



हिन्दुस्तान ऑर्गेनिक केमिकल्स लिमिटेड
HINDUSTAN ORGANIC CHEMICALS LIMITED
(भारत सरकार का उद्यम A Govt. of India Enterprise)
पंजीकृत /निगमित कार्यालय & फैक्टरी Registered / Corporate Office and Factory
अम्बलमुगल AMBALAMUGAL - 682 302,
एरणाकुलम जिला, केरल, भारत ERNAKULAM DIST., KERALA, INDIA
दूरभाष Phone : 0484-2720911-13, 2720844
वेब Web: www.hoclindia.com, ई-मेल e-mail : kochi@hoclindia.com

HOCL/BSE/62AGM/2023

26th September, 2023

BSE Ltd.,
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001

Sir,

Sub: Submission of proceedings/outcome of 62nd AGM of Hindustan Organic Chemicals Limited (HOCL) held on Tuesday, the 26th September, 2023 at 03:30 p.m. through Video Conference ("VC") or Other Audio Visual Means ("OAVM").

Ref 1: Regulation 30 read with Schedule III Part A Para A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref 2: HOCL Scrip Code: 500449.

In compliance with Regulation 30 read with Schedule III Part A Para A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings/outcome of the 62nd AGM of HOCL held on Tuesday, the 26th September, 2023 at 03:30 p.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). Further, we would like to inform that during the 62nd AGM, no change was proposed by members in the Annual Report FY 2022-23 already submitted with BSE.

Kindly take the above information on records.

Thanking you.

Yours faithfully,

For Hindustan Organic Chemicals Limited.

Subramonian H
Company Secretary

Encl: as above



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Summary of Proceedings/outcome of 62nd Annual General Meeting of HOCL

Details of the Meeting:

- I. Day, Date, time of Annual General Meeting: Tuesday, the 26th September, 2023 at 03:30 p.m.
- II. Venue of the Annual General Meeting: In compliance with various circulars issued by the MCA/SEBI, the AGM was held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").
- III. Whether the chairman of the meeting appointed: Shri Sajeev B Chairman of the Board was the chairman of AGM.
- IV. Whether the Requisite Quorum was present: Yes

Directors present for the AGM:

1. Shri Sajeev B – Chairman & Managing Director and Chairman of AGM
2. Shri Yogendra Prasad Shukla – Director (Finance)
3. Shri Kanishk Kant Srivastava – Govt. Nominee Director
4. Shri Pratyush Mandal – Independent Director & Chairman of the Stakeholder Relationship Committee & CSR Committee
5. Dr Bharat J Kanabar – Independent Director & Chairman of Audit Committee and Nomination & Remuneration Committee

Company Secretary (CS)

Shri Subramonian H

Totally 42 shareholders attended AGM through VC/OAVM as per the attendance records

In HOCL, the Govt. of India/President of India holds 58.78% of equity shares. Accordingly, Shri Manoj Sethi, Joint Secretary & Financial Advisor, Department of Chemicals & Petrochemicals, Ministry of Chemicals & Fertilizers, Government of India who was appointed as President's Nominee has attended the AGM through VC.

The representatives of Statutory Auditors, Secretarial Auditors and the Scrutinizer also attended the AGM through VC.

In pursuance of Article 53 of the Articles of Association of the Company, the Chairman of the Board of Directors of the Company will be the Chairman of the AGM. Accordingly, Shri Sajeev B, Chairman & Managing Director took the chair. Company Secretary (CS) welcomed the shareholders and other participants to the 62nd AGM of HOCL. CS confirmed that the AGM was held through VC in compliance with various circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).



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CS informed that the attendance of shareholders participating in the AGM through VC will be counted for the purpose of ascertaining quorum under section 103 of the Companies Act, 2013. NSDL officials confirmed that at 03:30 pm requisite quorum is present for the meeting. Thereafter, meeting started.

