

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



21.08.2024

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

Ref: Symbol - HINDCON

Dear Sir(s),

Sub: Outcome & Scrutinizer's Report of the 26th 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 of the Companies (Management and Administration) Rules, 2014, we are sending herewith the following documents –

1. Outcome (voting results) of the 26th Annual General Meeting of the Company for the financial year 2023-24 held on Tuesday, 20th August, 2024 (**Annexure I**);
2. Consolidated Report issued by the Scrutinizer on remote e-voting and e-voting during the Annual General Meeting (**Annexure II**).

This is for your information and record.

Thanking You,

Yours faithfully,

For Hindcon Chemicals Limited

Ankita Banerjee
Company Secretary & Compliance Officer

Encl: As above



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OUTCOME OF ANNUAL GENERAL MEETING

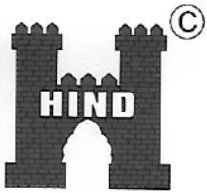
Date of the AGM	Tuesday, 20 th August, 2024
Total number of shareholders on record date	26,713
No. of shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group : Public :	As the Meeting was held through VC / OAVM, physical presence of members / proxy was not applicable
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group : Public :	4 47

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

Agenda No 1: Adoption of the Standalone & Consolidated Financial Statement of the Company including Audited Balance Sheet as at 31st March, 2024, Audited Statement of Profit & Loss and the Cash Flow Statement together with the Notes to Accounts forming part of the financial statements for the year ended on that date along with Report 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	3,51,34,905	2,23,04,405	63.48%	2,23,04,405	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		3,51,34,905	2,23,04,405	63.48%	2,23,04,405	-	100%
Public Institution	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non-Institution	E-Voting	1,60,55,720	26,68,885	16.62%	26,68,885	-	100.00%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		1,60,55,720	26,68,885	16.62%	26,68,885	-	100.00%
Total		5,11,90,625	2,49,73,290	48.78%	2,49,73,290	-	100.00%	-

Result: Passed Unanimously.



HINDCON CHEMICALS LIMITED

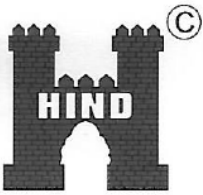
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Agenda No 2: Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2024.

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	3,51,34,905	2,23,04,405	63.48%	2,23,04,405	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		3,51,34,905	2,23,04,405	63.48%	2,23,04,405	-	100%
Public Institution	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non-Institution	E-Voting	1,60,55,720	26,68,885	16.62%	26,68,885	-	100.00%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		1,60,55,720	26,68,885	16.62%	26,68,885	-	100.00%
Total		5,11,90,625	2,49,73,290	48.78%	2,49,73,290	-	100.00%	-

Result: Passed Unanimously.



HINDCON CHEMICALS LIMITED

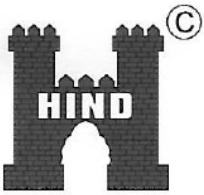
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Agenda No 3: Appointment of Ms. Nilima Goenka (DIN: 00848225), retired by rotation and, being eligible, offered herself for re-appointment.

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	3,51,34,905	2,23,04,405	63.48%	2,23,04,405	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		3,51,34,905	2,23,04,405	63.48%	2,23,04,405	-	100%
Public Institution	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non-Institution	E-Voting	1,60,55,720	26,68,885	16.62%	26,68,875	10	100%	0.00%
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		1,60,55,720	26,68,885	16.62%	26,68,875	10	100%
Total		5,11,90,625	2,49,73,290	48.78%	2,49,73,280	10	100%	0.00%

Result: Passed by Majority.



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Agenda No 4: Appointment of Ms. Anushka Gupta, Chartered Accountants, Peer Reviewed, (MRN No. 313960) as the Statutory Auditor of the Company in place of M/s. R. B. Roy & Co, Chartered Accountants and to fix her remuneration.

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	3,51,34,905	2,23,04,405	63.48%	2,23,04,405	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		3,51,34,905	2,23,04,405	63.48%	2,23,04,405	-	100%
Public Institution	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non-Institution	E-Voting	1,60,55,720	26,68,885	16.62%	26,68,775	110	100%	0.00%
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		1,60,55,720	26,68,885	16.62%	26,68,775	110	100%
Total		5,11,90,625	2,49,73,290	48.78%	2,49,73,180	110	100%	0.00%

Result: Passed by Majority.



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Agenda No 5: Appointment of Ms. Divyaa Newatia (DIN: 00347787) as an Independent Director

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	3,51,34,905	2,23,04,405	63.48%	2,23,04,405	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		3,51,34,905	2,23,04,405	63.48%	2,23,04,405	-	100%
Public Institution	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non-Institution	E-Voting	1,60,55,720	26,68,885	16.62%	26,68,885	-	100.00%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		1,60,55,720	26,68,885	16.62%	26,68,885	-	100.00%
Total		5,11,90,625	2,49,73,290	48.78%	2,49,73,290	-	100.00%	-

Result: Passed Unanimously.



