

## DETAILS OF VOTING RESULT AS PER CLAUSE 35A

S.NO.	PARTICULARS	DETAILS
1.	Date of AGM	12 <sup>th</sup> September, 2014
2.	Total no share holders on record date	6873
3.	No. of shareholders present in the meeting either in person or through proxy:	46
	Promoters and Promoters Group	9
	Public	37
4.	No. of shareholders attended the meeting through video conferencing	NOT ARRANGED
	Promoters and promoter group	
	Public	

### AGENDA WISE IN CASE OF POLL/ E-VOTING

The mode of voting for all resolution was e-voting and poll conducted at the meeting.

#### RESOLUTION 1: ORDINARY RESOLUTION

To receive, consider and adopt the audited Balance Sheet of the Company as at March 31, 2014 and the Profit & Loss Account for the year ended on that date together with Report of Directors and Auditors thereon

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)] *100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 2: ORDINARY RESOLUTION**

To appoint a Director in place of Mrs. Urmila Goenka (DIN 01165727), who retire by rotation and being eligible offers himself for re- appointment.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 3: ORDINARY RESOLUTION**

To appoint a director in place of Mr. Suresh shridhar ajila (din 03203748), who retire by rotation and being eligible offers himself for re- appointment.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil



**RESOLUTION 4. ORDINARY RESOLUTION**

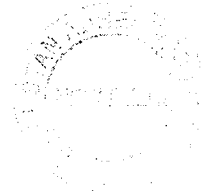
To appoint M/s Salarpuria & Partners, Chartered Accountants (firm Registration No 302113E) as statutory Auditor and fixing their remuneration.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 5: ORDINARY RESOLUTION**

To appoint Mr. Amit Kumar ((DIN: 06902856), as an Independent Director of the Company.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil



**RESOLUTION 6: ORDINARY RESOLUTION**

To appoint Mr. Kailash Chandra Gupta (DIN 01649210), as an Independent Director of the Company.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 7: ORDINARY RESOLUTION**

To appoint Mr. Pawankumar Geetaram Sharma (DIN 01660557) as an Independent Director of the Company.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 8: SPECIAL RESOLUTION**

To approve the limit under the provision of Section 180(1) (a) of the Companies Act, 2013

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3) =[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 9: SPECIAL RESOLUTION**

To Approve the borrowing limit under the provision of Section 180(1) (c) of the Companies Act, 2013.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 10 SPECIAL RESOLUTION**

To re-appoint Mr. Suresh Shridhar Ajila (holding DIN 03203748) as a Whole time Director of the Company for a period of three years effective from 30th September, 2014.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 11. SPECIAL RESOLUTION**

To re-appoint of Mrs. Urmila Goenka (holding DIN 01165727) as a Whole time Director of the Company for a period of three years effective from 30<sup>th</sup> September, 2014.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil



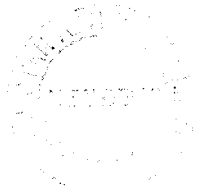
**RESOLUTION 12. SPECIAL RESOLUTION**

To revise the terms of remuneration of Mr. Madhusudan Lalit Kumar Bagla as the Managing Director of the Company, by way of change in the maximum amount of basic salary payable to Mr. Madhusudan Lalit Kumar Bagla.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

Date: - 13/09/2014

Place:- Delhi



for Hindustan Adhesives Limited

  
Madhusudan Lalit Kumar Bagla  
Managing Director  
DIN-01425646

**PUNEET KUMAR PANDEY**  
**COMPANY SECRETARY**

**C-4/216, SECTOR-6**  
**ROHINI, NEW DELHI-85**

**REPORT OF SCRUTINIZER**

[Pursuant to Section 108 of the Companies Act. 2013 and Rule 20 of the Companies  
(Management and Administration) Rules 2014]

10<sup>th</sup> September, 2014

To,  
The Chairman,  
Hindustan Adhesives Limited  
340/2A, G.T. Road, Shahdra  
Delhi-110095