CS informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the company had provided remote e-voting facility on all the matters/resolutions set forth in the notice convening 62nd AGM of the Company from 09:00 AM (IST) on Saturday, the 23rd September, 2023 till 05:00 PM on Monday, the 25th September, 2023. In addition to the remote voting, facility to e-vote at the AGM was also provided to the shareholders.

The requisite quorum being present at 03:30 p.m., Chairman commenced the meeting and delivered his speech to the shareholders of the Company. With consent of the shareholders the Annual Report of the Company, comprising the Audited Standalone & consolidated Annual Accounts together with the Director's Report, Auditor's Report for the FY 2022-23, CAG Report and AGM Notice which were already circulated to the shareholders were taken as read. The Chairman informed the members that in pursuance of the provisions of Section 145 of the Companies Act, 2013 the Auditor's Report does not have any qualifications, adverse observations and comments. In his speech, Chairman addressed about the Company's Financial Performance during the FY 2022-23, Outlook for the next year, Corporate Social Responsibility, aspects regarding safety, health & environment, industry relation, corporate governance and about the activities of subsidiary company namely; Hindustan Fluorocarbons Limited. Chairman informed that company had generally complied with Corporate Governance Guidelines issued by Department of Public Enterprises

Based on the advice of Chairman, CS read out the ordinary and special businesses requiring approval of the shareholders as stated in notice of AGM.

The following ordinary & special businesses/resolutions were put to vote in the AGM.

Sl No.	Particulars	Type of Resolution
	ORDINARY BUSINESS	
1.	To consider and adopt the audited standalone & consolidated financial statements comprising the Balance Sheet as on 31 st March, 2023, the profit & loss account for the year ended on that date, cash flow statements, schedules, and notes to accounts attached thereto, together with director's report and the auditor's report along with the report of Comptroller and Auditor General of India (CAG).	Ordinary



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2.	To appoint Shri Kanishk Kant Srivastava, (DIN: 09699641) Director, Department of Chemicals & Petrochemicals, Ministry of Chemicals & Fertilizers, Government of India who retires at the AGM and being eligible offer himself for re-appointment.	Ordinary
3.	To appoint Shri Sanjay Rastogi, (DIN: 07722405) Additional Secretary & Financial Advisor, Department of Chemicals & Petrochemicals, Ministry of Chemicals & Fertilizers, Government of India who retires at the AGM and being eligible offer himself for re-appointment.	Ordinary
4.	To authorize the Board of Directors to fix remuneration to be paid as Statutory Audit fee to the Statutory Auditors as and when appointed by Comptroller & Auditor General of India for the financial year 2023-24 in terms of provisions of section 139(5) read with Section 142 of the Companies Act, 2013.	Ordinary
SPECIAL BUSINESS		
5.	Approval of remuneration* of the Cost Auditor for the financial year 2023-24.	Ordinary

After reading all motions, CS stated that Board of Directors has appointed M/s. ASKBN & Company, Company Secretaries as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner. Accordingly, after completion of voting, the voting results will be scrutinized and verified by M/s. ASKBN & Company, Company Secretaries and the report will be communicated to stock exchange (i.e BSE Ltd.) within the stipulated time and also be published on the website of the company.

CS thereafter requested NSDL officials to permit the speaker shareholders to express their views/ address their queries as per the sequence. NSDL officials confirmed that those shareholders who have registered as speaker at the AGM have not joined the meeting. Then, Chairman requested the shareholders who have not done their vote during remote voting to cast their vote. NSDL officials confirmed that the e-voting link is already enabled. After, 15 minutes from the conclusion of meeting as per the procedure the Voting Links will be disabled and closed.

With permission of Chairman, CS delivered vote of thanks. Lastly, Chairman thanked the shareholders and all other participants present in AGM.

Chairman declared that the meeting was concluded at 04:01 p.m.

Thanking you.

Yours faithfully,

Subramonian H
Company Secretary