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Agenda No 6: Approval of Loans, Investments, Guarantee or Security under section 185 of Companies act, 2013

Resolution required : (Ordinary/Special) :							Special	
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	3,51,34,905	2,23,04,405	63.48%	2,23,04,405	-	100%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		2,23,04,405	63.48%	2,23,04,405	-	100%	-
Public Institution	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non-Institution	E-Voting	1,60,55,720	26,68,885	16.62%	26,67,510	1,375	99.95%	0.05%
	Poll		-	-	-	-	-	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		26,68,885	16.62%	26,67,510	1,375	99.95%	0.05%
Total		5,11,90,625	2,49,73,290	48.78%	2,49,71,915	1,375	99.99%	0.01%

Result: Passed by 3/4th Majority.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,

For Hindcon Chemicals Limited

Ankita Banerjee
 Company Secretary & Compliance Officer

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

5A, N. C. Dutta Sarani,
 3rd Floor, Kolkata - 700 001
 Phone: (033) 4005-4842
 Email: 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, 1st Floor,
Kolkata – 700 027.

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 26th Annual General Meeting of the Equity Shareholders of the Company held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) on **Tuesday, the 20th day of August, 2024 at 11:45 A.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.

As mentioned in the Notice, the proceedings of the 26th AGM 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 26th 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 **Saturday, August 17, 2024 to Monday, August 19, 2024.**
 - ii) The members of the Company as on the "cut-off" date i.e. **Tuesday, August 13, 2024** were entitled to vote on the resolutions (items no. 1 to 6 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 20th August, 2024 in the presence of 2 witnesses, Mr. Rahul Singh and Mr. Amit Sharma, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


 Name: Rahul Singh


 Name: Amit Sharma

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 the Standalone & Consolidated Financial Statement of the Company including Audited Balance Sheet as at 31st March, 2024, Audited Statement of Profit & Loss and the Cash Flow Statement together with the Notes to Accounts forming part of the financial statements for the year ended on that date along with Report 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	65	2,49,73,290	-	-	65	2,49,73,290	100.00%
Votes against the resolution	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

(* including e-voting during the AGM)

Item No. 2:-

Ordinary Resolution: Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2024.

	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	65	2,49,73,290	-	-	65	2,49,73,290	100.00%
Votes against the resolution	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

(* including e-voting during the AGM)



Item No. 3:-

Ordinary Resolution: Appointment of Ms. Nilima Goenka (DIN: 00848225), retired 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	64	2,49,73,280	-	-	64	2,49,73,280	100.00%
Votes against the resolution	1	10	-	-	1	10	-
Invalid Votes	-	-	-	-	-	-	-

(* including e-voting during the AGM)

Item No. 4:-

Ordinary Resolution: Appointment of Ms. Anushka Gupta, Chartered Accountants, Peer Reviewed, (MRN No. 313960) as the Statutory Auditor of the Company in place of M/s.R. B.Roy & Co, Chartered Accountants and to fix her remuneration.

	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	63	2,49,73,180	-	-	63	2,49,73,180	100.00%
Votes against the resolution	2	110	-	-	2	110	-
Invalid Votes	-	-	-	-	-	-	-

(* including e-voting during the AGM)



Item No. 5:-

Special Resolution: Appointment of Ms. Divyaa Newatia (DIN: 00347787) as an Independent Director.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of member s 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	65	2,49,73,290	-	-	65	2,49,73,290	100.00%
Votes against the resolution	-	-	-	-	-	-	-
Invalid Votes	-	-	-	-	-	-	-

(* including e-voting during the AGM)

Item No. 6:-

Special Resolution: Approval of loans, investments, guarantee or security under section 185 of Companies act, 2013.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of member s 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	63	2,49,71,915	-	-	63	2,49,71,915	99.99%
Votes against the resolution	2	1,375	-	-	2	1,375	0.01%
Invalid Votes	-	-	-	-	-	-	-

(* including e-voting during the AGM)



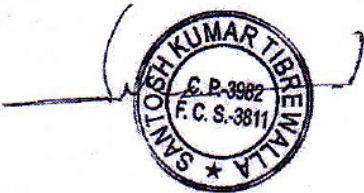
The relevant reports and all other relevant records relating to Remote e-voting including venue e-voting are in my safe custody and will be handed over to the Company Secretary after signing the Minutes by the Chairman.

You may accordingly declare the results and display the same on the website of the Company and convey to Stock Exchanges 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 : F003811F001007473
Place: Kolkata
Date: 21.08.2024

*Received &
Accepted
Sujay
21/8/2024*

