



HINDCON CHEMICALS LIMITED

62B, Braunfeld Row, VASHUDHA, Kolkata-700 027
Tel.:+91 33 2449 0835 / 39, Fax :+91 33 2449 0849
email : contactus@hindcon.com, Website : www.hindcon.com
CIN : L24117WB1998PLC087800, GSTN : 19AAACH8021M1ZE
UDYOG AADHAR NUMBER : WB08B0002474



Date: 1st June, 2021

The Secretary,
National Stock Exchange of India Ltd,
'Exchange Plaza, C-1, Block 'G',
Bandra-Kurla Complex, Bandra (E),
Mumbai — 400 051
Symbol- HINDCON

Subject: Voting Result & Scrutinizer Report of Postal Ballot (e-voting)

Dear Sir/Madam,

With reference to our letter dated 19th April, 2021, we would like to update that the approval of shareholders of the Company by way of special resolution was sought for following:

- 1. Migration of listing/trading of equity shares of the Company from SME Platform of NSE (NSE EMERGE) to Main Board of NSE in terms of Chapter IX of SEBI (ICDR) Regulations, 2018**

In terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, please find enclosed the proceeding & results of Postal Ballot (e-voting) as **Annexure-A**, along with the report of the scrutinizer appointed by the Company for conducting the Postal Ballot as **Annexure-B**.

The same will also be uploaded on the website of the Company at www.hindcon.com and CDSL at www.cdslindia.com. The aforesaid resolutions have been **passed unanimously** by Members through Postal Ballot.

You are requested to take the above information on record.

Thanking You

Yours faithfully

For Hindcon Chemicals Limited

Jaya Bajpai
Company Secretary & Compliance Officer

Encl: As Above





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SUMMARY OF THE PROCEEDINGS RELATING TO RESULTS DECLARED ON 1ST JUNE, 2021 FOR THE VOTING BY POSTAL BALLOT CONDUCTED PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, ON THE SPECIAL RESOLUTION DEEMED TO BE PASSED ON 30TH MAY, 2021 BY THE SHAREHOLDERS OF HINDCON CHEMICALS LIMITED

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read together with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), also read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020 and Circular No. 33/2020 dated September 28, 2020 issued by the Ministry of Corporate Affairs (hereinafter referred to as the "MCA Circulars"), the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated April 19, 2021 sent to all shareholders, on the proposal for passing Special Resolutions under Chapter IX of SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to approve 'Migration of the Company from NSE Emerge (SME Platform) to Main Board of NSE' by way of postal ballot by voting through electronic means only ("remote e-voting").

Due to difficulty in dispatch of the Notice along with the explanatory statement and postal ballot form by post or courier, on account of threat posed by COVID-19 pandemic situation and as permitted under the MCA Circulars, the Company had sent the Notice in electronic form. However, Company has facilitated dispatch of physical notices where no e-mail ids were registered.

The remote e-voting commenced from Saturday, May 1, 2021 at 9:00 A.M. and ends on Sunday, May 30, 2021 at 5:00 P.M.

Mr. Santosh Kumar Tibrewalla, a Practicing Company Secretary who was appointed by the Board of Directors at its meeting held on 19th April, 2021 as the scrutinizer for conducting postal ballot process in a fair and transparent manner, submitted his report on the postal ballot.

Thereafter, on the basis of the report of the Scrutinizer, Mr. Sanjay Goenka, Chairman and Managing Director of the Company declared the results on 1st June, 2021 at 1.00 P.M. on the following resolutions as set out in the Postal Ballot notice and informed that the results would be placed on the website of the Company at www.hindcon.com and would also be intimated to Stock Exchange and the depositories along with Scrutinizer's Report.





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Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding postal ballot are as follows:

RESOLUTION NO.1:

MIGRATION OF THE COMPANY FROM NSE EMERGE (SME PLATFORM) TO MAIN BOARD OFNSE

(As a Special Resolution)

The Scrutinizer's in his Report (e-voting) reported the voting on the resolution as follows:

VOTING RESULTS

POSTAL BALLOT NOTICE DATED 19TH APRIL, 2021 OF HINDCON CHEMICALS LIMITED

General information about company	
NSE Symbol	HINDCON
ISIN	INE642Y01011
Name of the company	HINDCON CHEMICALS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	Date of declaration of results :1 st June, 2021 Deemed dated of passing of resolution : 30 th May, 2021
Start time of the meeting	Not Applicable
End time of the meeting	Not Applicable

Scrutinizer Details	
Name of the Scrutinizer	Mr. Santosh Kumar Tibrewalla
Firms Name	Mr. Santosh Kumar Tibrewalla
Qualification	Practicing Company Secretary
Membership Number	3811
Date of Board Meeting in which appointed	19 th April, 2021
Date of Issuance of Report to the Company	1 st June, 2021

Voting results	
Record date	23 rd April, 2021
Total number of shareholders on record date	215
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	NA





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b) Public	NA
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	NA
b) Public	NA
No. of resolution passed in the meeting	1 (one)
Disclosure of notes on voting results	

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution? (Refer Note 1)				No				
Description of resolution considered				Migration of the Company from NSE Emerge (SME Platform of NSE) to Main Board of NSE				
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	69,50,100	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		69,50,100	-	-	-	-	-
Public-Institutions	E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		0	-	-	-	-	-
Public-Non Institutions	E-Voting	32,88,025	6,58,025	20.01	6,58,025	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3288025	6,58,025	20.01	6,58,025	-	100%
Total		10238125	6,58,025	6.43	6,58,025	-	100%	-
Whether resolution is Passed or Not.				Yes				
Disclosure of notes on resolution				Note: 1 – Since, in terms of proviso to Regulation 277 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, votes casted by				





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	<p>Promoters (including Promoters Group) are not material for the Special Business mentioned in the notice of postal ballot, any votes casted by Promoters (including Promoters Group) have not been considered and accordingly, although they have voted in favour of resolution, same were treated as Invalid.</p> <p><u>However, none of the Promoters (including Promoters group) had casted their votes in favour /against of the resolution.</u></p>
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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	NIL
Public Institutions	NIL
Public - Non Institutions	NIL

Based on the aforesaid report, Mr. Sanjay Goenka, Chairman & Managing Director, announced the result on Resolution No. 1 as declared **passed unanimously**.

As per Secretarial Standard II the aforesaid resolutions are deemed to be passed on 30th May, 2021 being the last date of the postal ballot remote e-voting.

The announcement of the voting results on Postal Ballot concluded with a vote of thanks to the Chair.

For Hindcon Chemicals Limited

**JAYA
BAJPAI**

Digitally signed by JAYA BAJPAI
 DN: c=IN, st=West Bengal,
 2.5.4.20=14-042aa9cb213242f4f3b8ce0b1f10eb7
 3f6322f0-43f8536a23b66ae29ba55,
 postalCode=711101, street=28 BARODA
 CHARAN BHATTACHARJEE LANE
 RAMKRISHNA PUR HAORA CORPORATION,
 serialNumber=c0447defe58ae910c257690b2971
 ee2cf4c2c0f53a2a9f533d930e0b3b653a83,
 o=Personal, cn=JAYA BAJPAI
 Date: 2021.06.01 13:10:16 +05'30'

**Jaya Bajpai
 Company Secretary & Compliance Officer**

Date: 1st June, 2021

Place: Kolkata



SANTOSH KUMAR TIBREWALLA
B.Com. (Hons.) LL.B., FCS
Practising Company Secretary

5A, N. C. Dutta Sarani,
3rd Floor, Kolkata - 700 001
Phone: (033) 2262-8200/ 4005-4842
email :santibrewalla@gmail.com

Scrutinizer's Report

[Pursuant to Section 108 &110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and 2016]

01.06.2021

The Chairman,

M/s. Hindcon Chemicals Limited
62B, Braunfeld Row, 1st Floor,
Kolkata-700027

Dear Sir,

Reg: Scrutinizer's Report on Postal Ballot

I, Santosh Kumar Tibrewalla, Practising Company Secretary has been appointed by the Board of Directors of **M/s. Hindcon Chemicals Limited** (the Company) at its meeting held on **19th April, 2021** as a Scrutinizer as per the provisions of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and 2016 for the purpose of scrutinizing the process of postal ballot (remote e-voting only) by the Equity Shareholders of the Company and ascertaining the requisite majority on voting carried out on the resolutions contained in the notice of the Postal Ballot of the members of the Company.

Due to postal and courier services not normalized, on account of the threat posed by Covid-19 pandemic situation, and in terms of the Circular No. 14/2020 dated April 8, 2020, Circular No. 17 /2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020 and Circular No. 33/2020 dated September 28, 2020 issued by the Ministry of Corporate Affairs (hereinafter referred to as the "MCA Circulars"), the Company had sent this postal ballot notice in electronic form and also in physical mode where e-mail ids were not registered. The hard copy of this Postal Ballot Notice along with postal ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the exemption provided under the MCA Circulars.

Accordingly, the communication of the assent or dissent of the members done through the remote e-voting system only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had also been placed on website of the Company at www.hindcon.com and e-

voting website at www.cdslindia.com and was also available on the website of Stock Exchange at www.nseindia.com.

The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for conducting the Postal Ballot (E-voting only) process on the resolutions contained in the Notice of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services Limited (CDSL), the authorised agency to provide remote e-voting facilities.

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

- 1.1** The Company had completed dispatch of Notice of Postal Ballot dated 19th April, 2021 along with remote e-voting instructions on Tuesday, 27th April, 2021 to its Members by email who had registered their email ids with depositories/the company and in physical mode, who did not registered their email ids and whose name(s) appeared on the Register of Members/ list of beneficiaries as on April 23, 2021 and also published Newspaper Advertisement in English and Bengali (Regional Language) in Financial Express (English) and Duranta Barta (Bengali) respectively regarding dispatch of Notice of Postal Ballot alongwith Remote e-voting Information and containing all the matters required under Companies Act, 2013 and relevant rules on April 28, 2021.
- 1.2** The remote e-voting period remained open from Saturday, 1st May, 2021 (9:00 A.M.) to Sunday, 30th May, 2021 (5:00 P.M.). The Company has offered e-voting through link Central Depository Services (India) Limited (hereinafter referred to as "CDSL") and the report contains the details of E-voting only
- 1.3** The members of the Company as on the "cut-off" date i.e. Friday, 23rd April, 2021 were entitled to vote on the resolutions (item no. 1 as set out in the notice of the Postal Ballot of the Company dated 19th April, 2021).
- 1.4** Particulars of the votes casted (electronically) have been entered in a register separately maintained for the purpose.
- 1.5** The votes casted electronically were unblocked by me on 30th May, 2021 after closure of e-voting process.
- 1.6** All the votes casted electronically upto 5:00 P.M., the close of working hours on 30th May, 2021, the last date and time fixed by the Company for the closure of remote e-voting facility was considered for scrutiny.
- 1.7** The votes casted through remote e-voting and found not in accordance to the rules provided were also treated as invalid.

2.0 The summary of the postal ballot e-voting as casted is given below:

Sl. No.	Particulars	Resolution 1	
		No. of Postal Ballot / e-voting	No of shares voted
1	Total Postal Ballot forms received	NA	NA
2	Total E-voting	11	6,58,025
3	Less : Invalid Postal Ballot Forms	NA	NA
4	Less : Invalid e-voting	-	-
5	Net Valid Postal Ballot / e-voting confirmations	11	6,58,025
6	Postal Ballot Forms/e-voting "Assent for the Resolution"	11	6,58,025
7	% of "Assent" with respect to the votes casted (6/5*100)	100%	100%
8	Postal Ballot Forms/e-voting "Dissent for the Resolution"	NA	NA
9	% of "Dissent" with respect to the votes casted (8/5*100)	NA	NA
	Result	Passed Unanimously	

* In pursuance to proviso to Regulation 277 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Promoters, if casted their votes need not be considered for the purpose of passing of the resolution. However, none of the Promoters had casted their votes in favour/against the resolution.

2.1 The detailed results of the Postal Ballot (E-voting) are as under:

Item No. 1:-

Special Resolution - Migration of the Company from NSE Emerge (SME Platform) to Main Board of NSE

Mode of Voting	Remote e-Voting		Postal Ballot		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	11	6,58,025	NA	NA	11	6,58,025	100
Votes against the resolution	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

The relevant information of postal ballot e-voting was provided to the Company for preparation of requisite reports and related papers/ registers and records shall be handed over to the Company Secretary after the Chairman signs the minutes.

You may accordingly declare the results and display the same on the website of the Company and convey to Stock Exchange(s) and Depositories.

Please acknowledge the receipt.

**SANTOSH
KUMAR
TIBREWALLA
A** Digitally signed by
SANTOSH KUMAR
TIBREWALLA
Date: 2021.06.01
11:55:36 +05'30'

**SANTOSH KUMAR TIBREWALLA
Practising Company Secretary
FCS – 3811
C.P. No: 3982
UDIN: F003811C000405124**

**Place: Kolkata
Date: 01.06.2021**

**SANJAY
GOENKA
A** Digitally signed by SANJAY GOENKA
DN: c=IN, st=West Bengal,
2.5.4.20=57046a828bb1367602fd1aa
de012e96c9d58fc5b55a3d0e4d4b8ec
72afb85036, postalCode=700027,
street=17/1g alipore
road,madhuban,6th fl kolkata,
serialNumber=9b6a4d453037b08dea
19d0d31180361b502948b0ef4d8b06
9098365d9f9d650a, o=Personal,
cn=SANJAY GOENKA
Date: 2021.06.01 13:20:40 +05'30'

**Sanjay Goenka
Chairman & Managing Director
DIN: 00848190**