

SMITA SHARMA & ASSOCIATES

Company Secretaries in whole time practise

Fortuna Tower, 23A, N S Road
5th Floor, Room No. 12A
Kolkata-700001
Tel : 98301-26765 / 4005-6808
Email – sharmasmitacs@gmail.com

COMBINED SCRUTINIZER'S REPORT

**(Voting through E-voting and Poll at the Annual General Meeting)
[Pursuant To Section 108 of The Companies Act , 2013 and Companies
(Management and Administration) Rules, 2014as amended]**

TO
The Chairman
Hindustan Wires Limited
(CIN: L27106WB1959PLC024177)
3A, Shakespeare Sarani, 5th Floor
Kolkata-700071

Dear Sir,

Sub:-

Scrutinizer Report on Evoting and Poll at the Annual General Meeting conducted in Pursuant To Section 108 of The Companies Act , 2013 and Companies(Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015

I, Smita Sharma, (ACS-17757 / CP-6077) of M/S Smita Sharma & Associates, Company Secretaries in whole time Practise, Kolkata was appointed as the Scrutinizer of Hindustan Wires Limited (the Company) pursuant to section 108 of the Companies Act, 2013, as amended (The Act) and Rule 22 of Companies (Management and Administration) Rules 2014 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by Companies (Management and Administration) Rules, 2015 and Regulation 44 of Securities and Exchange Board of India(Listing Obligation and Disclosure Requirement) Regulation,2015 to the extent applicable, for the purpose of Scrutinizing the e-voting and Poll in a fair and transparent manner and ascertaining the requisite majority on e-voting and Poll out as per the provision of Companies Act, 2013 on the below mentioned resolution(s). We submit our report as under:

I submit my report as under:

1. The compliance with the provisions of The Companies act, 2013 and the rules made thereunder relating to voting through electronic means by (remote e-voting/ Poll) by the shareholders on the resolution proposed in the notice of the 59th Annual General meeting of the company is the responsibility of the management. My responsibility as scrutinizer is to ensure that voting process through remote e- voting and Poll in a fair and transparent manner and render consolidated scrutinizer report on total votes cast in assent or dissent to the Chairman on the resolutions.
2. The e-voting period remained open from 10:00 A.M IST on Sunday, the 8th Day of September, 2019 upto 05:00 P.M on Tuesday, 10th Day of September, 2019.



3. At the end of the voting period on Tuesday, 10th Day of September, 2019 at IST 05:00 P.M, the voting portal of the service provider was blocked forthwith.
4. The Shareholders holding shares as on the “Cut-off” Date i.e 4th Day of September, 2019 were entitled to Vote on the proposed 4 (Four) Resolutions as mentioned in the notice dated 27th day of May , 2019 of Hindustan Wires Limited.
5. The Votes were unblocked on Wednesday, the 11th Day of September , 2019 at 02:00 P.M IST in the presence of two witnesses , namely , Mrs. Anasua Mondal residing at 51/4/C Rabindra Sarani Liluah Howrah-711204 and Miss Nilanjana Ganguly residing at 39, Brindabon Basak Street, Kolkata- 700 005, who are not in employment of the company.
6. Thereafter the details containing, inter-alia, list of equity shareholders who voted “For” and “Against” were downloaded from the e-voting website of Central Depository Services (India) limited (<https://www.evotingindia.com>)
7. On Scrutiny, We found that 107 members have cast their votes through Poll forms at the meeting (2915 shares excluding 10 invalid votes), 10 members(9059371 shares) have cast their votes through E-Voting.

