



HATSUN AGRO PRODUCT LTD.

HAPL\SEC\093\2014-15

28-October-2014

Bombay Stock Exchange Limited,
Corporate Relationship Department,
2nd Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai 400 051.

Stock Code: BSE: 531531
NSE: HATSUN

Dear Sir,

Sub: Results of Postal Ballot on the resolution as proposed in the Postal Ballot Notice dt: 23rd September, 2014 & Disclosure of voting results as per clause 35A of listing agreement

This is further to our letter ref.no. HAPL\SEC\082\2014-15 dt:27-09-14 intimating notice of postal ballot being sent to the shareholders along with postal ballot forms.

Mr. S.Dhanapal, Senior Partner of M/s. S.Dhanapal & Associates, Practising Company Secretaries, who was appointed as Scrutinizer for the aforesaid Postal Ballot process has submitted his report dt: 28th October, 2014 to the Chairman of the Company. In accordance with the said report, the results were declared by Mr. R.G.Chandramogan, Chairman and Managing Director of the Company, in terms of notice of postal ballot, at the registered office of the Company today, i.e., 28th October. 2014.

In this connection, we are attaching a copy of the Scrutinizer's Report for your reference.

The summarised result of the Postal Ballot is as follows:

Resolution No. 1 – Issue of Equity Shares of Preferential Basis to Non-Promoter Group (Special Resolution)

| | No. of Shares | | | No. of Members | | |
|----------------------|--------------------------|-----------------------------|-------------|--------------------------|-----------------------------|-------|
| | E-voting (Electronic) | Physical Ballot Forms | Total | E-voting (Electronic) | Physical Ballot Forms | Total |
| Total votes cast | 8,26,10,529 | 26,02,008 | 8,52,12,537 | 65 | 264 | 329 |
| Less: Invalid votes | 0 | 22,994 | 22,994 | 0 | 23 | 23 |
| Net Valid votes cast | 8,26,10,529 | 25,79,014 | 8,51,89,543 | 65 | 241 | 306 |
| Votes cast in favour | 8,26,05,825 | 25,71,713 | 8,51,77,538 | 53 | 227 | 280 |
| Votes Cast against | 4,704 | 7,301 | 12,005 | 12 | 14 | 26 |

For HATSUN AGRO PRODUCT LTD.

Managing Director

Registered & Corporate Office :

CIN : L15499TN1988PLC012747

DOMAINE, # 1/20A, Rajiv Gandhi Salai, (OMR) Karapakkam, Chennai - 600 097. India

Ph : 91-44-2450 1622 Fax : 91-44-2450 1422 Web : www.hatsun.com

secretarial@hatsun.com



HATSUN AGRO PRODUCT LTD.

% of total votes cast in favour of the resolution: 99.99%

% of total votes cast against the resolution: 0.01%

Accordingly, the above said resolution has been passed by the shareholders with requisite majority.

Also, attaching herewith disclosure of voting results of the postal ballot as required under clause 35A of listing agreement.

Kindly acknowledge receipt of the same and update the records.

Thanking you,

Yours faithfully,

For Hatsun Agro Product Limited

R.G.Chandramogan
Chairman and Managing Director

Encl: as above.



HATSUN AGRO PRODUCT LTD.

Disclosure of Voting Results of Postal Ballot as required under Clause 35A of Listing Agreement

Postal Ballot Results

(As per Clause 35A of Listing Agreement)

1. Details of the Agenda: Issue of Equity Shares of Preferential Basis to Non-Promoter Group

Resolution required: Special Resolution

Manner of voting: Postal Ballot Form and Electronic voting

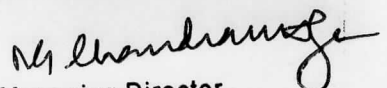
| Promoter/ Public | No. of shares held# (1) | No. of votes polled* (2) | % of votes polled on o/s shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]* 100 | % of votes against on votes polled (7)=[(5)/(2)]* 100 |
|--------------------------------------|-------------------------------|-----------------------------------|--|----------------------------------|-----------------------------------|---|--|
| Promoter & Promoter Group | 8,07,42,030 | 8,07,42,030 | 100.00% | 8,07,42,030 | 0 | 100.00% | 0 |
| Public – Institutional Holders | 25,91,147 | 4,09,065 | 15.79% | 4,09,065 | 0 | 100.00% | 0 |
| Public - Others | 2,43,58,471 | 40,38,448 | 16.58% | 40,26,443 | 12,005 | 99.70% | 0.30% |
| Total | 10,76,91,648 | 8,51,89,543 | 79.11% | 8,51,77,538 | 12,005 | 99.99% | 0.01% |

voting rights are in proportion to shares held as on 19th September, 2014.

* Under this column, the valid votes polled are mentioned.

The number of votes polled in favour of the Special Resolution is 8,51,77,538 (99.99% of the total valid votes). Thus, the Special Resolution has therefore been approved by the shareholders with the requisite majority.

For HATSUN AGRO PRODUCT LTD.


Managing Director