



Hatsun Agro Product Ltd.
Registered Office:
Domaine, Door No: 1/20A,
Rajiv Gandhi Salai (OMR),
Karapakkam, Chennai - 97. India.
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F: +91 44 2450 1422
E: info@hap.in | www.hap.in
CIN: L15499TN1986PLC012747

HAP\SEC\760\2019-20

7th March 2020

BSE 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/Madam,

Sub: Intimation of Outcome of Voting on the Postal Ballot under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)] – Reg.

This is further to our letters HAP\SEC\750\2019-20 dated 4th February 2020 intimating notice of postal ballot sent to the shareholders along with postal ballot forms and HAP\SEC\751\2019-20 dated 6th February 2020 intimating the Newspaper Advertisement on Intimation of Dispatch of Postal Ballot Notice and Form.

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 dated 7th March 2020 addressed to the Chairman of the Company. In accordance with the Notice of Postal Ballot, the results were declared by Mr. R. G. Chandramogan, Managing Director of the Company, at the registered office of the Company today, i.e., 7th March 2020.

We are pleased to inform you that the Special Resolutions related to the following business were passed by the shareholders of the Company with requisite majority.

1. Payment of remuneration to Shri. K. S. Thanarajan, Chairman and Non-Executive Non- Independent Director;
2. Payment of remuneration to Shri. D. Sathyanarayan, Non-Executive Non- Independent Director;
3. Re-issue of Forfeited Equity Shares arising out of Forfeiture of Rights Equity Shares for non payment of First and Final Rights Call Money.

Further, the disclosure pursuant to Regulation 44 of the SEBI (LODR) pertaining to the voting results of postal ballot are also enclosed.

In accordance with Regulation 44 of the SEBI (LODR), the details of business transacted by the Company through Postal Ballot including E-Voting are furnished below :-

Date of Declaration of results of Postal Ballot: 7th March 2020

Total number of shareholders as on 31st January 2020 (cut-off date for reckoning the voting rights of shareholders) : 13,894

The Total voting rights have been calculated as follows as on 31st January 2020 (Cut off Date):

- (1) Fully Paid up equity shares - 16,16,40,451 (Voting rights - 100%) = **16,16,40,451**
- (2) Partly Paid up equity shares - 38,375 (Voting rights - 80%) = **30,700**
- (1) + (2) = **16,16,71,151**



Special Resolution No. 1 – Payment of remuneration to Shri. K. S. Thanarajan, Chairman and Non-Executive Non- Independent Director.

Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution: No

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11,89,66,492	11,89,66,492	100.0000	11,89,66,492	-	100.0000	0.0000
	Poll		-	0.0000	-	-	-	-
	Postal Ballot (if applicable)		-	0.0000	-	-	-	-
	Total		11,89,66,492	11,89,66,492	100.0000	11,89,66,492	-	100.0000
Public- Institutions	E-Voting	1,56,29,351	1,07,11,147	68.5323	1,07,11,147	-	100.0000	0.0000
	Poll		-	0.0000	-	-	-	-
	Postal Ballot (if applicable)		-	0.0000	-	-	-	-
	Total		1,56,29,351	1,07,11,147	68.5323	1,07,11,147	-	100.0000
Public- Non Institutions	E-Voting	2,70,75,308	35,03,914	12.9414	34,98,383	5,531	99.8421	0.1579
	Poll		-	0.0000	-	-	-	-
	Postal Ballot (if applicable)		11,311	0.0418	11,074	237	97.9047	2.0953
	Total		2,70,75,308	35,15,225	12.9831	35,09,457	5,768	99.8359
Total		16,16,71,151	13,31,92,864	82.3851	13,31,87,096	5,768	99.9957	0.0043

voting rights are in proportion to the paid up value of shares held as on 31st January 2020 (Cut-off date). It includes the proportionate voting rights as available to the partly paid shares also.

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

The number of votes polled in favour of the Special Resolution is 99.9957 % (of the total valid votes).