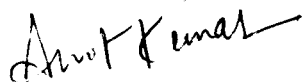
Dear Sir,

I, Puneet Kumar Pandey, Company Secretary was appointed scrutinizer for the 26<sup>th</sup> Annual General Meeting of the Equity Shareholders of "HINDUSTAN ADHESIVES LIMITED" to be held on Friday, the 12<sup>th</sup> of September, 2014 at 10.00 a.m at Ashok Avenue, Main Chattarpur Road, Asola Fatehpur Beri, New Delhi-110074 for the purpose of scrutinizing the E voting process in a fair and transparent manner ascertaining the requisite majority on E-voting carried out as per the provision of the Companies act, 2013 and Sub rule (xi) of Rule 20 of the Companies (Management and Administration) Rules 2014 on the resolutions referred to in this report.

**We submit our report as under:**

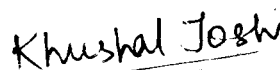
1. The E-voting period remain open from 9.00 A.M on Saturday, the 6<sup>th</sup> of September 2014 up to 6.00 P.M. on Monday, the 8<sup>th</sup> of September 2014.
2. The Shareholder holding shares as on "Cut off" date, i.e. August 8, 2014 were entitled to vote on the proposed 12 (Twelve Resolution) as mentioned in notice of the 26<sup>th</sup> Annual General Meeting of "HINDUSTAN ADHESIVES LIMITED" (Item Number 1 to 12 of notice of 26<sup>th</sup> Annual General Meeting of HINDUSTAN ADHESIVES LIMITED).
3. The votes are blocked on Wednesday, the 10<sup>th</sup> of September, 2014 around 6:20 P.M in the presence of two witnesses, namely, Mr. Amit kumar residing at 3029, Sant Nagar, Rani Bagh, New Delhi-110034 and Mr. Khushal Joshi residing at G-251, Rishi Nagar, Rani Bagh, Delhi-110034 who are not in employment of the Company.

They have signed below in confirmation of votes being unblocked in their presence.



(Amit Kumar)





(Khushal Joshi)



4. Thereafter the details containing, inter-alia, list of Equity Shareholder, who have voted “for” and “against” were downloaded from E-voting Website of Central Depository services (India) Limited( <http://www.evotingindia.com/>)

5. The result of the E-voting is as under:

**RESOLUTION 1:**

To receive, consider and adopt the audited Balance Sheet of the Company as at March 31, 2014 and the Profit & Loss Account for the year ended on that date together with Report of Directors and Auditors thereon

(i) Voted in favour of the resolution

Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast
11	3503849	100

(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

**RESOLUTION 2**

To appoint a Director in place of Mrs. Urmila Goenka (DIN 01165727), who retire by rotation and being eligible offers himself for re- appointment.

(i) Voted in favour of the resolution

Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast
11	3503849	100



(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

**RESOLUTION 3:**

To appoint a director in place of Mr. Suresh shridhar ajila (din 03203748), who retire by rotation and being eligible offers himself for re- appointment.

(i) Voted in favour of the resolution

Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast
11	3503849	100

(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N..A	N.A.

**RESOLUTION 4.**

To appoint M/s Salarpuria & Partners, Chartered Accountants (firm Registration No 302113E) as statutory Auditor and fixing their remuneration.



(i) Voted in favour of the resolution

Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast
11	3503849	100

(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N..A	N.A.

**RESOLUTION 5:**

To appoint Mr. Amit Kumar ((DIN: 06902856), as an Independent Director of the Company.

(i) Voted in favour of the resolution

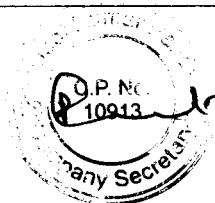
Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast
11	3503849	100

(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N..A	N.A.



**RESOLUTION 6:**

To appoint Mr. Kailash Chandra Gupta (DIN 01649210), as an Independent Director of the Company.

(i) Voted in favour of the resolution

Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast
11	3503849	100

(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N..A	N.A.

**RESOLUTION 7:**

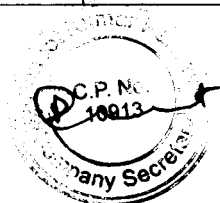
To appoint Mr. Pawankumar Geetaram Sharma (DIN 01660557) as an Independent Director of the Company.

