



**CONSOLIDATED SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendments Rules, 2016]**

**To,  
The Chairman  
of 73<sup>rd</sup> Annual General Meeting of  
Hindusthan National Glass & Industries Limited,  
2, Red Cross Place  
Kolkata- 700 001**

**73<sup>rd</sup> Annual General Meeting of Equity Shareholders of Hindusthan National Glass & Industries Limited held on Wednesday, September 18, 2019 at CII - Suresh Neotia Centre of Excellence for leadership, DC-36, Sector-I, Salt Lake City, Kolkata- 700 064 at 10.00. A.M.**

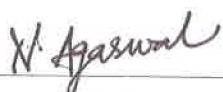
Dear Sir,

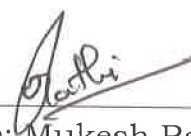
I, Kumkum Rathi, c/o M. Rathi & Co., Practicing Company Secretary, appointed as a Scrutinizer for the purpose of scrutinizing the remote e-voting and voting through ballot papers in a fair and transparent manner and ascertaining the requisite majority of e-voting and voting through ballot papers, carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Amended Rules, 2016 on the below mentioned resolution(s), at the 73<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Hindusthan National Glass & Industries Limited, held on Wednesday, 18<sup>th</sup> September, 2019 at 10.00 a.m. at CII, Suresh Neotia Centre of Excellence for leadership, DC-36, Sector-I, Salt Lake City, Kolkata- 700 064.

The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and the rules relating to voting through electronic means (by remote e-voting) and ballot paper on the resolutions contained in the notice of the 73<sup>rd</sup> Annual General Meeting of the Company. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballots by poll at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast **"in favour"** or **"against"** in the resolutions stated in the notice to the Chairman, based on the report generated from the e-voting system provided by The National Securities Depository Ltd.(NSDL).



**Further to the above, I submit my report as under:**

1. The Company has availed the services of NSDL for the purpose of remote e- voting.
  2. The e-voting period remained open from 15.09.2019 (9.00 a.m.) to 17.09.2019 (5.00 p.m.). Remote e-voting was blocked by NSDL at 5.00 p.m. on 17.09.2019.
  3. The shareholders holding shares as on the "cut off" date i.e. 11.09.2019 were entitled to vote on the proposed resolutions (item no. 1 to 3) as set out in the notice of the 73<sup>RD</sup> Annual General Meeting of Equity Shareholders of Hindusthan National Glass & Industries Limited.
  4. The votes were unblocked on 18.09.2019 at 10:36 a.m. in the presence of two witnesses, Mrs. Neha Agarwal and Mr. Mukesh Rathi not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
-   
Name: Neha Agarwal

  
Name: Mukesh Rathi
5. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "FOR" or "AGAINST" as set out in the notice of the AGM of the Company that were put to vote, were generated from the e-voting website of The NSDL.(<https://evoting.nsdl.com>) and based on such reports generated, the results of the e-voting are given hereunder in the report.
  6. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to caste the votes physically in case the same has not been casted by them through remote e-voting.
  7. After the time fixed for closing of the voting through ballot by the Chairman of the meeting, empty ballot box kept for polling was locked in my presence with due identification mark placed by me.



8. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
9. The Company had received 47 proxy forms and all of them had attended the meeting.
10. The combined results of the e-voting and voting through ballot form are as under:

### **ORDINARY BUSINESS**

**1. Ordinary Resolution – To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2019 together with Reports of the Directors and the Auditors thereon.**

I. Votes **in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	28	74031363	<b>99.99940</b>
Ballot	147	432	0.00058
Total	175	74031795	99.99998

II. Votes **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	2	11	<b>0.00001</b>
Ballot	1	1	<b>0.00000</b>
Total	3	12	0.00002



III. **Invalid/Abstained** votes:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	<b>0</b>
Ballot	53	971	<b>0</b>
Total	53	971	0

**Based on the aforesaid result, Ordinary Resolution as contained in item no. 1 has been passed with requisite majority.**

**2. Ordinary Resolution – To appoint a Director in place of Shri Mukul Somany (DIN: 00124625), who retires by rotation and being eligible, offers himself for re-appointment.**

I. Votes **in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	10	10692522	<b>99.99940</b>
Ballot	147	432	0.00404
Total	157	10692954	99.99988

II. Votes **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	3	12	<b>0.00011</b>
Ballot	1	1	<b>0.00001</b>
Total	4	13	0.00012



**III. Invalid/Abstained votes:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	<b>0.00</b>
Ballot	53	971	<b>0.00</b>
Total	53	971	0.00

**Based on the aforesaid result, Ordinary Resolution as contained in Item no. 2 has been passed with requisite majority.**

**SPECIAL BUSINESS**

**3. Special Resolution – Appointment of Shri Amal Chandra Saha (DIN : 00443348) as an Independent Director**

**I. Votes in favour of the resolution:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	27	74031362	<b>99.99940</b>
Ballot	144	429	0.00058
Total	171	74031791	99.99998

**II. Votes against the resolution:**

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	3	12	<b>0.00002</b>
Ballot	1	1	<b>0.00000</b>
Total	4	13	0.00002



III. **Invalid/Abstained** votes:

Mode of Voting	Number of members voted	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	<b>0.00</b>
Ballot	53	971	0.00
Total	53	971	<b>0.00</b>

**Based on the aforesaid result, Special Resolution as contained in item No. 3 has been passed with requisite majority.**

- 2.) The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 73<sup>rd</sup> Annual General Meeting and the same are handed over to the Compliance Officer for safe keeping.

Thanking you,

Yours faithfully,

*Kumkum Rathi*



**(Kumkum Rathi)**

**Practicing Company Secretary  
Membership Number: FCS-6016,  
CP No: 6209**

Place: KOLKATA

Dated: 18/09/2019

Received the Report of the Scrutinizer

For **Hindusthan National Glass & Industries Limited**

*Lalit Lohia*

**(Lalit Lohia)  
Company Secretary**