Thus, the Special Resolution has been approved by the shareholders with requisite majority.



Special Resolution No. 2 – Payment of remuneration to Shri. D. Sathyanarayan, Non-Executive Non-Independent Director.

Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11,89,66,492	11,89,66,492	100.0000	11,89,66,492	-	100.0000	0.0000
	Poll		-	0.0000	-	-	-	-
	Postal Ballot (if applicable)		-	0.0000	-	-	-	-
	Total		11,89,66,492	11,89,66,492	100.0000	11,89,66,492	-	100.0000
Public-Institutions	E-Voting	1,56,29,351	1,07,11,147	68.5323	1,07,11,147	-	100.0000	0.0000
	Poll		-	0.0000	-	-	-	-
	Postal Ballot (if applicable)		-	0.0000	-	-	-	-
	Total		1,56,29,351	1,07,11,147	68.5323	1,07,11,147	-	100.0000
Public- Non Institutions	E-Voting	2,70,75,308	35,03,914	12.9414	34,98,010	5,904	99.8315	0.1685
	Poll		-	0.0000	-	-	-	-
	Postal Ballot (if applicable)		11,311	0.0418	11,300	11	99.9027	0.0973
	Total		2,70,75,308	35,15,225	12.9831	35,09,310	5,915	99.8317
Total		16,16,71,151	13,31,92,864	82.3851	13,31,86,949	5,915	99.9956	0.0044

voting rights are in proportion to the paid up value of shares held as on 31st January 2020 (Cut-off date). It includes the proportionate voting rights as available to the partly paid shares also.

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

The number of votes polled in favour of the Special Resolution is 99.9956% (of the total valid votes).

Thus, the Special Resolution has been approved by the shareholders with requisite majority.



Special Resolution No. 3 – Re-issue of Forfeited Equity Shares arising out of Forfeiture of Rights Equity Shares for non payment of First and Final Rights Call Money.

Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11,89,66,492	11,89,66,492	100.0000	11,89,66,492	-	100.0000	0.0000
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		11,89,66,492	11,89,66,492	100.0000	11,89,66,492	-	100.0000
Public- Institutions	E-Voting	1,56,29,351	1,07,11,147	68.5323	1,07,11,147	-	100.0000	0.0000
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1,56,29,351	1,07,11,147	68.5323	1,07,11,147	-	100.0000
Public- Non Institutions	E-Voting	2,70,75,308	35,03,932	12.9414	34,99,291	4,641	99.8675	0.1325
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		11,311	0.0418	11,300	11	99.9027	0.0973
	Total		2,70,75,308	35,15,243	12.9832	35,10,591	4,652	99.8677
Total		16,16,71,151	13,31,92,882	82.3851	13,31,88,230	4,652	99.9965	0.0035

voting rights are in proportion to the paid up value of shares held as on 31st January 2020 (Cut-off date). It includes the proportionate voting rights as available to the partly paid shares also.

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

The number of votes polled in favour of the Special Resolution is 99.9965% (of the total valid votes).

Thus, the Special Resolution has been approved by the shareholders with requisite majority.



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Rajiv Gandhi Salai (OMR),
Karapakkam, Chennai - 97. India.
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E: info@hap.in | www.hap.in
CIN: L15499TN1986PLC012747

The above results for all the resolutions were announced by Mr.R.G.Chandramogan, Managing Director on 7th March 2020 at the Registered Office of the Company.

We enclose herewith a copy of the Scrutinizer's Report for your reference.

Thanking you,

Yours faithfully,
For **HATSUN AGRO PRODUCT LIMITED**


R.G.CHANDRAMOGAN
MANAGING DIRECTOR



Arun
ICECREAMS

AROKYA
MILK

HATSUN

ibaco

HATSUN

Santosa
Vitaminised Cattle Feed

daily

OYALO
Pizza

Suite No. 103, First Floor, Kaveri Complex
No. 96/104, Nungambakkam High Road
(Next to NABARD & ICICI Bank)
Nungambakkam, Chennai - 600 034
Phone No. 044 - 4553 0250
4553 0257 / 4265 2127
E-mail: csdhanapal@gmail.com
website: www.csdhanapal.com

S Dhanapal & Associates **Practising Company Secretaries**

Partners

S. Dhanapal, B.Com., B.A.B.L., F.C.S.
N. Ramanathan, B.Com., F.C.S.
Smriti Chirimar, M.Com., F.C.S., DCGICSI
R. Pratheeps, B.C.S., A.C.S.

Report of Scrutinizer

*[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rules 20 and 22 of the
Companies (Management and Administration) Rules, 2014]*

To,
The Chairman
M/s. Hatsun Agro Product Limited,
Domaine, Door No. 1/20A,
Rajiv Gandhi Salai (OMR)
Karapakkam, Chennai - 600097

Dear Sir,

I, S Dhanapal, Senior Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, appointed as Scrutinizer for the purpose of conducting the Postal Ballot and scrutinizing the voting process for passing of resolutions as set out in the notice of postal ballot dated 21.01.2020 in terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, submit my report as under:

1. The Company has completed on 04.02.2020 dispatch of Postal Ballot Forms along with postage prepaid business reply envelope to its members whose name(s) appeared on the Register of Members / list of beneficiaries as on 31.01.2020.
2. The shareholders of the Company had option to vote on the resolutions either through the postal ballot forms physically or through the e-voting facility. Shareholders opting for e-voting facility, cast their votes on the designated website <https://www.evoting.nsdl.com> of National Securities Depository Limited (NSDL).

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3. The physical postal ballot forms were received by and kept under safe custody of the Registrar and Transfer Agent of the Company, M/s. Integrated Registry Management Services Private Limited, before commencing the scrutiny of such postal ballot forms.
4. The postal ballot forms were handed over to me on close of working hours of 05.03.2020 for my scrutiny.
5. With the support of the Registrar and Transfer Agent, the Postal Ballot forms were scrutinized and signatures of Members, who had cast their votes, were verified as also the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on 31.01.2020 maintained by them.
6. All Postal Ballot Forms received and votes cast electronically upto the close of working hours i.e. 5.00 P.M. on, Thursday, 5th March 2020 were considered for my scrutiny, being the last date and time fixed by the Company for receipt of the duly completed postal ballot forms and e-voting on NSDL portal as per the notice of postal ballot dated 21.01.2020.
7. Envelopes containing Postal Ballot forms received after the close of working hours i.e. 5.00 P.M. on, Thursday, 5th March 2020 were not considered for my scrutiny.
8. It was informed by the Company that the envelopes containing Postal Ballot forms undelivered by the postal authorities aggregated to 144 numbers and are kept separately by the RTA.
9. There appears no defaced or mutilated Postal Ballot Forms.
10. Physical ballots where there is signature mismatch/missing were considered invalid.
11. A summary of the votes cast electronically and physical Postal ballot forms received is given below. The Voting Rights of the members is in proportion to their share of paid up equity share capital of the Company as on cut-off date 31.01.2020 and as per Register of Members of the Company.

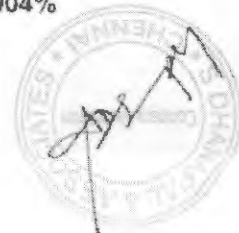


**RESOLUTION NO. 1 – PAYMENT OF REMUNERATION TO SHRI. K.S. THANARAJAN,
CHAIRMAN AND NON-EXECUTIVE NON-INDEPENDENT DIRECTOR (SPECIAL
RESOLUTION)**