(i) Voted in favour of the resolution

Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast
11	3503849	100

(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil



(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A.

**RESOLUTION 8:**

To approve the limit under the provision of Section 180(1) (a) of the Companies Act, 2013

(i) Voted in favour of the resolution

Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast
11	3503849	100

(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

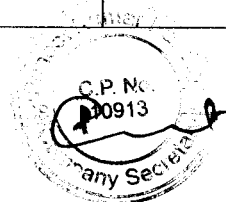
Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A.

**RESOLUTION 9:**

To Approve the borrowing limit under the provision of Section 180(1) (c) of the Companies Act, 2013

(i) Voted in favour of the resolution

Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast
11	3503849	100



(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A.

**RESOLUTION 10**

To re-appoint Mr. Suresh Shridhar Ajila (holding DIN 03203748) as a Wholetime Director of the Company for a period of three years effective from 30th September, 2014

(i) Voted in favour of the resolution

Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast
11	3503849	100

(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

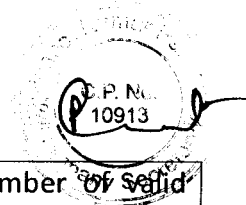
Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A.

**RESOLUTION 11**

To re-appoint of Mrs. Urmila Goenka (holding DIN 01165727) as a Wholetime Director of the Company for a period of three years effective from 30<sup>th</sup> September, 2014.

(i) Voted in favour of the resolution

Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast



System		
11	3503849	100

(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A

## RESOLUTION 12

To revise the terms of remuneration of Mr. Madhusudan Lalit Kumar Bagla as the Managing Director of the Company, by way of change in the maximum amount of basic salary payable to Mr. Madhusudan Lalit Kumar Bagla.

(i) Voted in favour of the resolution

Number of Members voted through Electronic voting System	Number of Votes cast in favour of resolution	% of total number of valid votes cast
11	3503849	100

(ii) Voted against the Resolution

Number of Members voted through Electronic voting System	Number of Votes cast in against of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes


Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A



The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signed the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe custody.

Thanking You

Place: New delhi  
Date:10/09/2014

Yours Faithfully  
  
Pande Kumar Pandey  
ACS.29848

*(Circular stamp: Pande Kumar Pandey, C.P.N. 10913, Company Secretary)*



**PUNEET KUMAR PANDEY**  
**COMPANY SECRETARY**

**C-4/216, SECTOR-6**  
**ROHINI, NEW DELHI-85**

**REPORT OF SCRUTINIZER**

[Pursuant to rule of Section 109 of the Companies Act. 2013 and Rule 21 (2) of the Companies  
(Management and Administration) Rules 2014]

To,  
The Chairman of 26<sup>th</sup> Annual General Meeting of Equity Shareholders of Hindustan Adhesives  
Limited held on 12<sup>th</sup> September 2014 at Ashok Avenue, Main Chattarpur Road, Asola Fatehpur beri  
New Delhi-110074

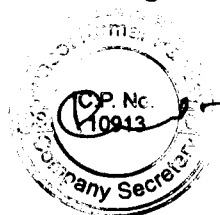
Dear Sir,

I, Puneet Kumar Pandey, Company Secretary appointed as scrutinizer for the purpose of poll taken  
on below mentioned resolution(s), at 26<sup>th</sup> Annual general Meeting of shareholder of Hindustan  
Adhesives Limited, held on September 12, 2014 at Ashok Avenue, Main Chattarpur Road, Asola  
Fatehpur Beri, New Delhi-110074, submit my report as under:

1. After the time fixed for closing of poll by the chairman, ballot boxes kept for polling were  
locked in my presence with due identification mark placed by me.
2. The Locked ballot boxes were Subsequently opened in my presence and poll paper were  
diligently Securitized. The poll process were reconcile with records maintained by the  
company / registrar and transfer Agents of the company and the authorized proxy lodged  
with Company.
3. The poll paper, which were incomplete and/or which were otherwise defective have been  
treated as invalid and kept separately.
4. The Result of poll is as under:

**RESOLUTION 1:**

To receive, consider and adopt the audited Balance Sheet of the Company as at March 31, 2014 and  
the Profit & Loss Account for the year ended on that date together with Report of Directors and  
Auditors thereon



(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100

(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67

## **RESOLUTION 2**

To appoint a Director in place of Mrs. Urmila Goenka (DIN 01165727), who retire by rotation and being eligible offers himself for re- appointment.

