



HIKAL®

HL:MM:2016

9th September, 2016

BSE Limited
Corporate Relationship Department
PJ Towers, Mumbai - 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai – 51

COMPANY CODE No. 524735

SYMBOL: HIKAL

Dear Sir,

Reg : Intimation in terms of Regulation 30 of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith minutes of the 28th annual general meeting of the shareholders of the company held on 10th August 2016

Kindly acknowledge the receipt.

Thanking You,

Yours faithfully,
For Hikal Ltd.

Mukund Mujumdar
AGM - Secretarial

Encl : as stated above.

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MINUTES OF THE 28TH ANNUAL GENERAL MEETING OF THE MEMBERS OF
HIKAL LTD. HELD ON WEDNESDAY, 10TH AUGUST, 2016 AT 3.30 PM AT
CENTRUM HALL A, 1ST FLOOR AT CENTRE 1, WORLD TRADE CENTRE,
CUFFE PARADE, MUMBAI - 400 005 TO TRANSACT THE FOLLOWING BUSINESS

- Present :
- | | |
|---------------------------|---|
| 1. Mr. Jai Hiremath | - (in the Chair) |
| 2. Mr. Sameer Hiremath | - President & Joint Managing Director |
| 3. Mr. Kannan Unni | - Director |
| 4. Mr. Prakash Mehta | - Director |
| 4. Mrs. Sugandha Hiremath | - Director |
| 5. Mr. Sham Wahalekar | - Company Secretary |
| 6. Members | - 79 members either in person or in representation (as per attendance list) |

By Invitation :

- Statutory Auditors : Mr. Aniruddha Godbole, Partner of B S R & Co. LLP, Chartered Accountants
- Scrutinizers : Mr. Ashish C. Bhatt, Practicing Company Secretary.

Mr. Jai Hiremath, Chairman took the Chair.

- After ascertaining that the requisite quorum for the meeting was present, the Chairman called the meeting in order.
- Notice of the meeting with the consent of the members was taken as read.
- The Chairman welcomed the Members to the Annual General Meeting (AGM). The Chairman then mentioned that his message is included in the Annual Report and informed that the registers/documents ought to be kept open for inspection as per law are available for inspection by Members. He further mentioned that there were no qualifications, observations or comments in the Auditors Report on the accounts for the year ended on 31st March, 2016. Hence the same was taken as read with the consent of the Shareholders present in the meeting.
- The Chairman informed the members that pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Rules 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2016, remote e-voting and voting by ballot facilities were provided to the members of the Company. Members were allowed to vote through e-voting till 9th August, 2016 being the last date for e-voting.

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The Board had appointed M/s Ashish Bhatt & Associates, Practicing Company Secretaries as Scrutiniser to scrutinise the votes cast through e-voting and ballot forms. Chairman informed the Members that combined result of remote e-voting and voting by ballot forms would be declared after receipt of the Scrutinisers Report.

5. The Members considered the Profit and Loss Account for the year ended 31st March, 2016 and the Balance-Sheet as on that date and the Auditors report thereon and the Directors Report attached thereto including the annexures thereto.

The Chairman replied to the questions/queries of the Members, pertaining to the financials of the Company, business prospects etc.

Thereafter the ballot papers were distributed to the Members and the Chairman requested them to cast their votes.

6. The Chairman requested all the Members/authorized representatives present, to participate in the voting through Ballot Paper. He further informed the Members that combined result of remote e-voting and voting by ballot forms would be declared after receipt of the Scrutinisers Report but within 48 hours from the conclusion of the AGM. He further informed that the results will be sent to Stock Exchanges and would be uploaded on Hikal's website.

The Chairman thanked the Members for their participation in the voting and thereafter meeting concluded with a vote of thanks.

Results of the Remote e-voting and between August 7, 2016 (from 9.00 am) to August 9, 2016 ((5.00 pm) and voting through Ballot Paper at the 28th AGM of the Company held on Wednesday, August 10, 2016 on the business set out in the Notice are as under:

Date of the AGM	Wednesday, August 10, 2016
Total number of shareholders on record date	8737
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	20
Public:	59
No. of Shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group:	
Public:	

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Agenda wise disclosure:

Item No.	Description of Resolution	Total No. of Votes Polled	No. of Votes in favour	No. of Votes against	Invalid Votes	%age favour of the resolution)	Result
Ordinary Business:							
1	Adoption of the Financial Statements of the company, Audited Balance sheet and the Statement of Profit and Loss together with Directors' Report and Auditors' Report for the year ended March 31, 2016.	71,015,394	71,015,385	9	0	100.00%	Passed with requisite majority
2	Declaration of dividend on Equity Shares.	71,015,394	71,015,385	9	0	100.00%	Passed with requisite majority
3	Re-appointment of Mr. Baba Kalyani (DIN No 00089380), Director, who retires by rotation.	71,015,394	69,390,581	1,624,813	0	97.71%	Passed with requisite majority
4	Ratification of Appointment of M/s B S R & Co. LLP, Chartered Accountants, as Statutory Auditor of the Company for the Financial Year ending on March 31, 2017.	71,015,394	71,015,385	9	0	100.00%	Passed with requisite majority
Special Business:							
5	Ratification of remuneration to M/s V. J. Talati & Co., Cost Accountants, for the Cost Audit of the Company for Financial Year ending March 31, 2017.	71,015,394	71,015,385	9	0	100.00%	Passed with requisite majority

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The Resolutions for ordinary and special businesses as set out in Item No. 1 to 5 in the Notice convening 28th AGM are recorded hereunder as part of the proceedings of 28th AGM of the Members held on 10th August, 2016.

