

# HINDCON CHEMICALS LIMITED

62B, Braunfeld Row, VASHUDHA, Kolkata-700 027  
Tel.:+91 33 2449 0839, Fax :+91 33 2449 0849  
email : contactus@hindcon.com, Website : www.hindcon.com  
CIN NO. : L24117WB1998PLC087800



26.08.2022

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

Ref: Symbol - HINDCON

Dear Sir(s),

**Reg : Outcome and Scrutinizer Report of Annual General Meeting.**

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, we are sending herewith the following documents –

1. Outcome (voting results) of 24<sup>th</sup> Annual General Meeting of the Company for the financial year 2021-22 held on Friday, 26<sup>th</sup> August, 2022.
2. Consolidated report issued by the Scrutinizer on remote e-voting and e-voting at the venue of the Annual General Meeting.


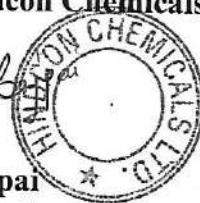
You may accordingly display the results on website of your exchange(s).

Please acknowledge the receipt.

Thanking You,

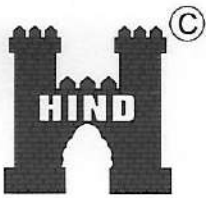
Yours faithfully,

**For Hindcon Chemicals Limited**

  
  
**Jaya Bajpai**  
Company Secretary

Encl: As above





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## OUTCOME OF ANNUAL GENERAL MEETING

Date of the AGM	Friday, 26 <sup>th</sup> August, 2022
Total number of shareholders on record date	5957
No. of shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group : Public :	Not Applicable
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group : Public :	4 31

*\*The Mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.*

**Agenda No 1:** Adoption of Audited Standalone & Consolidated Financial Statement of the Company which comprises of Balance Sheet as at 31<sup>st</sup> March, 2022, Audited Profit & Loss Account and the Cash Flow Statement for the year ended on that date, together with the Report of Board of Directors' and Auditors' thereon.

Resolution required : (Ordinary/Special) :							Ordinary	
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 of votes polled (6) = [(4)/(2)]*100	% of Votes against on Votes Polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	69,70,100	4404000	63.18	4404000	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		4404000	63.18	4404000	-	100%	-
Public Institution	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non-Institution	E-Voting	32,68,025	405976	12.42	405975	1	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		405976	12.42	405975	1	100%	-
Total		1,02,38,125	4809976	46.98%	4809975	1	100%	-

Result: Passed by Majority

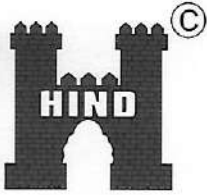


CML - 5479763



CML - 5381154





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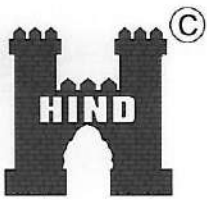


**Agenda No 2:** Declaration of dividend on equity shares for the financial year ended 31<sup>st</sup> March, 2022.

Resolution required : (Ordinary/Special) :							Ordinary	
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 of votes polled (6)= [(4)/(2)]* 100	% of Votes against on Votes Polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	69,70,100	4404000	63.18	4404000	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		69,70,100	4404000	63.18	4404000	-	100%
Public Institution	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non-Institution	E-Voting	32,68,025	405976	12.42	405975	1	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		32,68,025	405976	12.42	405975	1	100%
<b>Total</b>		<b>1,02,38,125</b>	<b>4809976</b>	<b>46.98</b>	<b>4809975</b>	<b>1</b>	<b>100%</b>	<b>-</b>

**Result: Passed by Majority**





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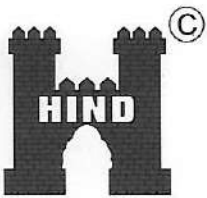


**Agenda No 3:** Appointment of Mrs. Nilima Goenka (DIN: 00848225), who retired by rotation and, being eligible, offered herself for re-appointment.

Resolution required : (Ordinary/Special) :							Ordinary	
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 of votes polled (6)=[(4)/(2)]* 100	% of Votes against on Votes Polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	69,70,100	4404000	63.18	4404000	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		69,70,100	4404000	63.18	4404000	-	100%
Public Institution	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non-Institution	E-Voting	32,68,025	405976	12.42	405970	6	99.99%	0.0014%
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		32,68,025	405976	12.42	405970	6	99.99%
Total		1,02,38,125	4809976	46.98	4809970	6	99.99%	0.00012%

Result: Passed by Majority





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**Agenda No 4:** Appointment of Mr. Sudhir Kumar Bhartia (DIN: 00644721) as an Independent Director of the Company

Resolution required : (Ordinary/Special) :							Special	
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 of votes polled (6) = [(4)/(2)]* 100	% of Votes against on Votes Polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	69,70,100	4404000	63.18	4404000	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>69,70,100</b>	<b>4404000</b>	<b>63.18</b>	<b>4404000</b>	<b>-</b>	<b>100%</b>
Public Institution	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non-Institution	E-Voting	32,68,025	405976	12.42	405976	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>32,68,025</b>	<b>405976</b>	<b>12.42</b>	<b>405976</b>	<b>-</b>	<b>100%</b>
<b>Total</b>		<b>1,02,38,125</b>	<b>4809976</b>	<b>46.98</b>	<b>405976</b>	<b>-</b>	<b>100%</b>	<b>-</b>

Result: Passed Unanimously





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CIN NO. : L24117WB1998PLC087800



Please acknowledge the receipt.