Type of Equity share	No. of Equity shares Voted		
	e-voting (electronic)	Physical Ballot Forms	Total
Fully paid Equity shares	133181553	11395	133192948
Partly paid up Equity shares	0	0	0
Total votes cast	133181553	11395	133192948
Fully paid up Equity shares	0	84	84
Partly paid up Equity shares	0	0	0
Less: invalid votes	0	84	84
Fully paid up Equity shares	133181553	11311	133192864
Partly paid up Equity shares	0	0	0
Net valid votes cast	133181553	11311	133192864
Fully paid up Equity shares	133176022	11074	133187096
Partly paid up Equity shares	0	0	0
Votes cast in favour	133176022	11074	133187096
Fully paid up Equity shares	5531	237	5768
Partly paid up Equity shares	0	0	0
Votes Cast against	5531	237	5768

% of total valid votes cast in favour of the resolution: 99.996%

% of total valid votes cast against the resolution: 0.004%



**RESOLUTION NO. 2 – PAYMENT OF REMUNERATION TO SHRI. D. SATHYANARAYAN,
NON-EXECUTIVE NON-INDEPENDENT DIRECTOR. (SPECIAL RESOLUTION)**

Type of Equity share	No. of Equity shares Voted		
	e-voting (electronic)	Physical Ballot Forms	Total
Fully paid Equity shares	133181553	11395	133192948
Partly paid up Equity shares	0	0	0
Total votes cast	133181553	11395	133192948
Fully paid up Equity shares	0	84	84
Partly paid up Equity shares	0	0	0
Less: invalid votes	0	84	84
Fully paid up Equity shares	133181553	11311	133192864
Partly paid up Equity shares	0	0	0
Net valid votes cast	133181553	11311	133192864
Fully paid up Equity shares	133175649	11300	133186949
Partly paid up Equity shares	0	0	0
Votes cast in favour	133175649	11300	133186949
Fully paid up Equity shares	5904	11	5915
Partly paid up Equity shares	0	0	0
Votes Cast against	5904	11	5915

% of total valid votes cast in favour of the resolution: 99.996%

% of total valid votes cast against the resolution: 0.004 %

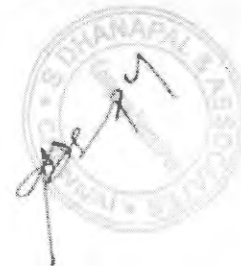


RESOLUTION NO.3 – RE-ISSUE OF FORFEITED EQUITY SHARES ARISING OUT OF FORFEITURE OF RIGHTS EQUITY SHARES FOR NON PAYMENT OF FIRST AND FINAL RIGHTS CALL MONEY (SPECIAL RESOLUTION)

Type of Equity share	No. of Equity shares Voted		
	e-voting (electronic)	Physical Ballot Forms	Total
Fully paid Equity shares	133181558	11395	133192953
Partly paid up Equity shares	13	0	13
Total votes cast	133181571	11395	133192966
Fully paid up Equity shares	0	84	84
Partly paid up Equity shares	0	0	0
Less: invalid votes	0	84	84
Fully paid up Equity shares	133181558	11311	133192869
Partly paid up Equity shares	13	0	13
Net valid votes cast	133181571	11311	133192882
Fully paid up Equity shares	133176917	11300	133188217
Partly paid up Equity shares	13	0	13
Votes cast in favour	133176930	11300	133188230
Fully paid up Equity shares	4641	11	4652
Partly paid up Equity shares	0	0	0
Votes Cast against	4641	11	4652

% of total valid votes cast in favour of the resolution: 99.997%

% of total valid votes cast against the resolution: 0.003 %



S Dhanapal & Associates
Practising Company Secretaries

12. In terms of the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 all the documents relating to postal ballot and e-voting shall remain under my custody until the Minutes are signed and approved by the Chairman and the same will be handed over to the Company after the declaration of the results.
13. Taking note of the above voting results, with regard to the resolutions as contained in the said notice, the Chairman may accordingly declare the result of the voting (both physical as well as electronic) by postal ballot.

Thanking You,
Yours faithfully,
For S DHANAPAL & ASSOCIATES
(a firm of Practising Company Secretaries)

Place: Chennai
Date: 06.03.2020


S. DHANAPAL
Sr. Partner
Membership #F6881
CP #7028

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