



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

59th Annual General Meeting of the Equity Shareholders of Hindustan Organic Chemicals Limited Held on Monday, 28th September, 2020 at 02:00 PM through Video Conferencing (VC) / Other Audio- Visual Means (OAVM).

Dear Sir,

I, Divya 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 59th Annual General Meeting of the Equity Shareholders of **Hindustan Organic Chemicals Limited**, held on Monday, 28th September, 2020 at 02:00 PM through Video Conferencing (VC) / Other Audio Visual Means (OAVM), submit my report as under:

In view of the massive outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") circular dated May 05, 2020 read with circulars dated April 08, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") circular dated May 12, 2020 ("SEBI Circular") 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 there under 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 59th 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 reader 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).



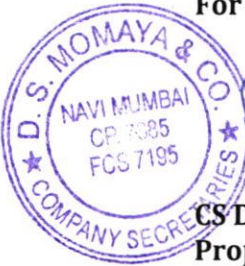
3. The Equity Shareholders holding shares as on 22nd September, 2020, "cut off date", were entitled to vote on the resolutions stated in the Notice of the 59th Annual General Meeting of the Company.
4. In accordance with the Notice of the 59th Annual General Meeting sent to the shareholders on 1st September, 2020, , the remote e-voting opened at 9:00 am on 23rd September, 2020 and remained open up to 5:00 pm on 27th September, 2020.
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: 29/09/2020**

For D.S. Momaya & Co.



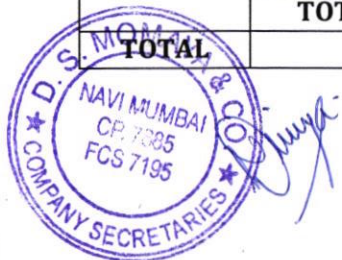
Divya
**CS Divya Momaya
Proprietor
FCS No.7195, CP No.7885
(Scrutinizer)
UDIN: F0071958000808149**

Annexure-1 To The Scrutinizer Report

HINDUSTAN ORGANIC CHEMICAL LIMITED

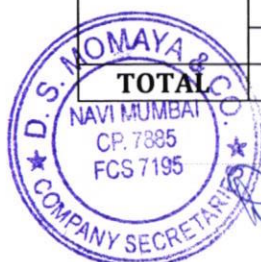
Resolution 1: To consider and to adopt the Standalone & Consolidated Audited Financial Statements comprising the Balance Sheet as at 31st March, 2020, the Profit & Loss Account for the year ended on that, Cash Flow Statement, Schedules and Notes to Accounts attached thereto, together with the Directors' Report and the Auditors' Report along with the Report of the Comptroller & Auditor General.

Resolution required :(Ordinary / Special)					Ordinary Resolution					
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 favor (4)	% of Votes in favour on votes polled (5)=[(4)/(2)]*100	No. of Votes against (6)	% of Votes against on votes polled (7)=[(6)/(2)]*100	No. of Invalid Votes (8)	% of Invalid Votes (9)=[(8)/(2)]*100
Promoter & Promoter Group	E-VOTING	39481500	39481500	100	39481500	100	0	0.00	0	0.00
	POLL									
	POSTAL BALLOT									
	TOTAL	39481500	39481500	100	39481500	100	0	0.00	0	0.00
Public - Institutions	E-VOTING	11500	0	0.00	0	0.00	0	0.00	0	0.00
	POLL									
	POSTAL BALLOT									
	TOTAL	11500	0	0.00	0	0.00	0	0.00	0	0.00
Public-Non Institutions	E-VOTING	27680100	22811	0.08	12806	56.14	10000	0.02	5	0.02
	POLL									
	POSTAL BALLOT									
	TOTAL	27680100	22811	0.08	12806	56.14	10000	43.84	5	0.02
TOTAL		67173100	39504311	58.81	39494306	99.97	10000	0.03	5	0.00



Resolution 2 : To re-appoint Ms. Alka Tiwari, (DIN: 03502306), AS&FA, as per GOI Order, who retires at this AGM and being eligible offers herself for re-appointment.

