

Ref. No: HSCL / Stock-Ex/2019-20/60 Date: 25 September 2019

E-mail: <u>blsharma@himadri.com</u>

Ref: Listing Code: 500184	Ref: Listing Code: HSCL
BSE Limited	National Stock Exchange of India Ltd
Department of Corporate Services	Exchange Plaza, C-1, Block-G
P. J. Towers, 25 th Floor,	BandraKurla Complex,
Dalal Street,	Bandra (E)
Mumbai- 400 001	Mumbai- 400 051

Sub: Voting Results and Scrutinizer's Report of the 31st Annual General Meeting held on 25.09.2019

Dear Sir,

We are enclosing herewith:-

- 1. Voting Results of the businesses transacted at the AGM, as required in terms of Regulation 44(3) of the SEBI (LODR), Regulations 2015 marked as **Annexure I.**
- 2. Report of the Scrutinizer dated 25 September 2019 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 / 21 of the Companies (Management & Administration) Rules, 2014 marked as **Annexure II.**

The Voting results along with the Scrutinizer's Report dated 25 September 2019 will be made available on the Company's website at <u>www.himadri.com</u> and on the website of the NSDL within 48 hours of the conclusion of the meeting.

This is for your information and taking on records.

Thanking You,



Yours faithfully, or Himadri Specialit Company Secretary FCS: 8148

Enclosed as above

CC To: National Securities Depository Ltd



Himadri Speciality Chemical Ltd (Formerly known as Himadri Chemicals & Industries Limited) CIN: L27106WB1987PLC042756

Voting Results

Annexure I

Date of AGM	25 September 2019
Total Number of shareholders on record date (Cut-off Date: 18 September 2019)	91959
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group	9
- Public	286
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
- Promoters and Promoter Group:	
= Public	



Agenda- wise disclosure

Ordinary Business

Resolution no. 1: Adoption of Audited Financial Statements (including the Audited Consolidated Financial Statements) for the financial year ended 31 March 2019, and the report of the Board of Directors and Auditors thereon.

Resolution require	ed:		Ordinary Resolution							
Whether promote the agenda/resolution	er/ promoter group a tion?	are interested in	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)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)] *100		
Promoter and	LVUIIIE		204815207	100.0000	204815207	0	100.0000	0.0000		
Promoter Group	Polling Papers	204815207	0	0.0000	0	0	0.0000	0.0000		
	Total		204815207	100.0000	204815207	0	100.0000	0.0000		
Public	E-Voting		15425581	74.7785	15425581	0	100.0000	0.0000		
Institutions	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000		
	Total		15425581	74.7785	15425581	0	100.0000	0.0000		
Public Others	E-Voting		108875819	56.3638	108872128	3691	99.9966	0.0034		
	Polling Papers	193166223	28444	0.0147	28444	0	100.0000	0.0000		
	Total		108904263	56.3785	108900572	3691	99.9966	0.0034		
	Grand Total	418609806	329145051	78.6281	329141360	3691	99.9989	0.0011		

Details of Invalid Votes					
Category	No of Votes				
Promoter & Promoter Group	0				
Public Institutions	0				
Public -Non Institutions	1				



Resolution requir	ed:		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	E-Voting		204815207	100.0000	204815207	0	100.0000	0.0000	
Promoter Group	Polling Papers	204815207	0	0.0000	0	0	0.0000	0.0000	
-	Total		204815207	100.0000	204815207	0	100.0000	0.0000	
Public	E-Voting		15425581	74.778	15425581	0	100.000	0.000	
Institutions	Polling Papers	20628376	0	0.000	0 -	0	0.000	0.000	
	Total		15425581	74.778	15425581	0	100.000	0.000	
Public Others	E-Voting		108875891	56.364	108872521	3370	99.997	0.003	
	Polling Papers	193166223	28444	0.015	28444	0	100.000	0.000	
	Total		108904335	56.379	108900965	3370	99.997	0.003	
	Grand Total	418609806	329145123	78.628	329141753	3370	99.999	0.001	

Resolution no. 2: Declare dividend for the financial year ended 31 March 2019

Details of Invalid Votes					
Category No of Votes					
Promoter & Promoter					
Group		0			
Public Institutions		0			
Public -Non Institutions		1			

Resolution required	1:		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	E-Voting		201548567	98.4051	201548567	0	100.0000	0.0000
Promoter Group	Polling Papers	204815207	0.00	0.0000	0	0	0.0000	0.0000
	Total		201548567	98.4051	201548567	0	100.0000	0.0000
Public	E-Voting		15425581	74.7785	2211308	13214273	14.3353	85.6647
Institutions	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000
	Total		15425581	74.7785	2211308	13214273	14.3353	85.6647
Public Others	E-Voting		108875739	56.3638	108863374	12365	99.9886	0.0114
	Polling Papers	193166223	28444	0.0147	28444	0	100.0000	0.0000
	Total		108904183	56.3785	108891818	12365	99.9886	0.0114
	Grand Total	418609806	325878331	77.8478	312651693	13226638	95.9412	4.0588

Resolution no. 3: Re-appointment of Director, Mr. Vijay Kumar Choudhary (DIN-00173858), who retires by rotation.

Details of Invalid Votes					
Category No of Votes					
Promoter & Promoter					
Group		0			
Public Institutions		0			
Public -Non Institutions		1			



Special Business

Resolution no. 4: Ratification of payment of remuneration to Mr. Sambhu Banerjee as Cost Auditor for the financial year 2019-20

Resolution required	1:		Ordinary Res	olution				
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 outstandin g shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – agains t (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and	E-Voting		204815207	100.0000	204815207	0	100.0000	0.0000
Promoter Group	Polling Papers	204815207	0	0.0000	0	0	0.0000	0.0000
	Total		204815207	100.0000	204815207	0	100.0000	0.0000
Public	E-Voting		15425581	74.7785	15425581	0	100.0000	0.0000
Institutions	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000
	Total		15425581	74.7785	15425581	0	100.0000	0.0000
Public Others	E-Voting		108875741	56.3638	108863045	12696	99.9883	0.0117
	Polling Papers	193166223	28444	0.0147	28444	0	100.0000	0.0000
	Total		108904185	56.3785	108891489	12696	99.9883	0.0117
	Grand Total	418609806	329144973	78.6281	329132277	12696	99.9961	0.0039

Details of Invalid Votes					
Category No of Votes					
Promoter & Promoter					
Group		0			
Public Institutions		0			
Public -Non Institutions		1			



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		
Promoter and	E-Voting		204815207	100.0000	204815207	0	100.0000	0.0000		
Promoter Group	Polling Papers	204815207	0	0.0000	0	0	0.0000	0.0000		
	Total		204815207	100.0000	204815207	0	100.0000	0.0000		
Public Institutions	E-Voting		15425581	74.7785	15425581	0	100.0000	0.0000		
	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000		
	Total		15425581	74.7785	15425581	0	100.0000	0.0000		
Public Others	E-Voting		108875811	56.3638	108864774	11037	99.9899	0.0101		
	Polling Papers	193166223	28444	0.0147	28444	0	100.0000	0.0000		
	Total		108904255	56.3785	108893218	11037	99.9899	0.0101		
	Grand Total	418609806	329145043	78.6281	329134006	11037	99.9966	0.0034		

Resolution no. 5: Appointment of Mrs. Sucharita Basu De (DIN: 06921540) as an Independent Woman Director.

Details of Invalid Votes					
Category No of Votes					
Promoter & Promoter Group	0				
Public Institutions	0				
Public -Non Institutions	1				



Resolution required:			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	E-Voting	204815207	204815207	100.0000	204815207	0	100.0000	0.0000		
Promoter Group	Polling Papers		0	0.0000	0	0	0.0000	0.0000		
	Total		204815207	100.0000	204815207	0	100.0000	0.0000		
Public Institutions	E-Voting		15425581	74.7785	14807277	618304	95.9917	4.0083		
	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000		
	Total		15425581	74.7785	14807277	618304	95.9917	4.0083		
Public Others	E-Voting		108875739	56.3638	108862180	13559	99.9875	0.0125		
	Polling Papers	193166223	28444	0.0147	28444	0	100.0000	0.0000		
	Total		108904183	56.3785	108890624	13559	99.9875	0.0125		
	Grand Total	418609806	329144971	78.6281	328513108	631863	99.8080	0.1920		

Resolution no. 6: Re-appointment of Mr. Santimoy Dey (DIN: 06875452) as an Independent Director

Details of Invalid Votes					
Category	No of Votes				
Promoter & Promoter Group	0				
Public Institutions	0				
Public -Non Institutions	1				



