

**POSTAL BALLOT REPORT**

The Chairman,  
Hindustan Commercial Company Limited  
9/14, First Floor, East Patel Nagar,  
New Delhi- 110008  
CIN: U51909DL1984PLC018938

Dear Sir,

The Board of Directors of the Company in its meeting held on February 28, 2017 had appointed me as the Scrutinizer to conduct the Postal Ballot Process in respect of the following resolutions:

Resolution Number	Type of Resolution	For
1.	SPECIAL RESOLUTION	Shifting of Registered Office of the Company from "National Capital Territory of Delhi to State of Uttar Pradesh"

I submit my report as under:

1. The Company completed dispatch of postal ballot notices, forms and postage prepaid business reply envelope(s) on March 11, 2017 to its members whose name(s) appeared in the Register of Members as on March 06, 2017.
2. The shareholders of the Company had option to vote either through the postal ballot forms or through the e-voting facility. Shareholders opting for e-voting facility, casted their votes on the designated website '[www.evoting.cdsl.com](http://www.evoting.cdsl.com)' via CDSL e-Voting Platform.
3. I monitored the process of electronic voting through the scrutinizer's secured link provided by CDSL on its designated website.
4. The votes were unblocked on 10<sup>th</sup> April 2017 at 7:30 p.m. in the presence of two witnesses, Mr. Naveen Garg, R/o A-2/73, New Kondly Delhi-110096 and Mr. Gaurav Vashisth R/o Moh. Saravgyan, Town Kairana, Uttar Pradesh-247774 who are not in the employment of the Company.



They have signed below in confirmation of the votes being unblocked in their presence.

*Naveen Garg*

Naveen Garg

*Gaurav Vashisth*

Gaurav Vashisth

5. The particulars of all electronic votes and postal ballot (physical) forms received from the Members in physical form(s) have been entered in a separate Register maintained for the purpose.
6. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.
7. The postal ballot box was opened after the close of working hours on April 10, 2017 in my presence.
8. The postal ballot forms were scrutinized in my presence and details of shareholders were matched with the Register of Members of the Company as on March 06, 2017. It is further submitted that in case of mis-match of the shareholding as mentioned in the Postal Ballot Forms and RTA records, the Shareholding as found in the RTA records on March 06, 2017 was considered. Further if any shareholder voted for lesser number of shares than those held by him, the votes polled were considered for the purpose of this report.
9. All postal ballot forms received up to the close of working hours on April 10, 2017 were considered and none of the envelopes containing postal ballot forms received after the working hours on April 10, 2017 were considered for the purpose of this report.
10. There were no envelopes containing postal ballot form, which were returned, undelivered.
11. I did not find any defaced or mutilated ballot papers.
12. The paid-up Equity Share Capital of the Company as on Monday, March 06, 2017 (i.e Cut off date) was Rs. 2,00,00,000 (Rupees Two Crores) divided into 20,00,000 (Twenty Lacs) equity shares of Rs. 10/-(Rupees Ten only)
13. A Summary of the postal ballot (e-voting and physical mode both) is given hereinafter below. Further, the detailed break up of *voting through electronic mode and voting through physical postal ballot forms in respect of Resolution Nos. 1 is attached to this report & marked as 'Annexure A'.*



**RESOLUTION NO. 1:- Shifting of Registered Office of the Company from "National Capital Territory of Delhi" to "State of Uttar Pradesh"**

Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (in Rs.)	% of Total Paid-up Equity Capital
a) Total votes received	24	16,30,000	1,63,00,000	81.50
b) Less: Invalid votes	Nil	Nil	Nil	Nil
c) Net Valid votes casted	24	16,30,000	1,63,00,000	81.50
d) Votes with assent for the Resolution	24	16,30,000	1,63,00,000	81.50
e) Votes with dissent for the Resolution	Nil	Nil	Nil	Nil

Please see the workings given under point Nos. A1 & A2 of "Annexure-A" attached to this report.

14. I have, on reckoning the voting rights of the shareholders on the basis of the paid up value of the shares registered in their names, found that total percentage of assent of total votes in respect of the resolution(s) are as under:

Resolution Number	Total Valid Votes	Votes with Assent	Percentage
	(A)	(B)	(B/A*100)
1.	16,30,000	16,30,000	100

Accordingly, the above-mentioned resolution(s) has been passed by requisite majority.

15. I will hand over the postal ballot forms and other related papers/ registers and records for safe custody of the Company after signing the minutes by the Chairman.
16. You may accordingly declare the result of the voting by Postal Ballot.

For Avi Sangal & Associates  
(Company Secretaries)



*Avi Sangal*

Avi Sangal  
Proprietor  
CP No. 11984

Place: New Delhi

Date: 11.04.2017

## Annexure-A

A detailed summary of the postal ballot/e-voting in respect of **Resolution 1** of Hindustan Commercial Company Limited stated at point No 13 of the Report is as follows:

### **A1. VOTING THROUGH ELECTRONIC MODE:**

Particulars	No of shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
<b>Total Valid votes</b>	<b>5</b>	<b>250</b>	<b>2500</b>	<b>0.0125</b>
<b>Less: not considered</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>(a) Net Valid Votes</b>	<b>5</b>	<b>250</b>	<b>2500</b>	<b>0.0125</b>
<b>(b) Votes with Assent</b>	<b>5</b>	<b>250</b>	<b>2500</b>	<b>0.0125</b>
<b>(c) Votes with dissent</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

### **A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:**

Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
<b>a) Total votes received</b>	<b>19</b>	<b>16,29,750</b>	<b>1,62,97,500</b>	<b>81.4875</b>
<b>b) Net Valid votes casted</b>	<b>19</b>	<b>16,29,750</b>	<b>1,62,97,500</b>	<b>81.4875</b>
<b>c) Votes with assent for the Resolution</b>	<b>19</b>	<b>16,29,750</b>	<b>1,62,97,500</b>	<b>81.4875</b>
<b>d) Votes with dissent for the Resolution</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

