



HARIYANA

SHIP BREAKERS LTD

October 1, 2019

To,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Sub.: Voting Results of the Thirty Eighth Annual General Meeting ("AGM") of Hariyana Ship-Breakers Limited ("*the Company*") held on September 30, 2019

Ref.: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Scrip Code: 526931

Dear Sir,

The Thirty Eighth Annual General Meeting of the Company was held on Monday, September 30, 2019 at 09:30 a.m. at registered office of the Company situated at 156, Maker Chambers VI, 220 Jamnalal Bajaj Marg, Nariman Point, Mumbai- 400021 ("*said AGM*").

The said meeting concluded at 10:10 a.m.

In this regard, please find enclosed the following:

- Voting results of the business transacted at the said AGM, as required under Regulation 44(3) of SEBI Listing Regulations - **Annexure - A**; and
- The Scrutinizer's Report dated October 1, 2019, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure - B**.

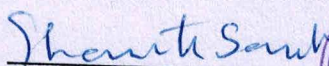
The above documents are also available on the website of the Company i.e. www.hariyanagroup.com.

The above is for your information and record.

Thanking You,

Yours faithfully,

For Hariyana Ship Breakers Limited



Shantisarup Reniwal
Director



Registered Office: 156 - Maker Chambers VI, 220, Jamnalal Bajaj Marg,
Nariman Point, Mumbai- 400 021

Tel: 022 - 22043211; Fax- 22043215 E-mail: contact@hariyanagroup.com
CIN No. L61100MH1981PLC024774 Web Site: www.hariyanagroup.com

ISO Certified (14001:2004/ 9001:2008/ 30000:2009)



HARIYANA

SHIP BREAKERS LTD

Annexure A

Date of the Annual General Meeting:	September 30, 2019
Total number of shareholders on the Cut-off Date (i.e. September 23, 2019):	2102
No. of shareholders present in the meeting either in person or through authorized representatives or through proxy:	
• Promoter and Promoter Group:	5
• Public:	14
No. of shareholders attended the meeting through Video Conferencing	
• Promoter and Promoter Group:	NIL
• Public:	NIL



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HARIYANA SHIP BREAKERS LTD

Agenda wise combined result of Remote E-voting and Physical Ballot Voting at AGM:

Hariyana Ship-Breakers Limited										
1: Adoption of Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2019 alongwith the reports of the Directors and Auditors thereon										
No										
Resolution Required : (Ordinary)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
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 favour [4]	No. of Votes – 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	E-Voting	4621814	4621814	100	4621814	0	100	0		
	Ballot Paper Voting at AGM		0	0	0	0	0	0		
	Total		4621814	100	4621814	0	100	0		
Public Institutions	E-Voting	0	0	0	0	0	0	0		
	Ballot Paper Voting at AGM		0	0	0	0	0	0		
	Total		0	0	0	0	0	0		
Public Non Institutions	E-Voting	1544853	2555	0.17	414	2141	16.20	83.80		
	Ballot Paper Voting at AGM		334	0.02	334	0	100	0		
	Total		2889	0.19	748	2141	25.89	74.11		
Total		6166667	4624703	75.00	4622562	2141	99.95	0.05		

Note: The percentages calculated in column nos. 3, 6 and 7 are being rounded off to two decimal places



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Hariyana Ship-Breakers Limited

2: Re-appointment of Mrs. Unnati Reniwal (DIN: 00041306), who retires by rotation as a Director and being eligible, offer herself for reappointment

Resolution Required : (Ordinary)		Whether promoter/ promoter group are interested in the agenda/resolution?						
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 favour [4]	No. of Votes – 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	E-Voting	4621814	3363584	72.78	3363584	0	100	0
	Ballot Paper Voting at AGM		0	0	0	0	0	0
	Total		3363584	72.78	3363584	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Ballot Paper Voting at AGM		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	1544853	2555	0.17	409	2146	16.01	83.99
	Ballot Paper Voting at AGM		334	0.02	334	0	100	0
	Total		2889	0.19	743	2146	25.72	74.28
Total		6166667	3366473	54.59	3364327	2146	99.94	0.06

Note: The percentages calculated in column nos. 3, 6 and 7 are being rounded off to two decimal places. The e-voting casted by Ms. Unnati Reniwal and her husband Mr. Rakesh Reniwal (Promoter Category) has not been considered in the above results.



