

D.KM & Associates

Practicing Company Secretary,
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5th September, 2015

SCRUTINIZER'S REPORT

To,
The Chairman,
The Hindustan Housing Company Ltd.
2nd Floor, Bajaj Bhawan, Jamnalal Bajaj Marg
226, Nariman Point, Mumbai- 400 021

Dear Sir,

Re.: Report of E-Voting for the AGM

I, Devendra Kumar Meena, Sole Proprietor of D K M & Associates, Practising Company Secretary, have been appointed by the Board of Directors of The Hindustan Housing Company Ltd. ("the Company") as Scrutinizer vide their Board Resolution dated 28th May, 2015 for the purpose of scrutinizing the e-voting process along with Ballot Forms, and ascertaining the requisite majority on the voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, on the resolutions contained in the Notice (hereinafter referred to as "the resolutions") of the 79th Annual General Meeting (AGM) of the members of the Company to be held on Friday, 4th September, 2015 at 2nd Floor, Bajaj Bhawan, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai 400 021.

The Company has completed the dispatch of Annual Report containing the Notice dated 28th May, 2015 convening the 79th Annual General Meeting of the Company as on 11th August, 2015.

My responsibility as Scrutinizer is to make a Scrutinizers Report of votes cast "in favour" or "against" the resolutions and "invalid" votes based on report generated from the electronic platform provided by Central Depository Services Ltd. (CDSL) having its website at <https://evotingindia.com> and physical ballot forms, if any, received by the Bigshare Services Pvt. Ltd., Registrar and Share Transfer Agent of the Company at their office till the end on voting period.

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

1. The e-voting period remained open from Tuesday, 1st September, 2015 (10.00 am) to Thursday, 3rd September, 2015 (5.00 pm).
2. The members of the Company as on "cut-off" date i.e. Friday, 28th August, 2015 were entitled to vote on the resolutions in the notice of the annual general meeting.
3. The Company has given Public Notice of the Annual General Meeting, Book Closure and E-voting Information on 14th August, 2015 in the newspapers namely, (1) The Free Press Journal in English and (2) Navshakti in Marathi as required under the Companies Act, 2013 and the rules made thereunder.



4. The votes cast were unblocked on 5th September, 2014 in the presence of two witnesses, Ms Manali Joshi & Mr. Nilesh Pawar who are not in the employment of the Company.
5. Thereafter, I have also generated complete records of votes cast by electronic mode from CDSL the agency appointed for providing and supervising electronic platform: <https://evotingindia.com> on 4th September, 2015 which was closed for voting by CDSL on 3rd September, 2015 at 5.00 p.m.
6. The Report generated by me from the website of CDSL is enclosed herewith for your ready reference.
7. No physical ballot forms were received.
8. Based on such e-voting records generated, I hereby report as under:

RESOLUTION NO.1: ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

THE RESOLUTION HAS BEEN PASSED WITH THE REQUISITE MAJORITY

PARTICULARS	TOTAL NO. OF SHARES	PERCENTAGE (%)
Total number of shares polled in FAVOUR of Ordinary Resolution for adoption of Audited Financial Statements for the year ended 31 st March, 2014	18,644	77.04
Total number of shares polled AGAINST the Ordinary Resolution for adoption of Audited Financial Statements for the year ended 31 st March, 2014	0	0.00
Invalid Votes	0	0.00
Total Number of Valid Votes	18,644	77.04

RESOLUTION NO.2: APPOINTMENT OF A DIRECTOR IN PLACE OF SHRI SANJIVNAYAN BAJAJ (DIN 00014615), LIABLE TO RETIRE BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013 AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

THE RESOLUTION HAS BEEN PASSED WITH THE REQUISITE MAJORITY

PARTICULARS	TOTAL NO. OF SHARES	PERCENTAGE (%)
Total number of shares polled in FAVOUR of Ordinary Resolution for appointment of a Director in place of Shri Vinod Nevatia (DIN: 00059194), liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.	18,644	77.04
Total number of shares polled AGAINST the Ordinary Resolution for appointment of a Director in place of Shri Vinod Nevatia (DIN : 00059194), liable to retire by rotation in terms of Section 152(6) of the	0	0.00



Companies Act, 2013 and, being eligible, offers himself for re-appointment.		
Invalid Votes	0	0.00
Total Number of Valid Votes	18,644	77.04

RESOLUTION NO.3: RATIFICATION OF APPOINTMENT OF M/S. K.K. MANKESHWAR & CO. (FIRM REGISTRATION NO. 106009W), CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY AND FIXING THEIR REMUNERATION.

