



HATSUN AGRO PRODUCT LTD.

HAPL\SEC\035\2014-15

23-June-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: Disclosure of voting results as per clause 35 of listing agreement

Ref: HAPL\SEC\033\2014-15 dt: 21-June-2014 & HAPL\SEC\034\2014-15 dt: 23-June-2014.

With reference to the postal ballot conducted by the Company, please find below the disclosure of voting results of the postal ballot as required under clause 35 of listing agreement.

Postal Ballot Results

(As per Clause 35A of Listing Agreement)

1. Details of the Agenda: Alteration of the Main Objects Clause of Memorandum of Association of the Company

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%	8,07,42,030	0	100%	0
Public – Institutional Holders**	58,18,487	1,69,525	2.91%	1,69,525	0	100%	0
Public - Others	2,11,31,311	35,12,953	16.62%	35,06,223	6,730	99.81%	0.19%
Total	10,76,91,648	8,44,24,508	78.39%	8,44,17,778	6,730	99.99%	0.01%

voting rights are in proportion to shares held as on 9th May, 2014.

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

The number of votes polled in favour of the Special Resolution is 8,44,17,778 (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.


Company Secretary

Registered & Corporate Office : CIN:L15409TN1986PLC012747

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

Ph: 91-44-24501622 Fax: 91-44-24501422 E-mail :secretarial@hatsun.com Web : www.hatsun.com



2. Details of the Agenda: Amendment of Incidental or Ancillary Objects Clause of the Memorandum of Association of the Company

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%	8,07,42,030	0	100%	0
Public – Institutional Holders**	58,18,487	1,69,525	2.91%	1,69,525	0	100%	0
Public - Others	2,11,31,311	35,11,453	16.62%	35,04,848	6,605	99.81%	0.19%
Total	10,76,91,648	8,44,23,008	78.39%	8,44,16,403	6,605	99.99%	0.01%

voting rights are in proportion to shares held as on 9th May, 2014.

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

The number of votes polled in favour of the Special Resolution is 8,44,16,403 (99.99% of the total valid votes). Thus, the Special Resolution has therefore been approved by the shareholders with the requisite majority.

3. Details of the Agenda: Deletion of Other Objects Clause of the Memorandum of Association of the Company

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%	8,07,42,030	0	100%	0
Public – Institutional Holders**	58,18,487	1,69,525	2.91%	1,69,525	0	100%	0
Public - Others	2,11,31,311	35,12,953	16.62%	35,06,036	6,917	99.80%	0.20%
Total	10,76,91,648	8,44,24,508	78.39%	8,44,17,591	6,917	99.99%	0.01%

voting rights are in proportion to shares held as on 9th May, 2014.

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

The number of votes polled in favour of the Special Resolution is 8,44,17,591 (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.


Company Secretary



4. Details of the Agenda: Amendment of the Liability Clause of the Memorandum of Association of the Company

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%	8,07,42,030	0	100%	0
Public – Institutional Holders**	58,18,487	1,69,525	2.91%	1,69,525	0	100%	0
Public - Others	2,11,31,311	35,10,653	16.61%	35,05,111	5,542	99.84%	0.16%
Total	10,76,91,648	8,44,22,208	78.39%	8,44,16,666	5,542	99.99%	0.01%

voting rights are in proportion to shares held as on 9th May, 2014.

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

The number of votes polled in favour of the Special Resolution is 8,44,16,666 (99.99% of the total valid votes). Thus, the Special Resolution has therefore been approved by the shareholders with the requisite majority.

5. Details of the Agenda: Amendment of the Capital Clause of the Memorandum of Association of the Company

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%	8,07,42,030	0	100%	0
Public – Institutional Holders**	58,18,487	1,69,525	2.91%	1,69,525	0	100%	0
Public - Others	2,11,31,311	35,11,453	16.62%	35,04,747	6,706	99.81%	0.19%
Total	10,76,91,648	8,44,23,008	78.39%	8,44,16,302	6,706	99.99%	0.01%

voting rights are in proportion to shares held as on 9th May, 2014.

