



HISAR SPINNING MILLS LIMITED

REGD. OFF. & WORKS : 9th K.M. STONE, HISAR-BHIWANI ROAD, V.P.O. DABRA (HISAR)-125005

TEL/FAX : 91-1662-260397, Mob. : 98120-22682

CIN : L17112HR1992 PLC031621, E-mail : hsm12000@rediffmail.com

October 03, 2017

The General Manager – Corporate Governance,
Bombay Stock Exchange Limited,
Phiroze Jee Jee Bhoy Towers,
25th Floor, Dalal Street,
Mumbai-400023

Ref: SCRIP Code - 521068

Sub: INFORMATION PURSUANT TO REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 & SCRUTINIZER REPORT

Dear Sir,

1. Kindly find enclosed herewith the disclosure of details with regards to the voting results of the 25th Annual General Meeting held on Thursday, the 28th September, 2017 at the Registered office of the Company at Hisar, pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

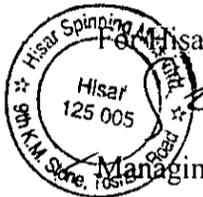
2. Please also find enclosed the Scrutinizer report with regard to the voting in AGM and through E Voting process.

Kindly take the same on records.

Thanking you,

Yours sincerely,

For Hisar Spinning Mills Limited,



Managing Director

CHD. OFF. : 707, INDUSTRIAL AREA, PHASE-I, CHANDIGARH. TEL | FAX : 91-172-2659754

Details with regard to the voting results of the 25th Annual General Meeting held on Thursday, the 28 September 2017 at the Registered Office of the Company at 9th KM Stone, Hisar Bhiwani Road, V.P.O. Dabra (Hisar), Haryana - 125005 at 10:00 Hrs., pursuant to Regulation 44 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Date of Annual General Meeting	28 September, 2017
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Total number of shareholders as on record date i.e 21 September, 2017	10318 (Ten thousand three hundred and eighteen)
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No. of shareholders present in the meeting either in person or through proxy	37 (Thirty Seven)
Promoters and promoters Group	30
Public	7

No. of shareholders attended the meeting through Video Conferencing	N/A
Promoters and promoters Group	-
Public	-

S. No.	Details of Agenda	Resolution require (ordinary/Special)	Mode of Voting	Remarks
1	To receive, consider, approve and adopt the Audited Balance Sheet as at March 31, 2017 and the Profit & Loss for the year ended on that date together with Reports of the Auditors' and Directors' thereon.	Ordinary	E-Voting and Poll	All resolutions were passed with requisite majority
2	To appoint M/s Romesh K Aggarwal & Associates, Chartered Accountants (FRN 000711N) as Statutory Auditors of the company, for five years w.e.f. 2017-2018, in place of retiring auditors M/s Jain & Anil Sood, Chartered Accountants, Ludhiana, to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held for the Financial Year 2021-22, subject to ratification of their appointment by the shareholders of the company at every AGM, at a remuneration to be decided by the Board of Directors	Ordinary	E-Voting and Poll	
3.	Pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions, if any, of	Ordinary	E-Voting	All resolutions



	the companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re - enactment thereof, for the time being in force, appointment of Mr. Mithlesh Kumar Gupta (DIN 07692870) as a Non Executive Independent Director of the company to hold office for five consecutive years w.e.f. 29 th December 2016, not liable to retire by rotation.		and Poll	were passed with requisite majority
4.	Pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions, if any, of the companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re - enactment thereof, for the time being in force, appointment of Mr. Sudesh Kumar Garg (DIN 07692820) as a Non Executive Independent Director of the company to hold office for five consecutive years w.e.f. 29 th December 2016, not liable to retire by rotation.	Ordinary	E-Voting and Poll	
5.	Pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions, if any, of the companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re - enactment thereof, for the time being in force, appointment of Mr. Sandeep Suri (DIN 07693480) as a Non Executive Independent Director of the company to hold office for five consecutive years w.e.f. 29 th December 2016, not liable to retire by rotation.	Ordinary	E-Voting and Poll	
6.	Pursuant to the provisions of Section 149, 152 and all other applicable provisions, if any, of the companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re - enactment thereof, for the time being in force, appointment of Mr. Nikhil Goel (DIN 01741446) as a Non Executive Non Independent Director of the company, liable to retire by rotation.”	Ordinary	E-Voting and Poll	
7.	Pursuant to the provisions of Sections 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification thereto from time to time or any re-enactment thereof for the time being in force) read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V prescribed under the Act and subject to the approval of such other authorities as may be required, appointment of Mr. Anurag Gupta, Managing Director (DIN No. 00192888) at a remuneration of Rs. 75000/- per month, for five years from the date of his appointment i.e. December 29, 2016, as per details given in the resolution.	Ordinary	E-Voting and Poll	



