



**Consolidated Scrutinizer's Report**

*[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(4) (xii)  
Of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman,  
**HINDUSTAN ORGANIC CHEMICALS LIMITED**  
401, 402, 403, 4th Floor, V-TIMES SQUARE Plot No. 3,  
Sector 15, CBD Belapur Navi Mumbai Thane MH 400614 IN

**60<sup>th</sup> Annual General Meeting of the Equity Shareholders of Hindustan Organic Chemicals Limited Held on Wednesday, the 29th September, 2021 at 03:00 PM through Video Conferencing (VC) / Other Audio- Visual Means (OAVM).**

Dear Sir,

I, Divya S. Momaya, Proprietor of D S Momaya & Co, Company Secretaries having my office at Office no.11, Shree Durga Apartment, Plot No.186, Sector -10, Sanpada, Navi Mumbai- 400705 and appointed as Scrutinizer by the Board of Directors of **Hindustan Organic Chemicals Limited** for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the Annual General Meeting (AGM) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions, proposed at 60<sup>th</sup> Annual General Meeting of the Equity Shareholders of **Hindustan Organic Chemicals Limited**, held on Wednesday, the 29th September, 2021 at 03:00 PM through Video Conferencing (VC) / Other Audio Visual Means (OAVM), submit my report asunder:

In continuation of Ministry of Corporate Affairs ("MCA") circular no. 20/2020 dated May 05, 2020 read with circular no. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") circular dated May 12, 2020 ("SEBI Circular") read with ("SEBI") circular dated January 15, 2021 permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members.

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) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 60<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services Limited (CDSL).



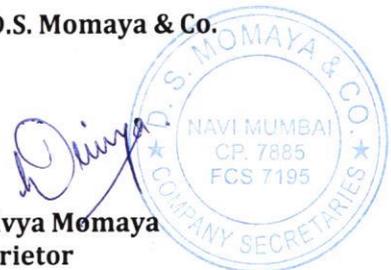
3. The Equity Shareholders holding shares as on 20<sup>th</sup> September, 2021, "cut off date", were entitled to vote on the resolutions stated in the Notice of the 60<sup>th</sup> Annual General Meeting of the Company.
4. In accordance with the Notice of the 60<sup>th</sup> Annual General Meeting sent to the shareholders on 30<sup>th</sup> July, 2021 the remote e-voting opened at 9:00 am on 24<sup>th</sup> September, 2021 and remained open up to 5:00 pm on 28<sup>th</sup> September, 2021.
5. After Chairman kept open the time for voting, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services Limited (<https://www.evotingindia.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are attached with as per Annexure-1.

**Enclosed: Annexure -1**

**Thanking you,**

**Place: Navi Mumbai  
Dated: 29/09/2021**

**For D.S. Momaya & Co.**



**CS Divya Momaya  
Proprietor  
FCS No.7195, CP No.7885  
(Scrutinizer)  
UDIN: F007195C001039578**

Annexure -1

**ORDINARY BUSINESS:**

1. To consider and to adopt the Standalone & Consolidated Audited Financial Statements comprising the Balance Sheet as at 31<sup>st</sup> March, 2021, the Profit & Loss Account for the year ended on that, Cash Flow Statement, Schedules and Notes to Accounts attached thereto, together with the Directors' Report and the Auditors' Report along with the Report of the Comptroller & Auditor General:

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	91	39570363	2	400	93	39570763	99.98
Dissent	2	7100	0	0	2	7100	0.02
Invalid	0	0	0	0	0	0	0.00
Total	93	39577463	2	400	95	39577863	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of the AGM dated 30<sup>th</sup> July, 2021 has been passed with requisite majority.



Annexure -1

2. To reappoint as per GOI Order, the Govt. Nominee Director, the Govt. Nominee Director, Shri Samir Kumar Biswas, Additional Secretary (Chem), who retires at this AGM and being eligible offers himself for reappointment:

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	87	39570001	2	400	89	39570401	99.98
Dissent	6	7462	0	0	6	7462	0.02
Invalid	0	0	0	0	0	0	0.00
<b>Total</b>	<b>93</b>	<b>39577463</b>	<b>2</b>	<b>400</b>	<b>95</b>	<b>39577863</b>	<b>100.00</b>

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 2 of the Notice of the AGM dated 30<sup>th</sup> July, 2021 has been passed with requisite majority.



Annexure -1

3. To note the appointment by the C&AG of M/s. BSJ & Associates, Kochi (Firm Registration No. SR1972) as the Statutory Auditors of the Company for the year 2021-22 and to approve the remuneration of Rs.3,00,000/- to be paid as statutory audit fees to M/s. BSJ & Associates, appointed as Statutory Auditor by the C&AG for the FY 2021-22 and to authorise and to ratify the actions of the Board of Directors of the Company to fix the other audit fees, if any, payable to the Statutory Auditors of the Company, for the Financial Year 2021-22.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	90	39570261	2	400	92	39570661	99.98
Dissent	3	7202	0	0	3	7202	0.02
Invalid	0	0	0	0	0	0	0.00
<b>Total</b>	<b>93</b>	<b>39577463</b>	<b>2</b>	<b>400</b>	<b>95</b>	<b>39577863</b>	<b>100.00</b>

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 3 of the Notice of the AGM dated 30<sup>th</sup> July, 2021 has been passed with requisite majority.



Annexure -1

**SPECIAL BUSINESS:**

**4. To consider and approve the appointment of M/s. CY & Associates, Cost Accountants, Mumbai (Firm Registration No. 000334) as Cost Auditors of the Company for the FY 2021-22 and ratify the remuneration payable to M/s. CY & Associates as Cost Audit fees for the year, 2021-22 for the audit of Cost Accounts Records of the company and to pass the following Resolution as an Ordinary Resolution:**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	89	39569261	2	400	91	39569661	99.98
Dissent	4	8202	0	0	4	8202	0.02
Invalid	0	0	0	0	0	0	0.00
<b>Total</b>	<b>93</b>	<b>39577463</b>	<b>2</b>	<b>400</b>	<b>95</b>	<b>39577863</b>	<b>100.00</b>

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 4 of the Notice of the AGM dated 30<sup>th</sup> July, 2021 has been passed with requisite majority.



**Annexure -1**

In respect of the Resolutions proposed in the Notice of 60<sup>th</sup> Annual General Meeting of the Equity Shareholders of **Hindustan Organic Chemicals Limited** held on Wednesday, the 29<sup>th</sup> September, 2021, I confirm and report that based on the aforesaid results the Ordinary Resolutions as set out in the Resolution No. 1 to Resolution No. 4 of the Notice of the 60<sup>th</sup> Annual General Meeting of the Company have been passed with Majority.

**Date:** 29-09-2021

**Place:** Navi Mumbai

**For D.S. Momaya & Co**



**CS Divya Momaya**  
**Proprietor**  
**FCS No.7195, CP No. 7885**  
**(Scrutinizer)**