(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100

(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
NIL	NIL	NIL



(iii) Invalid Votes

Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67

**RESOLUTION 3:**

To appoint a director in place of Mr. Suresh shridhar ajila (din 03203748), who retire by rotation and being eligible offers himself for re- appointment.

(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100

(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

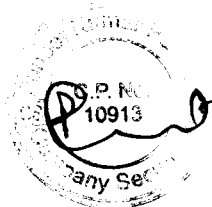
Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67

**RESOLUTION 4.**

To appoint M/s Salarpuria & Partners, Chartered Accountants (firm Registration No 302113E) as statutory Auditor and fixing their remuneration.

(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100



(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
N.A	N.A	N.A

(iii) Invalid Votes

Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67

**RESOLUTION 5:**

To appoint Mr. Amit Kumar ((DIN: 06902856), as an Independent Director of the Company.

(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100

(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
N.A	N.A	N.A

(iii) Invalid Votes

Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67

**RESOLUTION 6:**

To appoint Mr. Kailash Chandra Gupta (DIN 01649210), as an Independent Director of the Company.



(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100

(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67

#### RESOLUTION 7:

To appoint Mr. Pawankumar Geetaram Sharma (DIN 01660557) as an Independent Director of the Company.

(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100

(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67



**RESOLUTION 8:**

To approve the limit under the provision of Section 180(1) (a) of the Companies Act, 2013.

(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100

(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67

**RESOLUTION 9:**

To Approve the borrowing limit under the provision of Section 180(1) (c) of the Companies Act, 2013.

(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100

(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
NIL	NIL	NIL



(iii) Invalid Votes

Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67

**RESOLUTION 10**

To re-appoint Mr. Suresh Shridhar Ajila (holding DIN 03203748) as a Wholetime Director of the Company for a period of three years effective from 30th September, 2014.

(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100

(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

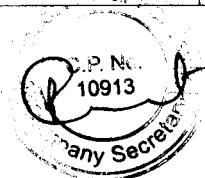
Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67

**RESOLUTION 11**

To re-appoint of Mrs. Urmila Goenka (holding DIN 01165727) as a Wholetime Director of the Company for a period of three years effective from 30<sup>th</sup> September, 2014.

(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100



(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67

**RESOLUTION 12**

To revise the terms of remuneration of Mr. Madhusudan Lalit Kumar Bagla as the Managing Director of the Company, by way of change in the maximum amount of basic salary payable to Mr. Madhusudan Lalit Kumar Bagla.

(i) Voted in favour of the resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in favour of resolution	% of total number of valid votes cast
35	255533	100

(ii) Voted against the Resolution

Number of Members present and voting (in person and proxy)	Number of Votes cast in against of resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes

Total number of members whose (in person and proxy) votes were declared invalid	Total number of votes cast by them
16	67





The poll paper and all other relevant records were sealed and handed over to the company secretary/Director authorised by the board for safe keeping.

Thanking You

Place: New delhi

Date: 13/09/2014

Your Faithfully  
S.P. No.  
10913  
Puneet Kumar Pandey  
ACS.29848



**PUNEET KUMAR PANDEY**  
**COMPANY SECRETARY**

**C-4/216, SECTOR-6**  
**ROHINI, NEW DELHI-85**

**Combined Result of Scrutinizer on E-Voting And Poll**

To,

The Chairman of 26<sup>th</sup> Annual General Meeting of Equity Shareholders of Hindustan Adhesives Limited held on 12<sup>th</sup> September 2014 at Ashok Avenue, Main Chattarpur Road, Asola Fatehpur beri New Delhi-110074