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

The number of votes polled in favour of the Special Resolution is 8,44,16,302 (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.


Company Secretary



6. Details of the Agenda: Adoption of new set of Articles of Association of the Company

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%	8,07,42,030	0	100%	0
Public – Institutional Holders**	58,18,487	1,69,525	2.91%	1,69,525	0	100%	0
Public - Others	2,11,31,311	35,14,448	16.63%	35,08,368	6,080	99.83%	0.17%
Total	10,76,91,648	8,44,26,003	78.39%	8,44,19,923	6,080	99.99%	0.01%

voting rights are in proportion to shares held as on 9th May, 2014.

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

The number of votes polled in favour of the Special Resolution is 8,44,19,923 (99.99% of the total valid votes). Thus, the Special Resolution has therefore been approved by the shareholders with the requisite majority.

7. Details of the Agenda: Re-appointment of Shri. R.G.Chandramogan as Managing Director of the Company for a further period of 5 years, with effect from 1st April, 2014

Resolution required: Ordinary 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%	8,07,42,030	0	100%	0
Public – Institutional Holders**	58,18,487	1,69,525	2.91%	1,69,525	0	100%	0
Public - Others	2,11,31,311	35,12,718	16.62%	35,06,332	6,386	99.82%	0.18%
Total	10,76,91,648	8,44,24,273	78.39%	8,44,17,887	6,386	99.99%	0.01%

voting rights are in proportion to shares held as on 9th May, 2014.

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

The number of votes polled in favour of the Special Resolution is 8,44,17,887 (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.


Company Secretary



8. Details of the Agenda: Re-appointment of Shri. K.S.Thanarajan as Joint Managing Director of the Company a further period of 5 years, with effect from 1st March, 2014

Resolution required: Ordinary 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%	8,07,42,030	0	100%	0
Public – Institutional Holders**	58,18,487	1,69,525	2.91%	1,69,525	0	100%	0
Public - Others	2,11,31,311	35,12,153	16.62%	35,06,124	6,029	99.83%	0.17%
Total	10,76,91,648	8,44,23,708	78.39%	8,44,17,679	6,029	99.99%	0.01%

voting rights are in proportion to shares held as on 9th May, 2014.

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

The number of votes polled in favour of the Special Resolution is 8,44,17,679 (99.99% of the total valid votes). Thus, the Special Resolution has therefore been approved by the shareholders with the requisite majority.

9. Details of the Agenda: Borrowing Powers of the Company

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%	8,07,42,030	0	100%	0
Public – Institutional Holders**	58,18,487	1,69,525	2.91%	1,69,525	0	100%	0
Public - Others	2,11,31,311	35,11,453	16.62%	35,07,539	3,914	99.89%	0.11%
Total	10,76,91,648	8,44,23,008	78.39%	8,44,19,094	3,914	99.99%	0.01%

voting rights are in proportion to shares held as on 9th May, 2014.

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

The number of votes polled in favour of the Special Resolution is 8,44,19,094 (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.


Company Secretary



10. Details of the Agenda Item regarding Change in Shareholdings of the Company

HATSUN AGRO PRODUCT LTD.

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%	8,07,42,030	0	100%	0
Public – Institutional Holders**	58,18,487	1,69,525	2.91%	1,69,525	0	100%	0
Public - Others	2,11,31,311	35,11,453	16.62%	35,05,367	6,086	99.83%	0.17%
Total	10,76,91,648	8,44,23,008	78.39%	8,44,16,922	6,086	99.99%	0.01%

voting rights are in proportion to shares held as on 9th May, 2014.

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

The number of votes polled in favour of the Special Resolution is 8,44,16,922 (99.99% of the total valid votes). Thus, the Special Resolution has therefore been approved by the shareholders with the requisite majority.

We request you to take the above information on record and update the records.

Thanking you,

Yours faithfully,

For Hatsun Agro Product Limited

S. Chandrasekar
Company Secretary

Registered & Corporate Office : CIN:L15499TN1986PLC012747

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

Ph: 91-44-24501622 Fax: 91-44-24501422 E-mail :secretarial@hatsun.com Web : www.hatsun.com