ESTD. 1873

HINDOOSTAN
MILLS

September 29, 2020

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

Dear Sirs,

SCRIP CODE: 509895

Sub.: Outcome of 116th Annual General Meeting (AGM) held on September 29, 2020

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

We wish to inform you that the 116th Annual General Meeting (AGM) of the Company was held on Tuesday, September 29, 2020 at 12.00 Noon through video conference on the website www.evotingindia.com. Pursuant to Section 108 of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility for remote e-voting to the shareholders as on the cut-off date i.e. 22/09/2020 to cast their votes electronically on the items of business as stated in the AGM Notice. The remote e-voting commenced on 25/09/2020 (9.00 a.m.) and ended on 28/09/2020 (5.00 p.m.).

The Company has now received the report of the Scrutinizer confirming the details of voting through remote e-voting and details of e voting at the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions as stated in the AGM Notice dated July 14, 2020 are deemed to be passed on the date of the AGM i.e. September 29, 2020.

A copy of the Scrutinizer's consolidated report on remote e-voting and e voting at the AGM is enclosed and the same is also being placed on the website of the Company and CDSL.

Kindly take the same on record and acknowledge the receipt.

For **HINDOOSTAN MILLS LIMITED,**

KAUSHIK KAPASI
Company Secretary & Compliance Officer

HINDOOSTAN MILLS LIMITED MUMBAI

Encl: as above.

Hindoostan Mills Ltd.
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CIN : L17121MH1904PLC000195
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A THACKERSEY GROUP COMPANY

ASSOCIATES
COMPANY SECRETARIES

30th September, 2020

To

The Chairman

Hindoostan Mills Limited
Sir Vithaldas Chambers,
16, Mumbai Samachar Marg,
Fort, Mumbai -400 001

Dear sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e- voting by your Members during the 116th Annual General Meeting of your Company held on Tuesday, 29th September, 2020 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects

Thanking You
Yours Faithfully,
For PRS Associates
Company Secretaries

Narayan Parekh
Partner
Membership no. ACS 8059
CP No. 6448

PRS ASSOCIATES, COMPANY SECRETARIES
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SCRUTINIZER'S REPORT

Name of the Company	Hindoostan Mills Limited
Meeting	116th Annual General Meeting
Day, Date & Time	Tuesday, 29th September, 2020 at 12.00 Noon
Deemed Venue	Registered office situated at Sir Vithaldas Chambers, 16, Mumbai Samachar Marg, Fort, Mumbai -400 001
Mode	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

1. **Appointment as Scrutinizer**

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 116th Annual General Meeting ("AGM") of **Hindoostan Mills Limited** (hereinafter referred to as "**the Company**") scheduled on Tuesday, the 29th September, 2020 at 12:00 noon held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a 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.

2. The compliance with the provisions of the Companies Act, 2013 and Rules made thereunder and MCA and SEBI circulars relating to voting at the AGM by the Shareholders on the resolutions set out in the Notice of the 116th Annual General Meeting of the Company is the responsibility of the Management.

My responsibility as a Scrutinizer of the voting process (through E-voting) was restricted to scrutinize the E-voting process in a fair and transparent manner and to

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prepare a scrutinizer' s report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting process provided by CDSL, the service provider.

3. **Dispatch of Notice convening the AGM**

   a) Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in Free Press Journal (English) and Navshakti (Marathi) on 1st September, 2020 specifying the date & time of the AGM, availability of the notice on Company's website and website of the Stock Exchange (BSE Limited), manner of registration of E-mail Ids by the members (both physical and demat) who are yet to register their Email Ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM. etc.

   b) The company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on 2nd September, 2020.

   c) The company informed that on the basis of the Register of Members and list of Beneficial Owners made available by Computech Sharecap Limited, the Registrar and Share Transfer Agents (RTA) of the Company and the depositories i.e. National Securities Depositories Limited (NSDL) and Central Depositories Services (India) Limited (CDSL) respectively, the company completed dispatch of Notice of AGM on 3rd September, 2020 by Email to 3332 Members who had already registered their email ids with the company / Depositories.

