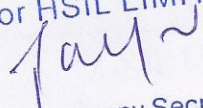


HSIL Limited
(Script Code: BSE: 500187: NSE: HSIL)

Disclosure of voting results by listed entities in terms of Clause 35A of the listing agreement

Date of AGM	30 th September 2013
Total of number of shareholders on Record Date (Book closure 24 th September 2013 to 30 th September 2013)	18345
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group Public	 7 64
No. of shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group Public	 NIL NIL
Details of Agenda (Resolution # 1) To receive, consider and adopt the Audited Balance Sheet as at 31 st March 2013, the Statement of Profit and Loss for the year ended on that date and the Reports of the Auditors and Directors thereon.	
Resolution required (Ordinary/Special)	Ordinary
Mode of voting (Show of hands/Poll/Postal Ballot/e-voting)	Carried unanimously by Show of hands
Details of Agenda (Resolution # 2) To declare dividend on equity shares for the year ended 31 st March 2013	
Resolution required (Ordinary/Special)	Ordinary
Mode of voting (Show of hands/Poll/Postal Ballot/e-voting)	Carried unanimously by Show of hands

For HSIL LIMITED

Company Secretary

Details of Agenda (Resolution # 3)

To appoint a director in place of Mr. G. L. Sultania, who retires by rotation and, being eligible, offers himself for reappointment.

Resolution required (Ordinary/Special)

Ordinary

Mode of voting (Show of hands/Poll/Postal Ballot/e-voting)Carried unanimously by
Show of hands**Details of Agenda (Resolution # 4)**

To appoint a director in place of Mr. Ashok Jaipuria, who retires by rotation and, being eligible, offers himself for reappointment.

Resolution required (Ordinary/Special)

Ordinary

Mode of voting (Show of hands/Poll/Postal Ballot/e-voting)

Carried by Show of hands

Details of Agenda (Resolution # 5)

To appoint M/s. Walker, Chandio & Co., Chartered Accountants, as Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

Resolution required (Ordinary/Special)

Ordinary

Mode of voting (Show of hands/Poll/Postal Ballot/e-voting)Carried unanimously by
Show of hands**Details of Agenda (Resolution # 6)****Re-appointment of Mr. Sandip Somany as Joint Managing Director**

“RESOLVED THAT pursuant to the provisions of Section 198, 269, 309, 310 & 311 and other applicable provisions, if any, read with Schedule XIII to the Companies Act, 1956 (the Act), and subject to such other approvals and/or sanctions as may be necessary, consent and/or approval of the Company be and is hereby accorded to the re-appointment of Mr. Sandip Somany (Mr. Somany) as Joint Managing Director of the Company for three year-term, commencing from 1 December 2013 till 30 November 2016 on terms and conditions including remuneration by way of salary, commission, perquisites and/or allowances as recommended by the Remuneration Committee, contained in the Agreement to be entered into between the Company and Mr. Somany, which Agreement is hereby specifically approved and sanctioned with liberty to the Board of Directors to alter, vary and modify the terms, conditions and stipulations of the said re-appointment provided, however, that the remuneration payable to Mr. Somany, shall not exceed the maximum limits for payment of managerial remuneration specified in Schedule XIII to the said Act or any amendment thereto as may be made from time to time or the laws or guidelines as may for the time being be in force.

SHSIL LIMITED
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Company

RESOLVED FURTHER THAT where in any financial year, during his term of office, the Company makes no profits or its profits are inadequate, the Company may pay Mr. Somany minimum remuneration by way of salary, perquisites and/or allowance subject to the maximum ceiling calculated in accordance with the scale laid down in Section II (c) of Part II of Schedule XIII to the Companies Act, 1956, and in compliance with the provisions stipulated therein as applicable to the Company at the relevant time depending upon the capital of the Company and as may be agreed to by the Board of Directors of the Company and acceptable to Mr. Somany.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution.”

Resolution required (Ordinary/Special)	Special
Mode of voting (Show of hands/Poll/Postal Ballot/e-voting)	Carried by Show of hands

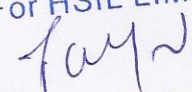
Details of Agenda (Resolution # 7)

Payment of Remuneration to Dr. Rainer Siegfried Simon

“RESOLVED THAT pursuant to the provisions of Section 198, 309, 310 and such other applicable provisions; if any, of the Companies Act, 1956 and subject to the approval of the Central Government, consent be and is hereby accorded for payment of remuneration of an amount of Euro 50000 (equivalent to 35,97,075/-) per annum to Dr. Rainer Siegfried Simon, Non-executive and Independent Director, for a further period of two years with effect from 1 June 2013.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as ‘the Board’ which term shall be deemed to include the Remuneration Committee constituted by the Board) of the Company be and is hereby authorized to make modification (including any statutory modification(s) or re-enactment(s) thereof) to the terms of remuneration of Dr. Simon as it considers appropriate and/or as may be required by the Central Government in accordance with any provisions under the Act, for the time being in force and to do all acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Resolution required (Ordinary/Special)	Special
Mode of voting (Show of hands/Poll/Postal Ballot/e-voting)	Carried unanimously by Show of hands

For HSIL LIMITED

 Company Secretary

Details of Agenda (Resolution # 8)

Remuneration by way of Commission to Non-Executive Directors

“RESOLVED THAT in accordance with the provisions of Section 309(4) read with Section 309 (7) of the Companies Act, 1956, the Company do hereby authorise the payment of Commission to the Directors of the Company (Other than the Managing and Whole-time Directors) of 1% (One percent) on the net profits of the Company (to be divided amongst them, in such amounts or in proportion and in such manner as may be determined by the Board of Directors of the Company from time to time and in default of such determination equally) to be computed in the manner prescribed in Subsection (1) of Section 198, referred to in Sub-section (5) of Section 309 of the Companies Act, 1956 in any financial year of the Company for a further period of 5 years, commencing from 1 April 2013 upto 31 March 2018.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, proper and expedient in order to give effect to the above resolution.”

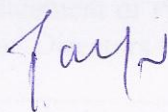
Resolution required (Ordinary/Special)

Special

Mode of voting (Show of hands/Poll/Postal Ballot/e-voting)

Carried unanimously by
Show of hands

For HSIL Limited



(Payal M Puri)
Company Secretary

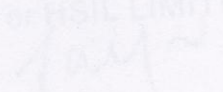
Details of Agenda (Resolution # 2)

To declare dividend on equity shares for the year ended 31st March 2013

Resolution required (Ordinary/Special)

Mode of voting (Show of hands/Poll/Postal Ballot/e-voting)

Carried unanimously by
Show of hands

For HSIL LIMITED

Company Secretary