Ordinary Business :

Item No. 1. Ordinary Resolution for adoption of the Financial Statements of the company, Audited Balance sheet and the Statement of Profit and Loss together with Directors' Report and Auditors' Report for the year ended March 31, 2016.

"Resolved that the audited Profit and Loss Account for the year ended 31st March 2016 and Balance Sheet as on that date (standalone & consolidated) together with the Directors Report and the Auditors report thereon be and are hereby adopted".

On the basis of e-voting and ballot voting at the AGM the above resolution was passed with 71,015,385 votes cast in favour and 9 votes cast against the resolution.

Item No. 2. Ordinary Resolution for declaration of dividend on Equity Shares.

"RESOLVED THAT pursuant to the recommendations made by the Board of Directors of the Company, a dividend at the rate of Rs.1.00 (Rupee one only) per equity share including Rs.0.50 (Fifty paise only) per equity share declared as interim dividend for the year 2015-16 by the Board of Directors at their meeting held on May 6, 2016, be and is hereby declared out of the current profits of the company for the year ended March 31, 2016.

RESOLVED FURTHER THAT dividend warrants be posted within 30 days hereof to all the shareholders who are entitled to receive the payments."

On the basis of e-voting and ballot voting at the AGM the above resolution was passed with 71,015,385 votes cast in favour and 9 votes cast against the resolution.

Item No. 3. Ordinary Resolution for re-appointment of Mr. Baba Kalyani (DIN No 00089380), Director, who retires by rotation.

"RESOLVED THAT Mr. Baba Kalyani (DIN: 00089380), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as the Director of the Company."

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: 5 :

On the basis of e-voting and ballot voting at the AGM the above resolution was passed with 69,390,581 votes cast in favour and 1,624,813 votes cast against the resolution.

Item No. 4. Ordinary Resolution for ratification of Appointment of M/s B S R & Co. LLP, Chartered Accountants, as Statutory Auditor of the Company for the Financial Year ending on March 31, 2017.

“RESOLVED THAT pursuant to the provisions of Section 139 to Section 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the appointment of M/s. B S R & Co. LLP, Chartered Accountants bearing ICAI Registration No.101248W/W-100022 be and is hereby ratified as the Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on a remuneration as may fixed by the Audit Committee / Board of Directors of the Company.”

On the basis of e-voting and ballot voting at the AGM the above resolution was passed with 71,015,385 votes cast in favour and 9 votes cast against the resolution.

Special Business

Item No. 5. Ordinary Resolution for ratification of remuneration to M/s V. J. Talati & Co., Cost Accountants, for the Cost Audit of the Company for Financial Year ending March 31, 2017.

“RESOLVED THAT pursuant to the provisions of section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) the remuneration of Rs.1 Lac (Rupees One Lac only) plus service tax as applicable and reimbursement of out of pocket expenses to be paid to M/s V. J. Talati & Co., Cost Accountants (Firm Reg. No.: R00213) appointed as the Cost Auditors of the Company for the financial year 2016-17, as approved by the Board of Directors of the Company be and is hereby ratified.”

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: 6 :

On the basis of e-voting and ballot voting at the AGM the above resolution was passed with 71,015,385 votes cast in favour and 9 votes cast against the resolution.

There being no other business to transact, the meeting was terminated with a vote of thanks to the Chair at 4.30 PM.

PLACE : MUMBAI

DATE : 7TH SEPTEMBER 2016ENTERED ON : 7TH SEPTEMBER 2016
CHAIRMAN

7-9-2016

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28th Annual General Meeting on 10th August 2016.