Sanjiv Kumar Goel

B. Com., F.C.S.

COMPANY SECRETARY

S.C.O. 154-155 (1st FLOOR),
SECTOR 17-C,
CHANDIGARH-160 017
PH. : 0172-3048723
MOBILE : 98152-51500
E-MAIL : cssanjivkgoel@gmail.com

Dated: 03.10.2017

To

The Chairman of 25th Annual General Meeting of the members of Hisar Spinning Mills Limited (the Company) held on Thursday, the 28th day of September, 2017 at 10:00 A.M. at the Registered Office of the Company at Hisar.

Dear Sir,

Sub: Resolutions passed at 25th Annual General Meeting through E-voting/Poll.

I, Sanjiv Kumar Goel, a Company Secretary in practice have been appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct electronic voting process and to scrutinize physical ballot forms received from the shareholders/proxies in respect of the below mentioned resolutions passed at the 25th Annual General Meeting (AGM) of the members of the Company held on the 28th day of September, 2017.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL,) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of September 21, 2017, were entitled to vote on the proposed resolutions as set out at items as mentioned in the Notice of the 25th AGM of Hisar Spinning Mills Limited.

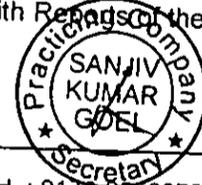
The voting period remained open from Monday, 25th September, 2017 (9:00 A.M) to Wednesday, 28th September, 2017 (5:00 P.M) and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical ballot forms were considered in the AGM.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the CDSL e-voting system and the ballot forms received respectively.

I, now submit my Report as under on the result of the voting through electronic means physical mode in respect of the said Resolutions

Item No.1:-

Ordinary Resolution To receive, consider, approve and adopt the Audited Balance Sheet as at March 31, 2017 and the Profit & Loss for the year ended on that date together with Reports of the Auditors' and Directors' thereon.



RESIDENCE : 137, SECTOR-4, MANSA DEVI COMPLEX, DISTT. PANCHKULA-134114 PH. : 0172-2356072

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	37	1876070	100
Total	37	1876070	100

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) Invalid votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No.2:-

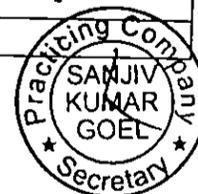
Ordinary Resolution to appoint M/s Romesh K Aggarwal & Associates, Chartered Accountants, as Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting of the Company required to be held for the financial year 2021-22, at a remuneration to be decided by the Board of Directors.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	37	1876070	100
Total	37	1876070	100

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-



Total	-	-	-
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(iii) Invalid votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No.3:-

Ordinary Resolution To appoint Mr. Mithlesh Kumar Gupta (DIN: 07692870) as an Non Executive Independent Director of the company for five consecutive years w.e.f. December 29, 2016.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	37	1876070	100
Total	37	1876070	100

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) Invalid votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No.4:-

Ordinary Resolution To appoint Mr. Sudesh Kumar Garg (DIN: 07692820) as an Non Executive Independent Director of the company for five consecutive years w.e.f. December 29, 2016.

(i) Voted in favour of the resolution:



	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	37	1876070	100
Total	37	1876070	100

(iii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) Invalid votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No.5:-

Ordinary Resolution To appoint Mr. Sandeep Suri (DIN: 07693480) as an Non Executive Independent Director of the company for five consecutive years w.e.f. December 29, 2016.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	37	1876070	100
Total	37	1876070	100

(iv) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-



Total	-	-	-
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(iii) Invalid votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No.6:-

Ordinary Resolution To appoint Mr. Nikhil Goel (DIN: 01741446) as a Non Executive Non Independent Director of the company.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	33	1548480	100
Total	33	1548480	100

Four shareholders holding 327590 shares did not vote as they were interested in the resolution.

(v) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) Invalid votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No.7:-

Ordinary Resolution To appoint Mr. Anurag Gupta (DIN: 00192888) as Managing Director of the company for five years w.e.f. December 29, 2016.

(i) Voted in favour of the resolution:



	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	30	1262437	100
Total	30	1262437	100

Seven shareholders holding 613633 shares did not vote as they were interested in the resolution.

(i) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) Invalid votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary of Hisar Spinning Mills Limited for safe keeping.

Thanking you.

Yours faithfully,



(Sanjiv Kumar Goel)
Practising Company Secretary
Membership No. FCS 2107
C.P. 1248
Place: Chandigarh
Date: 03.10.2017