4. **Cut off Date**

   Voting rights were reckoned as on **Tuesday, 22nd September, 2020**, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

5. **Remote e-voting process**

a) **Agency**

The Company appointed Central Depository Services (India) Limited (the "**CDSL**") as the agency for providing the platform for remote e-voting as well as

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e-voting at the AGM.

b) **Remote e-voting period**

Remote e-voting platform was open from **9:00 a.m. (IST) on Friday, 25th September, 2020 till 5:00 p.m. (IST) on Monday, 28th September, 2020** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

6. **Voting at the AGM**

a) In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e- voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

b) Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

7. **Counting Process**

a. On completion of e-voting during the AGM, we unblocked the results of the remote e-voting in the presence of Mr. Sanjay Shringarpure and Ms. Krutika Rane who acted as witness as prescribed in Sub Rule 4 (xii) of the said Rule 20 and e-voting by members at the AGM, on the CDSL e- voting platform and downloaded the results.

b. Votes were reconciled with the records maintained by the Company and

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Registrar and Share Transfer Agent (RTA) with respect to authorizations lodged with the company

8. Results

a. We observe that:

i. None of the members had cast their votes through e-voting at the AGM

ii. 74 members had cast their votes through remote E-voting

b. Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 14th July, 2020 is enclosed herewith.

c. Based on the aforesaid results, we report that 5 Ordinary Resolutions as set out in item Nos.1 to 5 of the Notice of the AGM dated 14th July, 2020 have been passed with requisite majority and hence deemed to be passed as on the date of AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the service provider in respect of the votes cast through E-voting and voting conducted at AGM by way of electronic means by the members of the company. All other relevant records relating to remote E-voting and electronic voting is under my safe custody and will be handed over to the company Secretary for safe keeping, after the Chairman signs the minutes.

Thanking You.

Yours faithfully,

PRS Associates

Company Secretaries

Narayan Parekh

Partner

Membership No.

ACS - 8059

C. P. No. 6448

UDIN :- A008059B000816944

Place: Mumbai

Dated: 30th September, 2020

Consolidated Results

Item no.1: - Adoption of the Audited Financial Statement of the Company for the year ended March 31, 2020 and the Reports of the Directors and Auditors

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	72	9,40,045	0	0	72	9,40,045	99.99
Dissent	2	3	0	0	2	3	0.01
Total	74	9,40,048	0	0	74	9,40,048	100
Invalid votes	0	0	0	0	0	0	0
Abstained from voting	0	0	0	0	0	0	0

Item No. 2 - Re-appointment of Mr. Chandrahas Thackersey as Director liable to retire by rotation.

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	72	9,40,045	0	0	72	9,40,045	99.99
Dissent	2	3	0	0	2	3	0.01
Total	74	9,40,048	0	0	74	9,40,048	100
Invalid votes	0	0	0	0	0	0	0
Abstained from voting	0	0	0	0	0	0	0

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Item No.3 Appointment of Mr. Abhimanyu J Thackersey as Director liable to retire by rotation.

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	72	9,40,045	0	0	72	9,40,045	99.99
Dissent	2	3	0	0	2	3	0.01
Total	74	9,40,048	0	0	74	9,40,048	100
Invalid votes	0	0	0	0	0	0	0
Abstained from voting	0	0	0	0	0	0	0

Item No.4 Appointment of Ms. Geeta J Palan as Independent Women Director for a period of five years

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	72	9,40,045	0	0	72	9,40,045	99.99
Dissent	2	3	0	0	2	3	0.01
Total	74	9,40,048	0	0	74	9,40,048	100
Invalid votes	0	0	0	0	0	0	0
Abstained from voting	0	0	0	0	0	0	0

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Item No.5 Ratification of Remuneration payable to Cost Auditor, Mr. Pranav J Taralekar for the financial year ending March 31, 2021.

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	72	9,40,045	0	0	72	9,40,045	99.99
Dissent	2	3	0	0	2	3	0.01
Total	74	9,40,048	0	0	74	9,40,048	100
Invalid votes	0	0	0	0	0	0	0
Abstained from voting	0	0	0	0	0	0	0

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1 to 5** of the Notice of the AGM dated 14th July, 2020 have been **passed with requisite majority.**

Yours faithfully,

PRS Associates

Company Secretaries

NSParekh

Narayan Parekh

Partner

Membership No.

ACS – 8059

C. P. No. 6448

UDIN :- A008059B000816944

Place: Mumbai

Dated: 30th September, 2020

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