I, Puneet Kumar Pandey, Company Secretary was appointed as scrutinizer to scrutinize the E voting and poll process and voting on poll under the provision of section 108 & 109 of the companies act, 2013 read with rule 20(xi) and rule 21(2) of the companies (Management and Administration) Rules, 2014 at the 26<sup>th</sup> Annual General Meeting (AGM) of Hindustan Adhesives Limited held on 12<sup>th</sup> September 2014 at Ashok Avenue, Main Chattarpur Road, Asola Fatehpur beri New Delhi-110074

I, as scrutinizer have separately issued Scrutinizer's Report dated 10<sup>th</sup> September, 2014 on electronic voting and Scrutinizer Report dated, 13<sup>th</sup> September, 2014 on voting by shareholder of the company through poll at Agm at Company held at New Delhi On Friday 12<sup>th</sup> September, 2014.

I am requested by the management to submit a combined report on the voting by the shareholder through electronic voting (e-voting) and through the conducted at AGM. Accordingly, I am submitting herewith a combined report on result in respect of each resolution.

**RESOLUTION 1: ORDINARY RESOLUTION**

To receive, consider and adopt the audited Balance Sheet of the Company as at March 31, 2014 and the Profit & Loss Account for the year ended on that date together with Report of Directors and Auditors thereon

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

  
Puneet Kumar Pandey  
Company Secretary

**RESOLUTION 2: ORDINARY RESOLUTION**

To appoint a Director in place of Mrs. Urmila Goenka (DIN 01165727), who retire by rotation and being eligible offers himself for re- appointment

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 3: ORDINARY RESOLUTION**

To appoint a director in place of Mr. Suresh shridhar ajila (din 03203748), who retire by rotation and being eligible offers himself for re- appointment.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil


  
 C.P. No. 10913  
 Company Secretary

#### RESOLUTION 4. ORDINARY RESOLUTION

To appoint M/s Salarpuria & Partners, Chartered Accountants (firm Registration No 302113E) as statutory Auditor and fixing their remuneration.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)= [(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

#### RESOLUTION 5: ORDINARY RESOLUTION

To appoint Mr. Amit Kumar ((DIN: 06902856), as an Independent Director of the Company.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)= [(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

C.P. No.  
10913

**RESOLUTION 6: ORDINARY RESOLUTION**

To appoint Mr. Kailash Chandra Gupta (DIN 01649210), as an Independent Director of the Company.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 7: ORDINARY RESOLUTION**

To appoint Mr. Pawankumar Geetaram Sharma (DIN 01660557) as an Independent Director of the Company.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil



**RESOLUTION 8: SPECIAL RESOLUTION**

To approve the limit under the provision of Section 180(1) (a) of the Companies Act, 2013

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 9: SPECIAL RESOLUTION**

To Approve the borrowing limit under the provision of Section 180(1) (c) of the Companies Act, 2013.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil



**RESOLUTION 10 SPECIAL RESOLUTION**

To re-appoint Mr. Suresh Shridhar Ajila (holding DIN 03203748) as a Wholetime Director of the Company for a period of three years effective from 30th September, 2014.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

**RESOLUTION 11. SPECIAL RESOLUTION**

To re-appoint of Mrs. Urmila Goenka (holding DIN 01165727) as a Wholetime Director of the Company for a period of three years effective from 30<sup>th</sup> September, 2014.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil



## RESOLUTION 12 SPECIAL RESOLUTION


To revise the terms of remuneration of Mr. Madhusudan Lalit Kumar Bagla as the Managing Director of the Company, by way of change in the maximum amount of basic salary payable to Mr. Madhusudan Lalit Kumar Bagla.

Promoter / public	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	3033729	3033729	100	3033729	-	100	Nil
Public Institutional Holder	-	-	-	-	-	-	-
Public-other	2082571	725653	34.84	725653	-	100	Nil
Total	5116300	3759382	73.47	3759382	-	100	Nil

Thanking You

Place: New Delhi

Date: 13/09/2014

Your Faithfully  
  
Puneet Kumar Pandey  
ACS.29848