HINDOOSTAN
MILLS

August 11, 2016

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

Scrip Code: 509895

Dear Sir,

Re: Voting Results of the 112th Annual General Meeting held on August 09, 2016.

The 112th Annual General Meeting (AGM) of the Members of Hindoostan Mills Limited was held on Tuesday, August 09, 2016 at 11.00 a.m. at "Sir Vithaldas Chambers", 6th Floor, 16, Mumbai Samachar Marg, Fort, Mumbai- 400 001.

Pursuant to Section 108 of the Companies Act 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended Rules, all the Members of the Company holding shares as on the cut-off date i.e. August 02, 2016, were given the opportunity to exercise their right to vote on the resolutions set out in the Notice of the AGM through remote e-voting during the period commencing from August 05, 2016 9.00 a.m. to August 08, 2016 5.00 p.m.

The Company also provided voting facility at AGM venue to those Members who attended the AGM and have not exercise their vote through remote e-voting and were holding share on cut-off date i.e. August 02, 2016.

We submit the following Reports:

1. Consolidate Report issued by the Scrutinizer Mr. Narayan Parekh, Partner of PRS Associates, Practicing Company Secretaries pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

2. Voting Results in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please take the above information on record. The above will also be hosted on our website i.e. www.hindoostan.com.

Yours faithfully,
For HINDOOSTAN MILLS LTD.

JAGAT RESHAMWALA
Company Secretary & Compliance Officer

Hindoostan Mills Ltd.
Sir Vithaldas Chambers, 16 Mumbai Samachar Marg, Fort, Mumbai 400 001. India
T. +91-22-61240700/22040846/47/48 F. +91-22-22833841 E-mail contact@hindoostan.com
CIN : L17121MH1904PLC000195

PRS ASSOCIATES
COMPANY SECRETARIES

Combined Scrutinizer's Report For E-voting and Poll for Hindoostan Mills Limited

To,
The Chairman of the 112th Annual General Meeting of
Hindoostan Mills Limited
Sir Vithaldas Chambers,
16, Mumbai Samachar Marg,
Mumbai - 400 001

Dear Sir,

Reg:- Passing of Resolution through electronic and poll conducted at the 112th Annual General Meeting (AGM) of Hindoostan Mills Limited ("the Company") held on 09th August, 2016

The Board of Directors of the Company has appointed me i.e. Mr. Narayan Parekh, Partner of M/s PRS Associates, Practicing Company Secretary, having my office at C-4, Raja Bahadur Mansion, 2nd Floor, 20, Ambalal Doshi Marg, Fort, Mumbai 400023 as a Scrutinizer for the purpose of the e-voting and poll on the below mentioned resolution(s) at the 112th Annual General Meeting of the Equity Shareholders of Hindoostan Mills Limited held on 09th August, 2016 at 11.00 a.m. at Sir Vithaldas Chambers, 6th Floor, 16, Mumbai Samachar Marg, Mumbai – 400001 and submit my report as under:

1) The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of Electronic voting to the shareholders of the company from 5th August, 2016 (9.00 a.m. IST) to 8th August, 2016 (5.00 p.m. IST). The E-voting results were unblocked by me on 9th August, 2016 in the presence of two witnesses. For further details, kindly refer to my Scrutinizer's report dated 9th August, 2016, which is attached herewith.

2) At the 112th Annual General Meeting (AGM) of the Company held 09th August, 2016, the Chairman of the Company had, as statutorily required, called for a poll to facilitate the Members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM has appointed me as the Scrutinizer for the same. For further details kindly refer my Scrutinizers Report in form MGT-13 dated 9th August, 2016, which is attached herewith.

3) The result of the E-voting together with that of the Poll is as under:

Sr. No.	Subject matter (as set out in the Notice of the AGM)	Voting Process	Votes in favour of the Resolution	Votes against the Resolution	Invalid votes / Ballot
1.	Adoption of the Audited Financial Statement of the Company for the year ended March 31, 2016 and the Reports of the Directors and Auditors.	E-Voting	11,50,110	-	-
		AGM Poll	10,990	-	-
		Total	**11,61,100**	-	-

ASSOCIATES, COMPANY SECRETARIES
MUMBAI

2.	To declare Dividend on equity shares	E-Voting	11,50,110	-	-
		AGM Poll	10,990	-	-
		Total	**11,61,100**	-	-
3.	Re-appointment of Mr. Naresh Kara as a Director liable to retire by rotation	E-Voting	11,50,110	-	-
		AGM Poll	10,990	-	-
		Total	**11,61,100**	-	-
4.	Re-appointment of Mr. Hrishikesh Thackersey as a Director liable to retire by rotation	E-Voting	11,50,110	-	-
		AGM Poll	10,990	-	-
		Total	**11,61,100**	-	-
5.	Ratification of appointment of M/s. M. A. Parikh & co. as Auditors of the Company for the Financial Year 2016-17 and to fix their remuneration	E-Voting	11,50,110	-	-
		AGM Poll	10,990	-	-
		Total	**11,61,100**	-	-
6.	Re-appointment of Mr. Abhimanyu Thackersey as a Whole Time Director designated as Executive Director.	E-Voting	11,50,110	-	-
		AGM Poll	10,990	-	-
		Total	**11,61,100**	-	-
7.	Re-appointment of Mr. Krishnadas D. Vora as an Independent Director.	E-Voting	11,50,110	-	-
		AGM Poll	10,990	-	-
		Total	**11,61,100**	-	-
8.	Remuneration of Cost Auditor, M/s. Anant Ashok Katyare & Co., for the financial year ending March 31, 2017.	E-Voting	11,50,110	-	-
		AGM Poll	10,990	-	-
		Total	**11,61,100**	-	-

4) Based on the foregoing, all the Resolutions as mentioned in serial No.(s) 1 to 8 stands passed with requisite majority under E-voting and poll.

Thanking You.
Yours faithfully,
PRS Associates
Company Secretaries

PRS ASSOCIATES, COMPANY SECRETARIES MUMBAI

Narayan Parekh
Partner
Membership No. ACS – 8059
C. P. No. 6448
Place: Mumbai
Dated: 9th August, 2016

Format for Voting Results

Date of the AGM/EGM	9-Aug-16
Total number of shareholders on record date	9653
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 11 56
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	 Not Applicable Not Applicable
Agenda- wise disclosure (to be disclosed separately for each agenda item)	As disclosed below
Details of Agenda	

Item No.1 - Adoption of the Audited Financial Statement of the Company for the year ended March 31, 2016 and the Reports of the Directors and Auditors.

Resolution required: (Ordinary/ Special)	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
Promoter and Promoter Group	E-Voting	1005511	1002080	99.66%	1002080	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		1002080	99.66%	1002080	0	100.00%	0.00%
Public- Institution s	E-Voting	2292	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public- Non Institution s	E-Voting	656745	148030	22.54%	148030	0	100.00%	0.00%
	Poll		10996	1.67%	10990	0	99.95%	0.00%
	Total		159026	24.21%	159020	0	100.00%	0.00%
Total		1664548	1161106*	69.75%	1161100	0	100.00%	0.00%

* includes 6 shares voted which were invalid.

Item No.2- To declare Dividend on equity shares

Resolution required: (Ordinary/ Special)	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
Promoter and Promoter Group	E-Voting	1005511	1002080	99.66%	1002080	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		1002080	99.66%	1002080	0	100.00%	0.00%
Public- Institution s	E-Voting	2292	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public- Non Institution s	E-Voting	656745	148030	22.54%	148030	0	100.00%	0.00%
	Poll		10996	1.67%	10990	0	99.95%	0.00%
	Total		159026	24.21%	159020	0	100.00%	0.00%
Total		1664548	1161106*	69.75%	1161100	0	100.00%	0.00%

* includes 6 shares voted which were invalid.

Item No.3- Re-appoinment of Mr. Naresh Kara as a Director liable to retire by rotation.

Resolution required: (Ordinary/ Special)	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
Promoter and Promoter Group	E-Voting	1005511	1002080	99.66%	1002080	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		1002080	99.66%	1002080	0	100.00%	0.00%
Public- Institution s	E-Voting	2292	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public- Non Institution s	E-Voting	656745	148030	22.54%	148030	0	100.00%	0.00%
	Poll		10996	1.67%	10990	0	99.95%	0.00%
	Total		159026	24.21%	159020	0	100.00%	0.00%
Total		1664548	1161106*	69.75%	1161100	0	100.00%	0.00%

* includes 6 shares voted which were invalid.

HINDOOSTAN MILLS LIMITED MUMBAI

Item No.4- Re-appoinment of Mr. Hrishikesh Thackersey as a Director liable to retire by rotation.

Resolution required: (Ordinary/ Special)	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

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
Promoter and Promoter Group	E-Voting	1005511	1002080	99.66%	1002080	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		1002080	99.66%	1002080	0	100.00%	0.00%
Public- Institution s	E-Voting	2292	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public- Non Institution s	E-Voting	656745	148030	22.54%	148030	0	100.00%	0.00%
	Poll		10996	1.67%	10990	0	99.95%	0.00%
	Total		159026	24.21%	159020	0	100.00%	0.00%
Total		1664548	1161106*	69.75%	1161100	0	100.00%	0.00%

* includes 6 shares voted which were invalid.

Item No.5- Ratification of appointment of M/s M.A. Parikh & Co as Auditors of the Company for the Financial Year 2016-17 and to fix their remuneration.

Resolution required: (Ordinary/ Special)	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
Promoter and Promoter Group	E-Voting	1005511	1002080	99.66%	1002080	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		1002080	99.66%	1002080	0	100.00%	0.00%
Public- Institution s	E-Voting	2292	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public- Non Institution s	E-Voting	656745	148030	22.54%	148030	0	100.00%	0.00%
	Poll		10996	1.67%	10990	0	99.95%	0.00%
	Total		159026	24.21%	159020	0	100.00%	0.00%
Total		1664548	1161106*	69.75%	1161100	0	100.00%	0.00%

* includes 6 shares voted which were invalid.

Item No.6- Re-appointment of Mr. Abhimanyu Thackersey as a WholeTime Director designated as Executive Director.

Resolution required: (Ordinary/ Special)	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

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
Promoter and Promoter Group	E-Voting	1005511	1002080	99.66%	1002080	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		1002080	99.66%	1002080	0	100.00%	0.00%
Public- Institution s	E-Voting	2292	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public- Non Institution s	E-Voting	656745	148030	22.54%	148030	0	100.00%	0.00%
	Poll		10996	1.67%	10990	0	99.95%	0.00%
	Total		159026	24.21%	159020	0	100.00%	0.00%
Total		1664548	1161106*	69.75%	1161100	0	100.00%	0.00%

* includes 6 shares voted which were invalid.

HINDOOSTAN MILLS LIMITED MUMBAI

Item No.7- Re-appointment of Mr. Krishnadas D. Vora as an Independent Director.

Resolution required: (Ordinary/ Special)			Special 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**
Promoter and Promoter Group	E-Voting	1005511	1002080	99.66%	1002080	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		1002080	99.66%	1002080	0	100.00%	0.00%
Public- Institution s	E-Voting	2292	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public- Non Institution s	E-Voting	656745	148030	22.54%	148030	0	100.00%	0.00%
	Poll		10996	1.67%	10990	0	99.95%	0.00%
	Total		159026	24.21%	159020	0	100.00%	0.00%
Total		1664548	1161106*	69.75%	1161100	0	100.00%	0.00%

* includes 6 shares voted which were invalid.

Item No.8- Remuneration of Cost Auditor, M/s. Anant Ashok Katyare & Co., for the Finacial Year ending March 31, 2017.

Resolution required: (Ordinary/ Special)			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**
Promoter and Promoter Group	E-Voting	1005511	1002080	99.66%	1002080	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		1002080	99.66%	1002080	0	100.00%	0.00%
Public- Institution s	E-Voting	2292	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Total		0	0.00%	0	0	0.00%	0.00%
Public- Non Institution s	E-Voting	656745	148030	22.54%	148030	0	100.00%	0.00%
	Poll		10996	1.67%	10990	0	99.95%	0.00%
	Total		159026	24.21%	159020	0	100.00%	0.00%
Total		1664548	1161106*	69.75%	1161100	0	100.00%	0.00%

* includes 6 shares voted which were invalid.

HINDOOSTAN MILLS LIMITED
MUMBAI