THE RESOLUTION HAS BEEN PASSED WITH THE REQUISITE MAJORITY

PARTICULARS	TOTAL NO. OF SHARES	PERCENTAGE (%)
Total number of shares polled in FAVOUR of Ordinary Resolution for Appointment of M/s K.K. Mankeshwar & Co. as Statutory Auditors of the Company under Section 139 of the Companies Act, 2013	18,644	77.04
Total number of shares polled AGAINST the Ordinary Resolution Appointment of M/s K.K. Mankeshwar & Co. as Statutory Auditors of the Company under Section 139 of the Companies Act, 2013.	0	0.00
Invalid Votes	0	0.00
Total Number of Valid Votes	18,644	77.04

RESOLUTION NO.4: APPOINTMENT OF SHRI VINAYA MEHROTRA (DIN 00038732) AS AN INDEPENDENT DIRECTOR

THE RESOLUTION HAS BEEN PASSED WITH THE REQUISITE MAJORITY

PARTICULARS	TOTAL NO. OF SHARES	PERCENTAGE (%)
Total number of shares polled in FAVOUR of Ordinary Resolution for appointment of Shri Vinaya Mehrotra (DIN: 00038732), as an Independent Director	18,644	77.04
Total number of shares polled AGAINST the Ordinary Resolution Ordinary Resolution for appointment of Shri Vinaya Mehrotra (DIN: 00038732), as an Independent Director	0	0.00
Invalid Votes	0	0.00
Total Number of Valid Votes	18,644	77.04

RESOLUTION NO.5: APPOINTMENT OF SHRI VINOD NEVATIA (DIN: 00059194) AS AN INDEPENDENT DIRECTOR



THE RESOLUTION HAS BEEN PASSED WITH THE REQUISITE MAJORITY

PARTICULARS	TOTAL NO. OF SHARES	PERCENTAGE (%)
Total number of shares polled in FAVOUR of Ordinary Resolution for appointment of Shri Vinod Nevatia (DIN: 00059194), as an Independent Director	18,644	77.04
Total number of shares polled AGAINST the Ordinary Resolution Ordinary Resolution for appointment of Shri Vinod Nevatia (DIN: 00059194), as an Independent Director	0	0.00
Invalid Votes	0	0.00
Total Number of Valid Votes	18,644	77.04

RESOLUTION NO.6: APPOINTMENT OF SMT. MINAL BAJAJ (DIN: 00222469) AS THE DIRECTOR OF THE COMPANY WHOSE PERIOD OF OFFICE SHALL BE LIABLE TO DETERMINATION BY RETIREMENT BY ROTATION.

THE RESOLUTION HAS BEEN PASSED WITH THE REQUISITE MAJORITY

PARTICULARS	TOTAL NO. OF SHARES	PERCENTAGE (%)
Total number of shares polled in FAVOUR of Ordinary Resolution for appointment of Smt. Minal Bajaj (DIN: 00222469), as the director of the company whose period of office shall be liable to determination by retirement by rotation.	18,644	77.04
Total number of shares polled AGAINST the Ordinary Resolution Ordinary Resolution for appointment of Smt. Minal Bajaj (DIN: 00222469), as the director of the company whose period of office shall be liable to determination by retirement by rotation.	0	0.00
Invalid Votes	0	0.00
Total Number of Valid Votes	18,644	77.04

Thanking you,

Yours faithfully,
FOR D K M & Associates

(D.K. Meena)