Resolution required: Special Resolution Whether promoter/ promoter group are interested in the No agenda/resolution? **Mode of Voting** Category No. of No. of votes % of Votes No. of No. of % of Votes % of Votes shares held polled Polled Votes – in Votes against on on in favour (1) (2) outstanding favour (4) against on votes polled votes shares polled (5) (7)=[(5)/(2)](3)=[(2)/(1)](6)=[(4)/(2)]*100 * 100 *100 Promoter and **E-Voting** 204815207 100.0000 204815207 100.0000 0 0.0000 Promoter Group 204815207 **Polling Papers** 0 0.0000 0 0 0.0000 0.0000 Total 204815207 204815207 100.0000 100.0000 0 0.0000 **Public Institutions E-Voting** 15425581 74.7785 100.0000 15425581 0 0.0000 20628376 **Polling Papers** 0 0.0000 0 0 0.0000 0.0000 Total 15425581 74.7785 15425581 0 100.0000 0.0000 Public Others 108872749 108859168 **E-Voting** 56.3622 13581 99.9875 0.0125 193166223 28444 **Polling Papers** 0.0147 0 0.0000 28444 100.0000 Total 108901193 56.3769 108887612 13581 99.9875 0.0125 **Grand Total** 418609806 329141981 78.6274 329128400 13581 99.9959 0.0041

Resolution no. 7: Re-appointment of Mr. Hanuman Mal Choraria (DIN: 00018375) as an Independent Director.

Details of Invalid Votes					
Category	No of Votes				
Promoter & Promoter Group		0			
Public Institutions		0			
Public -Non Institutions		1			



Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			Special Resolution No						
Promoter and	E-Voting		203330927	99.2753	203330927	0	100.0000	0.0000	
Promoter Group	Polling Papers	204815207	0	0.0000	0	0	0.0000	0.0000	
	Total		203330927	99.2753	203330927	0	100.0000	0.0000	
Public Institutions	E-Voting		15425581	74.7785	15425581	0	100.0000	0.0000	
	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000	
	Total		15425581	74.7785	15425581	0	100.0000	0.0000	
Public Others	E-Voting		108875739	56.3638	108869537	6202	99.9943	0.0057	
	Polling Papers	193166223	28444	0.0147	28444	0	100.0000	0.0000	
	Total		108904183	56.3785	108897981	6202	99.9943	0.0057	
	Grand Total	418609806	327660691	78.2735	327654489	6202	99.9981	0.0019	

Resolution no. 8: Re-appointment of Mr. Bankey Lal Choudhary (DIN-00173792) as a Whole Time Director.

Details of Invalid Votes						
Category	No of Votes					
Promoter & Promoter Group	0					
Public Institutions	0					
Public -Non Institutions	1					

OLKATA

Resolution no. 9: Appointment of Mr. Anurag Choudhary (DIN: 00173934) as a Director.

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			Ordinary Resolution No						
Promoter and	E-Voting		204815207	100.0000	204815207	0	100.0000	0.0000	
Promoter Group	Polling Papers	204815207	0	0.0000	0	0	0.0000	0.0000	
	Total		204815207	100.0000	204815207	0	100.0000	0.0000	
Public Institutions	E-Voting		15425581	74.7785	15425581	0	100.0000	0.0000	
	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000	
	Total		15425581	74.7785	15425581	0	100.0000	0.0000	
Public Others	E-Voting		108875741	56.3638	108869364	6377	99.9941	0.0059	
	Polling Papers	193166223	28444	0.0147	28444	0	100.0000	0.0000	
	Total		108904185	56.3785	108897808	6377	99.9941	0.0059	
	Grand Total	418609806	329144973	78.6281	329138596	6377	99.9981	0.0019	

Details of Invalid Votes					
Category	No of Votes				
Promoter & Promoter Group	0				
Public Institutions	0				
Public -Non Institutions	1				



Resolution no. 10: Appointment of Mr. Tushar Choudhary (DIN: 00174003) as a Director.

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			Ordinary Resolution No						
Promoter and	E-Voting		204815207	100.0000	204815207	0	100.0000	0.0000	
Promoter Group	Polling Papers	204815207	0	0.0000	0	0	0.0000	0.0000	
	Total		204815207	100.0000	204815207	0	100.0000	0.0000	
Public Institutions	E-Voting		15425581	74.7785	15425581	0	100.0000	0.0000	
	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000	
	Total		15425581	74.7785	15425581	0	100.0000	0.0000	
Public Others	E-Voting		108875681	56.3637	108868989	6692	99.9939	0.0061	
	Polling Papers	193166223	28434	0.0147	28434	0	100.0000	0.0000	
	Total		108904115	56.3784	108897423	6692	99.9939	0.0061	
	Grand Total	418609806	329144903	78.6281	329138211	6692	99.9980	0.0020	

