

**Hatsun Agro Product Ltd.**

Registered Office:  
No.41 (49), Janakiram Colony Main Road,  
Janakiram Colony, Arumbakkam,  
Chennai - 600 106, Tamil Nadu, India.  
E: info@hap.in | www.hap.in  
CIN: L15499TN1986PLC012747

Corporate Office:  
No.14, TNHB 'A' Road,  
Sholinganallur, Chennai - 600 119,  
Tamil Nadu, India.  
P: +91 44 2450 1622  
F: +91 44 2450 1422

17<sup>th</sup> March, 2023  
HAP\SEC\74\2022-23

**BSE Limited**  
**Corporate Relationship Department,**  
**2<sup>nd</sup> Floor, New Trading Ring,**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street, Mumbai - 400 001.**

**National Stock Exchange of India Ltd.**  
**Exchange Plaza, 5<sup>th</sup> 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:** Submission of Outcome of Voting on the Postal Ballot under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)] along with Scrutinizer Report - Reg

This is further to our letters HAP\SEC\70\2022-23 dated 11<sup>th</sup> February, 2023 intimating notice of postal ballot along with postal ballot form sent to the shareholders and HAP\SEC\71\2022-23 dated 14<sup>th</sup> February, 2023 intimating the Newspaper Advertisement on Intimation of Dispatch of Postal Ballot Notice and Form.

Mr. N Ramanathan, 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 16<sup>th</sup> March, 2023. In accordance with the Notice of Postal Ballot, the results were declared at the registered office of the Company today, i.e., 17<sup>th</sup> March, 2023.

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

1. Payment of remuneration to Mr. D Sathyanarayan (DIN: 08489439), Non-Executive Non-Independent Director
2. Approval for amendment to Articles of Association of the Company

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

Thanking you,

Yours faithfully,

For **HATSUN AGRO PRODUCT LIMITED,**



**G. Somasundaram**

**Company Secretary and Compliance Officer**



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**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:-**

- 1. Date of Declaration of results of Postal Ballot: 17<sup>th</sup> March, 2023**
- 2. Total number of shareholders as on 3<sup>rd</sup> February, 2023 (cut-off date for reckoning the voting rights of shareholders): 30559**
- 3. Total voting rights: 22,27,48,268 (Voting rights – 100%)**



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Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of Remuneration to Mr.D.Sathyarayan(DIN:08489439) Non-Executive Non-Independent Director.				
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	162846761	162846761	100	162846761	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	162846761	162846761	100	162846761	0	100	0
Public-Institutions	E-Voting	27658092	27343649	98.8631	27340518	3131	99.9885	0.0115
	Poll							
	Postal Ballot (if applicable)							
	Total	27658092	27343649	98.8631	27340518	3131	99.9885	0.0115
Public- Non Institutions	E-Voting	32243415	4491374	13.9296	4476823	14551	99.676	0.324
	Poll							
	Postal Ballot (if applicable)		8400	0.0261	8400	0	100	0
	Total	32243415	4499774	13.9556	4485223	14551	99.6766	0.3234
Total		222748268	194690184	87.4037	194672502	17682	99.9909	0.0091
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							-	

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Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for Amendment to Articles of Association of the Company				
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	162846761	162846761	100	162846761	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		162846761	162846761	100	162846761	0	100
Public-Institutions	E-Voting	27658092	27343649	98.8631	27343649	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		27658092	27343649	98.8631	27343649	0	100
Public- Non Institutions	E-Voting	32243415	4477843	13.8876	4477443	400	99.9911	0.0089
	Poll							
	Postal Ballot (if applicable)		8400	0.0261	8400	0	100	0
	Total		32243415	4486243	13.9137	4485843	400	99.9911
Total		222748268	194676653	87.3976	194676253	400	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							-	

**Hatsun Agro Product Limited**



## 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  
Smita Chirimar, M.Com., F.C.S, DCG(ICSI)

### FORM NO. MGT-13 REPORT OF SCRUTINIZER

[Pursuant to Sections 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**  
No.41 (49), Janakiram Colony Main Road,  
Janakiram Colony, Arumbakkam, Chennai - 600106

Dear Sir,

I, N. Ramanathan, 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 **19.01.2023** in terms of provisions of Section 110 of the Companies Act, 2013 read with Section 108 and Companies (Management and Administration) Rules, 2014 of **M/s. HATSUN AGRO PRODUCT LIMITED (L15499TN1986PLC012747)**, submit my report as under:

1. The Company has completed dispatch of Postal Ballot Forms along with postage prepaid business reply envelope physically and through email communication on **11.02.2023** to its members whose name(s) appeared on the Register of Members / list of beneficiaries as on **03.02.2023**.
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, who opted for e-voting facility, cast their votes on the designated website <https://www.evoting.nsdl.com> of National Securities Depository Limited (NSDL).



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 15.03.2023 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 03.02.2023 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, Wednesday, 15<sup>th</sup> March, 2023 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 closure of e-voting window on NSDL portal as per the notice of postal ballot.
7. Envelopes containing Postal Ballot forms received after the close of working hours i.e. 5.00 P.M. on **Wednesday, 15<sup>th</sup> March, 2023** 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 21 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 through physical Postal ballot forms that was 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 03.02.2023 and as per Register of Members of the Company.





**RESOLUTION NO. 1: PAYMENT OF REMUNERATION TO MR. D. SATHYANARAYAN (DIN: 08489439), NON-EXECUTIVE NON-INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)**

	No. of Shares	No. of Members
Total Votes Cast	194690184	320
Less: Invalid votes	0	0
Net Valid votes cast	194690184	320
Votes cast in favour	194672502	295
Votes Cast against	17682	25

**% of total valid votes cast in favour of the resolution: 99.991%**

**% of total valid votes cast against the resolution: 0.009 %**

**RESOLUTION NO. 2 - APPROVAL FOR AMENDMENT TO ARTICLES OF ASSOCIATION OF THE COMPANY (SPECIAL RESOLUTION)**

	No. of Shares	No. of Members
Total Votes Cast	194676653	317
Less: Invalid votes	0	0
Net Valid votes cast	194676653	317
Votes cast in favour	194676253	307
Votes Cast against	400	10

**% of total valid votes cast in favour of the resolution: 99.999%**

**% of total valid votes cast against the resolution: 0.001%**

11. 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 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.



12. Taking note of the above voting results with regard to the resolutions as contained in the said notice, the Chairman may declare the result of the voting (both physical as well as electronic) by postal ballot.

Place: Chennai  
Date: 16/03/2023

Yours faithfully,  
For **S DHANAPAL & ASSOCIATES**  
(A firm of Practising Company Secretaries)



**N. RAMANATHAN**  
Partner  
M. No.F6665  
C.P. No.11084  
UDIN: F006665D003278307

**SD**