S.No.	Name of Shareholder	Folio No/ DP ID / Client ID	No. of Share	Signature
1	P S Marana ①	3007907 10504840		[Signature]
2	N.S. MARRA ②	300748 1010550		[Signature]
3	B.V. Doshi ③	IN 301225 10110615		[Signature]
(1)	1206440000000000835 ④	MMSANBMMI'		[Signature]
5	Mallikarjun. Ravimath ⑤			[Signature]
6	Sandeep R. Tale ⑥		100	[Signature]
7	Rajendra D Doshi ⑦	1203760000174206		[Signature]
8	Rajendra D. Doshi	1203760000175438		[Signature]
9	V. Was Agarwal ⑧	IN 3-3116, 1074529		[Signature]
10	Ashish Bhatt			[Signature]
11	Raghavendra B Naras ⑩			[Signature]
12	C.C. Alphonso ⑪			[Signature]
13	Neelam Jain ⑫	IN 30154915162066	50	[Signature]
14	Hitesh Kurekar ⑬	IN 300183 1056619		[Signature]
15	Mang Bajaj ⑭	IN 301330 - 2085820		[Signature]
16	K.U. Shetty ⑮	IN 300142 10291354		[Signature]
17	BF Investment Ltd. ⑯	Corp Representative B.S.MITKARI		[Signature]
18	Kalyani Investment Co Ltd. ⑰			[Signature]
19	Shishir G Tanna ⑱			[Signature]
20	Rakesh R. Chhabra ⑲	IN 303116 - 11526518		[Signature]
21	Meena B. Gala ⑳	1203150000206150		[Signature]
22	Shobha S. Sharma ㉑	IN 3026 - 3		[Signature]
23	J.S. Sharma ㉒	LOO 175 46		[Signature]
24	Deepale S. Kadane ㉓		60	[Signature]
25	Shri Padmawati Trust ㉔			[Signature]
26	Shri Ramchandra Trust ㉕			[Signature]
27	Dacent Electronics Int ㉖			[Signature]
28	Ekdant Invest. Pvt ㉗			[Signature]
29	Kanad Egg Convent. P ㉘			[Signature]
30	Samner Trust ㉙			[Signature]
31	Sumar Trust ㉚			[Signature]
32	Nikhil Trust ㉛			[Signature]

Sr No	Name	File No / Client ID	Share	Signature	Sr No	No	
33	Pooja Trush	(31)		gm	66	Ho	
34	Anita Trush	(32)			67	Re	
35	Pallavi Trush	(33)			68	A	
36	Rhea Trush	(34)			69	Sc	
37	Anita Trush	(35)		Hhhlhl - -	70	Pr	
38	Sham wahalekar	(36)			71	La	
39	Jai Hiremath	(37)			72	Mo	
40	Madhu wahalekar	(38)			73	Ti	
41	Sugandha Hiremath	(39)		gm	74	Bi	
42	Samru Hiremath	(40)		Wm	75	me	
43	Ansh Suredi	(41)		Wm	76	U	
44	VENICATARAMAN.S.	(42)	1208160000290 850	21	S. S. S. S.	77	P
45	BABUBHAI N. MEHTA	(43)	IN300512/1012911			78	Bh
46	SHANTADEN B MEHTA	(44)	1 - 10127923			79	U
47	ANIL B MEHTA	(45)	1 - 10127902			80	C.
48	SHEELA B MEHTA	(46)	1 - 19600398			81	M
49	GEETA B MEHTA	(47)	1 - 10127888			82	M
50	MEENA B MEHTA	(48)	1 - 21600176			83	
51	K. K. Ummi	(49)	10453976			84	
52	P. Mehta	(50)				85	
53	Shobha Bhavne	(51)	IN30011/1029063			86	
54	Riceen Datar	(52)	1204420000000529			87	
55	Samir Desai	(53)	1204420000000367			88	
56	Rumil Datar	(54)	12044200000006779			89	
57	Tushar Kadumba	(55)				90	
58	Pratik R Sheth	(56)				91	
59	Bhuvan Sheth	(57)				92	
60	Pravin Sheth	(58)				93	
61	A. N. Joshi	(59)				94	
62	Rakhi Varivam	(60)	IN300757/10880358				
63	Bharat V Shal	(61)	1203840000				
64			390036				
65	Prayanshulav. K. Bhagwat	(62)	IN300597 10293377				

Signature	Sono	Name	Folio No / Client ID	Share	Siswahan
	66	Hemant An (63)	01201700095/1000574	1200	TS
gm	67	Rangwan L Bat (64)	687	1200	
	68	A. I. Sunay (65)	21823370	27500	
	69	Sunil A Kamdar (66)	IN30284 41453364		
	70	Prem Lalga (67)		50750	
Hydhyd	71	Lachmi Tukani (68)	300888-14261030	750/-	L.L.T
	72	Mahesh B Maklay (69)	IN303116 11976370		mangal
	73	Tushar Soelha (70)	IN301975 10000014		10000
gm	74	Bimal Panchy (71)	IN300409 10164836		10000
Wm	75	Mukund Mujumdar (72)			10000
Am	76	Vithal Bhosale (73)			10000
Sukhna	77	Pooja Hiremath (74)			10000
	78	Bhadrach G. Parich (75)	1601010000062756		B.G. Parich
	79	U. G. Parich (76)	1601010000062756		B.G. Parich
	80	C. G. Parich (77)	1601010000062756		B.G. Parich
	81	MOHAN G C (78)	12081600-00179165		10000
	82	MUKESH M. C (79)	12081600-00179165		10000
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