Details of Invalid Votes					
Category	No of Votes				
Promoter & Promoter Group	0				
Public Institutions	0				
Public -Non Institutions	1				



Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			Ordinary Resolution No						
Promoter and	E-Voting		204815207	100.0000	204815207	0	100.0000	0.0000	
Promoter Group	Polling Papers	204815207	0	0.0000	0	0	0.0000	0.0000	
	Total		204815207	100.0000	204815207	0	100.0000	0.0000	
Public Institutions	E-Voting		15425581	74.7785	15425581	0	100.0000	0.0000	
	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000	
	Total		15425581	74.7785	15425581	0	100.0000	0.0000	
Public Others	E-Voting		108875606	56.3637	108868844	6762	99.9938	0.0062	
	Polling Papers	193166223	28444	0.0147	28444	0	100.0000	0.0000	
	Total		108904050	56.3784	108897288	6762	99.9938	0.0062	
	Grand Total	418609806	329144838	78.6281	329138076	6762	99.9979	0.0021	

Resolution no. 11: Appointment of Mr. Amit Choudhary (DIN: 00152358) as a Director

Details of Invalid Votes					
Category	No of Votes				
Promoter & Promoter Group	0				
Public Institutions	0				
Public -Non Institutions	1				



Resolution no. 12: Appointment of Mr. Anurag Choudhary (DIN: 00173934) as a Managing Director & CEO.

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			Special 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	E-Voting		204815207	100.0000	204815207	0	100.0000	0.0000	
Promoter Group	Polling Papers	204815207	0	0.0000	0	0	0.0000	0.0000	
_	Total		204815207	100.0000	204815207	0	100.0000	0.0000	
Public Institutions	E-Voting		15425581	74.7785	15425581	0	100.0000	0.0000	
	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000	
	Total		15425581	74.7785	15425581	0	100.0000	0.0000	
Public Others	E-Voting		108872734	56.3622	108866268	6466	99.9941	0.0059	
	Polling Papers	193166223	28444	0.0147	28444	0	100.0000	0.0000	
	Total		108901178	56.3769	108894712	6466	99.9941	0.0059	
	Grand Total	418609806	329141966	78.6274	329135500	6466	99.9980	0.0020	

Details of Invalid Votes				
Category	No of Votes			
Promoter & Promoter Group	0			
Public Institutions	0			
Public -Non Institutions	1			

KOLKATA

Resolution required:			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	E-Voting		204815207	100.0000	204815207	0	100.0000	0.0000
Promoter Group	Polling Papers	204815207	0	0.0000	0	0	0.0000	0.0000
<u>*</u>	Total		204815207	100.0000	204815207	0	100.0000	0.0000
Public Institutions	E-Voting		15425581	74.7785	15425581	0	100.0000	0.0000
	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000
	Total		15425581	74.7785	15425581	0	100.0000	0.0000
Public Others	E-Voting		108875585	56.3637	108868821	6764	99.9938	0.0062
	Polling Papers	193166223	28444	0.0147	28444	0	100.0000	0.0000
	Total		108904029	56.3784	108897265	6764	99.9938	0.0062
	Grand Total	418609806	329144817	78.6281	329138053	6764	99.9979	0.0021

Resolution no. 13: Appointment of Mr. Tushar Choudhary (DIN: 00174003) as a Whole Time Director,

Details of Invalid Votes					
Category	No of Votes				
Promoter & Promoter Group		0			
Public Institutions		0			
Public -Non Institutions		1			



Resolution required:			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	E-Voting		204815207	100.0000	204815207	0	100.0000	0.0000
Promoter Group	Polling Papers	204815207	0	0.0000	0	0	0.0000	0.0000
	Total		204815207	100.0000	204815207	0	100.0000	0.0000
Public Institutions	E-Voting		15425581	74.7785	15425581	0	100.0000	0.0000
	Polling Papers	20628376	0	0.0000	0	0	0.0000	0.0000
	Total		15425581	74.7785	15425581	0	100.0000	0.0000
Public Others	E-Voting	193166223	108875651	56.3637	108868756	6895	99.9937	0.0063
	Polling Papers		28444	0.0147	28444	0	100.0000	0.0000
	Total		108904095	56.3784	108897200	6895	99.9937	0.0063
	Grand Total	418609806	329144883	78.6281	329137988	6895	99.9979	0.0021

Resolution no. 14: Appointment of Mr. Amit Choudhary (DIN: 00152358) as a Whole Time Director.

Details of Invalid Votes				
Category	No of Votes			
Promoter & Promoter Group	0			
Public Institutions	0			
Public -Non Institutions	1			