Thanking You,

Yours faithfully,

For Hindcon Chemicals Limited

*Jaya Bajpai*  
Jaya Bajpai  
Company Secretary



**SANTOSH KUMAR TIBREWALLA**  
**B.Com.(Hons.) LL.B., FCS.**  
**Company Secretary**  
**(Peer Reviewed)**

**5A, N. C. Dutta Sarani,**  
**3<sup>rd</sup> Floor, Kolkata - 700 001**  
**Phone: (033) 2262-8200/ 4005-4842**  
**E-mail: santibrewalla@rediffmail.com**

**Scrutinizer's Report**

**[Pursuant to Section 108 / 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014]**

**The Chairman,**  
**M/s. Hindcon Chemicals Limited**  
**62B, Braunfeld Row, 1<sup>st</sup> Floor,**  
**Kolkata - 700027.**

Dear Sir,

I, Santosh Kumar Tibrewalla, Practising Company Secretary has been appointed by the Board of Directors of **M/s. Hindcon Chemicals Limited** (the Company) as a Scrutinizer as per the provisions of Section 108 /109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the process of remote e-voting & electronic voting during the 24<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) on **Friday, the 26<sup>th</sup> day of August, 2022 at 1:00 P.M.** and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure requirements), 2015 as amended by the applicable circulars issued in this connection both by MCA & SEBI, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM.

The Applicable Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices & Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak COVID-19 (Corona Virus) pandemic. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the Applicable Circulars.

As mentioned in the Notice, the proceedings of the 24<sup>th</sup> Annual General Meeting will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

1. 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 relating to voting through electronic means on the resolutions contained in the Notice to the 24<sup>th</sup> Annual General Meeting (AGM) 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 remote e-voting system provided by the Central Depository Services Limited (CDSL), the authorised agency to provide remote e-voting facilities, engaged by the Company and electronic voting during the Annual General Meeting.
2. Further to the above, I submit my report as under:-
  - i) The remote e-voting period remained open from Tuesday, August 23, 2022 (9:00 A.M.) to Thursday, August 25, 2022 (5:00 P.M.)
  - ii) The members of the Company as on the "cut-off" date i.e. Friday, August 19, 2022 were entitled to vote on the resolutions (items no. 1 to 4 as set out in the notice of the AGM of the Company).
  - iii) The Company had also provided e-voting facility to vote during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.



- iv) The votes casted through e-voting and found not in accordance to the rules provided were treated as invalid.
- v) Thereafter, votes casted through remote e-voting and electronic voting were unblocked on 26<sup>th</sup> August, 2022 in the presence of 2 witnesses, Ms. Bhawana and Ms. Ankita Banerjee, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Bhawana

Name: Bhawana

Ankita Banerjee

Name: Ankita Banerjee

- vi) Thereafter, the details containing, inter alia, list of Equity Share Holders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited (CDSL), i.e. <https://www.evotingindia.com>.
- vii) Based on such reports generated from the website of CDSL during the AGM, the result of the voting stands as under:

**Item No. 1:-**

**Ordinary Resolution:** Adoption of Audited Standalone & Consolidated Financial Statement of the Company which comprises of Balance Sheet as at 31<sup>st</sup> March, 2022, Audited Profit & Loss Account and the Cash Flow Statement for the year ended on that date, together with the Report of Board of Directors' and Auditors' thereon.

	Remote e-Voting*		Ballot Voting at AGM		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	31	4809975	-	-	31	4809975	100%
Votes against the resolution	1	1	-	-	1	1	0.00%
Invalid Votes	-	-	-	-	-	-	-

(\* including e-voting during the AGM)





**Item No. 2:-**

**Ordinary Resolution:** Declaration of final dividend on equity shares for the financial year ended 31<sup>st</sup> March, 2022.

	Remote e-Voting		Ballot Voting at AGM		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	31	4809975	-	-	31	4809975	100%
Votes against the resolution	1	1	-	-	1	1	0.00%
Invalid Votes	-	-	-	-	-	-	-

(\* including e-voting during the AGM)

**Item No. 3:-**

**Ordinary Resolution:** Appointment of Mrs. Nilima Goenka (DIN: 00848225), who retires by rotation and, being eligible, offered herself for re-appointment

	Remote e-Voting		Ballot Voting at AGM		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	30	4809970	-	-	30	4809970	99.99%
Votes against the resolution	2	6	-	-	2	6	0.00%
Invalid Votes	-	-	-	-	-	-	-

(\* including e-voting during the AGM)



**Item No. 4:-**

**Special Resolution:** Appointment of Mr. Sudhir Kumar Bhartia (DIN: 00644721) as an Independent Director of the Company.

	Remote e-Voting		Ballot Voting at AGM		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	32	4809976	-	-	32	4809976	100%
Votes against the resolution	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

(\* including e-voting during the AGM)



The relevant reports and all other relevant records relating to Remote E-voting are in my safe custody and will be handed over to the Company Secretary after signing the Minutes by the Chairman.

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

Please acknowledge the receipt.

Thanking You,

Yours faithfully,



**SANTOSH KUMAR TIBREWALLA**

**Scrutinizer**

**Membership No. 3811**

**CP No. 3982**

**PR No.: 1346/2021**

**UDIN: F003811D000855739**

**Place: Kolkata**

**Date: 26.08.2022**

For Hindcon Chemicals Limited  
*Kashi Nath Dey*  
Kashi Nath Dey  
Chief Financial Officer