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COMBINED SCRUTINIZER'S REPORT FOR E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

Mr. Shantisarup Reniwal

Chairman of the Thirty Eighth Annual General Meeting

Hariyana Ship-Breakers Limited

156, Maker Chambers VI,

220 Jamnalal Bajaj Marg,

Nariman Point, Mumbai - 400021.

Sub.: Consolidated Scrutinizers Report on remote e-Voting and physical ballot voting at the Thirty Eighth Annual General Meeting of Hariyana Ship-Breakers Limited held on Monday, September 30, 2019, from 9.30 a.m. onwards, at the Registered Office of the Company situated at 156, Maker Chambers VI, 220 Jamnalal Bajaj Marg, Nariman Point, Mumbai-400021 ("said AGM")

I, Dilip Bharadiya, Practicing Company Secretary, have been appointed as the Scrutinizer by the Hariyana Ship-Breakers Limited (hereinafter referred to as "HSBL"/ "Company"), pursuant to the resolution passed by the Board of Directors of the Company at their meeting held on May 30, 2019, for the remote e-voting process as well as to scrutinize the physical ballot voting to be conducted at the said AGM ("*entire voting*") pursuant to the provisions of Section 108 of the Companies Act, 2013 ("*Act*") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("*SEBI Listing Regulations*").

The management of the Company is responsible to ensure the compliance with the requirements of the Act relating to voting through electronic means and physical ballot voting on the resolutions contained in the Notice for the said AGM. My responsibility as a Scrutinizer for the entire voting process is restricted to ensure that the remote e-voting process and the physical ballot voting is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" or "invalid votes", on the resolutions with respect to all the items of the business enumerated in the Notice of said AGM.

Notice: The Notice dated May 30, 2019 alongwith the Statement stating out material facts under Section 102 of the Act, were sent to the Shareholders in respect of the belowmentioned resolutions passed at the said AGM.

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As prescribed in Rule 20, the company has also released an Advertisement in an English newspaper i.e. Active Times and in Marathi, in Mumbai Lakshwadeep (Mumbai Edition), on September 07, 2019. The Notice published in the Newspapers carried the required information as specified in Sub Rule 4(v) of the said Rule 20.

The Company had appointed National Securities Depository Limited ("NSDL") as the Service Provider for providing remote e-voting facility for the said AGM.

Accordingly, NSDL had provided the system for recording the votes of the shareholders electronically through e-voting on all the items of the business as mentioned in the Notice of AGM dated May 30, 2019. NSDL had set up e-voting facility on their website i.e. <https://www.evoting.nsdl.com>. The Company had also uploaded the Notice of the said AGM on its website i.e. www.hariyanagroup.com, to facilitate the shareholders to cast their votes through remote e-voting.

Sharex Dynamic (India) Private Limited is the Registrar and Transfer Agent for the Company ("RTA").

The Company had fixed August 30, 2019, as the cut-off date for the purpose of dispatch of Notice of the said AGM. Accordingly, the Company had, on September 06, 2019, sent the Notice of the said AGM, to all the shareholders who were the members of the Company as on August 30, 2019. The Company has sent the notices to shareholders of the Company as below:

1. via e-mail, to 1392 shareholders, who have registered their email IDs with the Company/ RTA; and
2. by means of courier / Registered Post to 692 shareholders and the dispatch of notice was completed by September 06, 2019.

The shareholders of the company holding shares as on the cut-off date i.e. September 23, 2019, were entitled to vote on the resolutions as set out in the Item no. 1 and 2 of the Notice of the said AGM.

The remote e-voting platform was open from Friday, September 27, 2019 (9:00 a.m. IST) to Sunday, September 29, 2019 (5:00 p.m. IST) (both days inclusive) and members holding shares either in physical form or in dematerialized form were required to cast their votes electronically, on the e-voting platform provided by NSDL.

As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014 (as amended), for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the said AGM, the Scrutinizer shall, after closure of period of remote e-voting and before the start of the said AGM, have access to details such as Name of the Shareholder, DP Id/Client Id, Folios and shareholding, relating to the members who have cast their votes through remote e-voting, but not the manner in which they have voted.



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Accordingly, NSDL, after the closing of the e-voting i.e. at 5:00 p.m. on Sunday, September 29, 2019 had provided us the aforesaid details with respect to the members who had cast their votes through remote e-voting.

The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolution passed by their board of directors authorizing them to exercise their votes through e-voting.

Physical ballot voting at the AGM Venue

The Company had also provided the facility of physical ballot voting at the AGM for the Members who had not cast their vote by remote e-voting.

Physical ballot voting at the meeting concluded at 10 hours 10 minutes.

Completion of e-voting

Pursuant to the provisions of Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 (as amended), the votes cast by the members at the meeting was counted. Thereafter, the votes cast under remote e-voting facility were unblocked in presence of two witnesses, who were not in the employment of the Company. NSDL then provided the list of members who had cast their votes alongwith their holding details and the details of votes cast on the resolutions.

As a Scrutinizer, I, based on the reports generated from the e-voting system provided by NSDL and physical ballot voting, have scrutinized the votes cast through entire voting process and present herewith the Scrutinizer's Report on the votes cast "in favor" or "against" or "invalid votes", with respect to each item on the agenda as set out in the Notice of the said AGM.

The particulars of all the votes casted by the members through remote e-voting process and votes cast by members through physical ballot forms have been recorded in a register separately maintained for the purpose.

The result of the entire voting process is as per the annexure attached herewith.

The Register and all other papers and relevant records relating to entire voting are maintained and kept in my safe custody.

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Conclusion:

All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman of the said AGM may accordingly declare the result of voting.

Thanking You,

Yours Faithfully,

For **DILIP BHARADIYA & ASSOCIATES**



DILIP BHARADIYA

F.C.S. 7956; C.P. 6740

UDIN: F007956A000022146

Place: Mumbai

Date: October 1, 2019



Annexure

Haryana Ship-Breakers Limited

Resolution Required : (Ordinary)		1 - To receive, consider and adopt the audited financial statements (standalone and consolidated) of the Company for the financial year ended on March 31, 2019 along with the reports of the directors and auditors thereon						
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 favour [4]	No. of Votes -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	E-Voting		46,21,814	100.00	46,21,814	-	100.00	-
	Poll at AGM	46,21,814	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		46,21,814	100.00	46,21,814	-	100.00	-
Public Institutions	E-Voting		-	-	-	-	-	-
	Poll at AGM		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting		2,555	0.17	414	2,141	16.20	83.80
	Poll at AGM	15,44,853	334	0.02	334	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,889	0.19	748	2,141	25.89	74.11
Total		61,66,667	46,24,703	75.00	46,22,562	2,141	99.95	0.05

Note: The percentages calculated in column nos. 3, 6 and 7 are being rounded off to two decimal places



Hariyana Ship-Breakers Limited									
2 -To re-appoint of Mrs. Unnati Reniwal (DIN No. 00041306), who retires by rotation as a Director and being eligible, offers herself for re-appointment									
Resolution Required : (Ordinary)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Yes, Partially									
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 favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting		33,63,584	72.78	33,63,584	-	100.00	-	-
	Poll at AGM	46,21,814	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-
	Total		33,63,584	72.78	33,63,584	-	100.00	-	-
Public Institutions	E-Voting		-	-	-	-	-	-	-
	Poll at AGM		-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-
	Total		-	-	-	-	-	-	-
Public Non Institutions	E-Voting		2,555	0.17	409	2,146	16.01	83.99	-
	Poll at AGM	15,44,853	334	0.02	334	-	100.00	-	-
	Postal Ballot		-	-	-	-	-	-	-
	Total		2,889	0.19	743	2,146	25.72	74.28	0.06
Total		61,66,667	33,66,473	54.59	33,64,327	2,146	99.94	74.28	0.06

Note: The percentages calculated in column nos. 3, 6 and 7 are being rounded off to two decimal places. The e-voting casted by Ms. Unnati Reniwal and her husband Mr. Rakesh Reniwal (Promoter Category) has not been considered in the above results.