The Result of e- voting (EVSN: 190724014) is as under:

[A] Ordinary Business:

Resolution 1

Approval of Accounts

Type of resolution: Ordinary Resolution

Valid Votes	Category	E- Voting		Polls		Total	
		Voter Counts	Vote Count	No. Of Forms	Votes	Valid Votes	% of total Valid Votes
Votes in favour of the resolution	Promoter & promoter Group	10	9059371	-	-	9059371	100%
	Others-Public	-	-	87	2900	2900	100%
Votes Against the resolution	Promoter & promoter Group	00	0	0	0	0	0
	Others-Public	0	0	10	15	15	100%
	Total	10	9059371	97	2915	9062286	100%



*The number of Polls forms found invalid was 10.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of Annual General Meeting dated 27/05/2019 is passed in favour of the resolution with requisite majority.

Resolution 2

To Re appoint Mr. Uma Shankar Bhartia (DIN:00063091) who retires by rotation and Eligible for Reappointment.

Type of resolution: Ordinary Resolution

Valid Votes	Category	E- Voting		Polls		Total	
		Voter Counts	Vote Count	No. Of Forms	Votes	Valid Votes	% of total Valid Votes
Votes in favour of the resolution	Promoter & promoter Group	9	9057969	-	-	9057969	100%
	Others-Public	-	-	87	2900	2900	100%
Votes Against the resolution	Promoter & promoter Group	00	0	0	0	0	0
	Others-Public	0	0	10	15	15	100%
	Total	9	9057969	97	2915	9060884	100%

*The number of Polls forms found invalid was 10.

**Votes of Interested Director has not been Counted

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of Annual General Meeting dated 27/05/2019 is passed in favour of the resolution with requisite majority.

[B] Special Business

Resolution 3

To Re-appoint Mr. Krishna Murari Lal (DIN-00016166) as an Independent Director for the Second Term



Type of resolution: Special Resolution

Valid Votes	Category	E- Voting		Polls		Total	
		Voter Counts	Vote Count	No. Of Forms	Votes	Valid Votes	% of total Valid Votes
Votes in favour of the resolution	Promoter & promoter Group	10	9059371	-	-	9059371	100%
	Others-Public	-	-	87	2900	2900	100%
Votes Against the resolution	Promoter & promoter Group	00	0	0	0	0	0
	Others-Public	0	0	10	15	15	100%
	Total	10	9059371	97	2915	9062286	100%

*The number of Polls forms found invalid was 10.

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of Annual General Meeting dated 27/05/2019 is passed in favour of the resolution with requisite majority.

Resolution 4

To Re-appoint Mr. Jagdish Saran Baijal (DIN-00049565) as an Independent Director for the Second Term

Type of resolution: Special Resolution

Valid Votes	Category	E- Voting		Polls		Total	
		Voter Counts	Vote Count	No. Of Forms	Votes	Valid Votes	% of total Valid Votes
Votes in favour of the resolution	Promoter & promoter Group	10	9059371	-	-	9059371	100%
	Others-Public	-	-	87	2900	2900	100%
Votes Against the resolution	Promoter & promoter Group	00	0	0	0	0	0
	Others-Public	0	0	10	15	15	100%
	Total	10	9059371	97	2915	9062286	100%

*The number of Polls forms found invalid was 10.



SMITA SHARMA & ASSOCIATES
Company Secretaries in whole time practise

Fortuna Tower, 23A, N S Road
5th Floor, Room No. 12A
Kolkata-700001
Tel : 98301-26765 / 4005-6808
Email – sharmasmitacs@gmail.com

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of Annual General Meeting dated 27/05/2019 is passed in favour of the resolution with requisite majority.

8. The details containing the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution along with the postal Polls and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You
Yours Truly
For Smita Sharma & Associates
Company Secretaries in Whole time Practise

Smita Sharma

CS SMITA SHARMA
Practising Company Secretary
ACS-17757
CP No-6077



Place: Kolkata
Date: 13/09/2019

Witness:-

Anasua Mondal.

1. Mrs. Anasua Mondal
51/4/C Rabindra Sarani
Liluah Howrah-711204

Nilanjana Ganguly.

2. Miss Nilanjana Ganguly
39, Brindaban Basak Street
Kolkata-700005