halder Road, Kolkata- 700026. E-mail:
akroyco@yahoo.co.in/anjanroy_2003@yahoo.co.in Land Line: 033 2475 0112. Mobile Ph Nos.
9830201949/9831891949.