Resolution required :(Ordinary / Special)				Ordinary Resolution						
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 favor (4)	% of Votes in favour on votes polled (5)=[(4)/(2)]*100	No. of Votes against (6)	% of Votes against on votes polled (7)=[(6)/(2)]*100	No. of Invalid Votes (8)	% of Invalid Votes (9)=[(8)/(2)]*100
Promoter & Promoter Group	E-VOTING	39481500	39481500	100	39481500	100	0	0.00	0	0.00
	POLL									
	POSTAL BALLOT									
	TOTAL	39481500	39481500	100	39481500	100	0	0.00	0	0.00
Public - Institutions	E-VOTING	11500	0	0.00	0	0.00	0	0.00	0	0.00
	POLL									
	POSTAL BALLOT									
	TOTAL	11500	0	0.00	0	0.00	0	0.00	0	0.00
Public-Non Institutions	E-VOTING	27680100	22811	0.08	12811	56.16	10000	0.02	0	0.00
	POLL									
	POSTAL BALLOT									
	TOTAL	27680100	22811	0.08	12811	56.16	10000	43.84	0	0.00
TOTAL		67173100	39504311	58.81	39494311	99.97	10000	0.03	0	0.00



Resolution 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 2020-21 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 2020-21 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 2020-21. And to note the Board of Directors approval for the enhancement of Statutory Audit fees from Rs. 2,00,000/- to Rs. 3,00,000/- payable to the M/s. BSJ & Associates statutory auditors of the company for the FY 2019-20.

Resolution required :(Ordinary / Special)						Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution ?						No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	% of Votes in favour on votes polled (5)=[(4)/(2)]*100	No. of Votes against	% of Votes against on votes polled (7)=[(6)/(2)]*100	No. of Invalid Votes	% of Invalid Votes (9)=[(8)/(2)]*100
Promoter & Promoter Group	E-VOTING	39481500	39481500	100	39481500	100	0	0.00	0	0.00
	POLL									
	POSTAL BALLOT									
	TOTAL	39481500	39481500	100	39481500	100	0	0.00	0	0.00
Public - Institutions	E-VOTING	11500	0.00	0	0.00	0	0	0.00	0	
	POLL									
	POSTAL BALLOT									
	TOTAL	11500	0	0.00	0	0.00	0	0.00	0	0.00
Public-Non Institutions	E-VOTING	27680100	22811	0.08	12811	56.16	10000	0.02	0	0.00
	POLL									
	POSTAL BALLOT									
	TOTAL	27680100	22811	0.08	12811	56.16	10000	43.84	0	0.00
TOTAL		67173100	39504311	58.81	39494311	99.97	10000	0.03	0	0.00



Resolution 4 : To consider and ratify the remuneration to be paid to M/s. CY & Associates, Cost Accountants, Mumbai (Firm Registration No.000334) as Cost Auditors of the company for the FY 2020-21 for audit of Cost Accounts Records of the company.

Resolution required : (Ordinary / Special)						Ordinary Resolution				
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 favor (4)	% of Votes in favour on votes polled (5)=[(4)/(2)]*100	No. of Votes against (6)	% of Votes against on votes polled (7)=[(6)/(2)]*100	No. of Invalid Votes (8)	% of Invalid Votes (9)=[(8)/(2)]*100
Promoter & Promoter Group	E-VOTING	39481500	39481500	100	39481500	100	0	0.00	0	0.00
	POLL									
	POSTAL BALLOT									
	TOTAL	39481500	39481500	100	39481500	100	0	0.00	0	0.00
Public - Institutions	E-VOTING	11500	0	0.00	0	0.00	0	0.00	0	0.00
	POLL									
	POSTAL BALLOT									
	TOTAL	11500	0	0.00	0	0.00	0	0.00	0	0.00
Public-Non Institutions	E-VOTING	27680100	22811	0.08	22811	100	0	0.00	0	0.00
	POLL									
	POSTAL BALLOT									
	TOTAL	27680100	22811	0.08	22811	100	0	0.00	0	0.00
TOTAL		67173100	39504311	58.81	39504311	100	0	0.00	0	0.00



In respect of the Resolutions proposed in the Notice of 59th Annual General Meeting of the Equity Shareholders of **Hindustan Organic Chemicals Limited**, held on Monday, 28th September, 2020, I confirm and report that Based on the aforesaid results, the Ordinary Resolutions as Set out in Resolution No. 1 to Resolution No. 4 of the Notice of the 59th Annual General Meeting of the Company, have been passed with Majority.

Place: Navi Mumbai

Dated: 29/09/2020

For D.S. Momaya & Co.

CS Divya Momaya

Proprietor

FCS No.7195, CP No.7885

(Scrutinizer)

UDIN:

