

6th July, 2016

The Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
1st Floor, New Trading Ring
Rotunda, Dalal Street,
Mumbai - 400 001

The Secretary,
National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No. C/1, G-Block Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Dear Sirs,

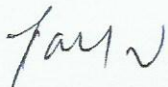
Sub: Submission of Scrutinizers Report and Result declared by the Company on voting on the resolutions contained in the Notice of Postal Ballot dated 23rd May, 2016

We refer to our letter dated 6th June, 2016, forwarding you the copies of the Postal Ballot Notice dated 23rd May, 2016 sent to Shareholders of the Company seeking their approval for passing resolutions as stated in the said Notice.

Pursuant to the provisions of the Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration), Rules 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Results of Voting declared by Mr. G. L. Sultania, Director of the Company on 6th July, 2016 alongwith Scrutinizers Report of Mr. Pravin Kumar Drolia, Practicing Company Secretary (FCS; 2366, CP: 1362), Proprietor of M/s Drolia & Company, Kolkata, appointed for scrutinizing the remote e-voting process and voting by physical Postal Ballot Papers, with respect to the Resolutions as set out in Notice of Postal Ballot dated 23rd May, 2016, for your information and record.

You are requested to take this information on records.

For HSIL LIMITED



(Payal M. Puri)

Company Secretary

Name: Payal M. Puri
Address: IA 35A, DDA Flats, Phase 1 Ashok Vihar, Delhi - 110052
Membership No. 16068

CC: Central Depository Services (India) Ltd.,
P.J. Towers [28th Floor]
Dalal Street, Mumbai 400 023

HSIL Limited

(An ISO 9001 14001 OHSAS 18001 Certified Company)

Corporate Office: 301-302, IIIrd Floor Park Centra, Sector-30, NH-8, Gurgaon, Haryana - 122 001. T+91-124-4779200, F +91-124-4292898/99

Registered Office: 2, Red Cross Place, Kolkata, West Bengal - 700 001. T +91-33-22487406/07, F +91-33-22487045

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DROLIA & COMPANY

(Company Secretaries)

9, Crooked Lane, Kolkata – 700 069

Mobile: 9831196869; Email : droliapravin@yahoo.co.in

Scrutinizer's Report

[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 and rule 22 respectively of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (LODR) Regulations 2015]

To,
Mr G L Sultania, Director
HSIL Limited
CIN : L51433WB1960PLC024539
2, Red Cross Place,
Kolkata - 700001

SUB: SCRUTINIZER'S REPORT ON RESULT OF POSTAL BALLOT

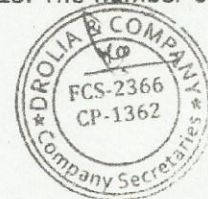
Dear Sirs,

I, Pravin Kumar Drolia (FCS No. 2366 & CP 1362) Proprietor of M/S Drolia & Company, Company Secretaries, Kolkata, was appointed as Scrutinizer, by the Board of Directors of M/S **HSIL Limited** ("the Company") having registered office at 2, Red Cross Place, Kolkata 700001 at its meeting held on 23rd May, 2016, in terms of the provisions of Section 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of Companies (Management and Administration Rules), 2014, as amended and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, for conducting the Postal Ballot voting process (Which includes e-voting also) in a fair and transparent manner in respect of the following resolutions set out in the Postal Ballot Notice dated 23rd May, 2016 :

Resolution Number	Type of Resolution	Particulars
1.	Special Resolution	Increase in the borrowing powers of the Board of Directors
2.	Special Resolution	Issue of Non Convertible Debentures on Private Placement basis

1. I submit my report as under:

- 1.1. The Company had completed on 4th June, 2016, the dispatch of Notice dated 23rd May, 2016 along with Postal Ballot Forms and self-addressed stamped envelopes through Registered Post/electronically, to those Members whose names were appeared on the Register of Members/List of beneficiaries as on 27th May, 2016 being the cut-off date fixed by the Board, as per provisions of the Companies Act, 2013. The number of vote cast in



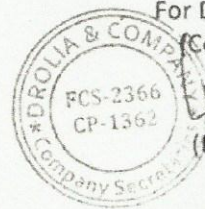
respect of each resolution have been counted according to the number of shares held by the concerned Shareholders. One share held is equal to one vote.

- 1.2. In Compliance to the provisions of Rule 20 and 22 of the Companies (Management and Administration Rules), 2014, as amended, read with Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company has provided e-voting facility to all its Members to enable them to cast their votes electronically. The e-voting services were provided by the Central Depository Services (India) Limited (CDSL). The e-voting period was commenced on 5th June, 2016 from 9:00 AM (IST) and concluded on 4th July, 2016 at 5:00 PM (IST). The vote cast by the Shareholders through e-voting facility were scrutinized by verifying it using the Scrutinizer's login on the CDSL e-voting website.
- 1.3. At the meeting of the Board of M/s. HSIL Limited, Ms. Payal M Puri, Company Secretary, was made responsible for the entire postal ballot process conducted and was authorized to do all things and to take all incidental and necessary steps for the postal ballot process.
- 1.4. The Company has published an advertisement in "Financial Express" English newspaper and "Ekdin" Bengali newspaper on 6th June, 2016, informing about completion of dispatch of Postal Ballot Notice alongwith other information as specified in the rules.
- 1.5. Particulars of all the Postal Ballot Forms received from the shareholders and the votes cast by electronically and physical mode by the Members have been entered in a register separately maintained for the purpose in electronic mode.
- 1.6. The sealed Postal Ballot Forms received from the shareholders were kept under the safe custody of the Company.
- 1.7. All the Postal Ballot Forms, received up to the close of working hours (1700 hours) on 4th July, 2016, the last date and time fixed by the Company for receipt of the forms were only considered for my scrutiny.
- 1.8. Scrutiny of Ballots commenced on 15th June 2016 in presence of my authorized representative and continue till 12.00 Noon on 5th July 2016. All the Postal Ballot envelopes were opened in the presence of my Authorized Representatives and shareholdings were matched /confirmed with the register of Members of the Company /list of beneficiaries as on 27th May, 2016.
- 1.9. Envelopes containing Postal Ballot Forms which were returned undelivered were not opened and not considered for scrutiny.
- 1.10. I have not found any Defaced/Mutilated Postal Ballot Form.

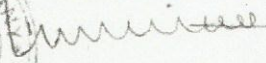


- 1.11. The e-voting facility provided by CDSL were unblocked on 4th July, 2016 around 7.10 P.M. in the presence of two witnesses, Mr. Kaushal Drolia and Mr. Naveen Saraf, who were not in the employment of the Company.
- 1.12. With reference to above, results of Postal Ballot is attached as Anneuxre - I
2. The Resolutions accordingly stand passed with requisite majority.
3. You may accordingly declare the result of the voting by Postal Ballot.

Place: Kolkata
Date : 5th July, 2016



For DROLIA & COMPANY
(Company Secretaries)


(Pravin Kumar Drolia)
Proprietor


F.C.S. No. 2366
Certificate of Practice No. 1362


Consolidated Scrutinizer(s) Report of Voting on the Resolutions passed as contained in Postal Ballot Notice dated 23rd May, 2016 of HSIL Limited

Total No. of Shareholder as on record date i.e. 27th May, 2016 = 26957
 Total No. of paid up Shares as on 27th May, 2016 = 72296395

Sl. No.	Resolution	Mode	No. of folios/ Ballots Received	Total no. of Shares held	Valid votes		Invalid votes		Vote cast in favour of resolutions		Vote cast against the resolutions		% of Valid votes against the resolutions		Abstain		
					No. of folios/ Ballots received	Votes	No. of folios/ Ballots received	Votes	No. of folios/ Ballots	Votes	No. of folios/ Ballots	Votes	% of Valid votes in favour of the resolutions	No. of folios/ no. of Ballots	Votes	% of Valid votes against the resolutions	No. of folios/ no. of Ballots
1	INCREASE IN THE BORROWING POWERS OF THE BOARD OF DIRECTORS (AS A SPECIAL RESOLUTION)	Electronic	180	54973134	180	54973134	100.00	0	0	138	49979161	90.92	42	4993973	9.08	0	0
		Physical	45	8498	45	8498	100.00	0	0	43	8482	99.81	2	16	0.19	0	0
		TOTAL	225	54981632	225	54981632	100.00	0	0	181	49987543	90.92	44	4993989	9.08	0	0
2	ISSUE OF NON CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS (AS A SPECIAL RESOLUTION)	Electronic	180	54973134	178	54973104	100.00	0	0	154	54063550	98.35	24	909454	1.65	2	30
		Physical	45	8498	43	6634	80.42	0	0	41	6518	99.77	2	16	0.23	2	1664
		TOTAL	225	54981632	221	54979938	100.00	0	0	195	54070468	98.35	26	909470	1.65	4	1694

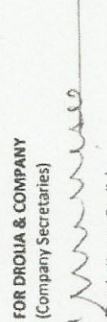
We the undersigned witness that the votes were unlocked from the e-voting website of CDSL (<http://www.evotingindia.com>) in our presence at 7.10 P.M. on the 4th July, 2016


 (i) Kaushal Drolia
 Block - D, 13, Seimpur Road
 Kolkata-700031


 (ii) Naveen Saraf
 58/21, Prince Anwar Shah Road
 Kolkata - 700 045

FOR DROLIA & COMPANY
 (Company Secretaries)




 (Pravin Kumar Drolia)
 Proprietor
 F.C.S No.2366, Certificate of Practice No.1362
 Place: Kolkata
 Date: 5th July, 2016

DECLARATION OF VOTING RESULTS ON RESOLUTIONS CONTAINED IN

POSTAL BALLOT NOTICE DATED 23RD MAY, 2016

To,
The Members of the Company,

I, G.L. Sultania, Director of the Company, on the basis of the Scrutinizer's Report dated 5th July, 2016, submitted by the Scrutinizer appointed by the Company, Mr. Pravin Kumar Drolia, Practicing Company Secretary, (FCS:2366, CP:1362) Proprietor of M/s. Drolia & Company, Kolkata, do hereby announce the Voting Results cast by the Members of the Company **both by means of remote e-voting on the platform of CDSL and voting through physical ballot papers**, in respect of Special Resolutions set out under item nos. 1 and 2 of the Notice of Postal Ballot dated 23rd May, 2016, sent to all Members of the Company, whose names appeared on the Register of Members/ Record of Depositories as on the **cut-off date i.e. on Friday, 27th May, 2016** and the Resolutions passed thereof in the manner as given below:-

Resolution Nos. as per Notice of Postal Ballot dated 23.05.2016 sent to Members	Number of Members valid votes	Number of Valid Votes cast	No. of Members voted in favour	Valid Number of votes cast in favour of the resolution	% in valid votes in favour	No. of Members voted against	Valid Number of Votes cast against	% of valid votes against	% of votes cast in favour in respect of total Paid-up Capital of the Company	Carried/ Carried Unanimously
1	225	54981632	181	49987643	90.92	44	4993989	9.08	69.14	Carried
2	221	54979938	195	54070468	98.35	26	909470	1.65	74.79	Carried

Based on the Scrutinizer's Report on remote e-voting and voting through physical ballot paper, I declare the Resolutions contained in the Notice of Postal Ballot dated 23rd May, 2016, as passed with requisite majority on 6th July, 2016.

For HSIL LIMITED

G.L. Sultania
(G.L. Sultania)
Director

Place: Kolkata
Date: 6th July, 2016

HSIL Limited

(An ISO 9001 14001 OHSAS 18001 Certified Company)
CIN : L51433WB1960PLC024539

Registered Office :

2, Red Cross Place,
Kolkata, West Bengal - 700 001 India.
T +91-33-2248 7406, 2248 7407, Fax : +91-33-2248 7045

Corporate office :

301-302, 11th Floor, Park Centra, Sector 30, NH 8, Gurgaon - 122 001 India.
T +91-124-477 9200, Fax : +91-124-429 2898 / 99

www.hindwarehomes.com

HSIL

