

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendments Rules, 2016]

To,
The Chairman
of 74th Annual General Meeting of
Hindusthan National Glass & Industries Limited,
2, Red Cross Place
Kolkata- 700 001

74th Annual General Meeting of Equity Shareholders of Hindusthan National Glass & Industries Limited held on Wednesday, July 15, 2020 at 11.00. A.M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Dear Sir,

I, Kumkum Rathi, c/o M. Rathi & Co., Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of **Hindusthan National Glass & Industries Limited** on 28th May, 2020 (the Company) for scrutinizing e-voting processes i.e, remote e-voting and electronic voting during the AGM (e-voting), in a fair and transparent manner, as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Amended Rules, 2016, in respect of the below mentioned resolution(s) which were considered by members at the 74th Annual General Meeting of Hindusthan National Glass & Industries Limited, held on Wednesday, 15th July, 2020 at 11.00 a.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

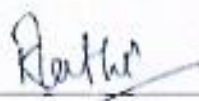
The Management of the Company is responsible to ensure the Compliance with the provisions of the Companies Act, 2013 and the rules relating to voting through electronic means { i.e, both by remote e-voting and e-voting during AGM}. My responsibility as a scrutinizer is to ensure that the voting processes are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast **"in favour"** or **"against" if any**, to the Chairman on the resolutions, based on the report generated from the e-voting system provided by The National Securities Depository Ltd.(NSDL).

Further to the above, I submit my report as under:



1. The Company has availed the services of NSDL for e-voting facility both for e-voting prior to the AGM (remote e-voting) and e-voting during AGM .
2. In accordance with the Notice of the 74th Annual General Meeting sent to the shareholders on 22.06.2020 and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 24.06, 2020, the remote e-voting opened at 9:00 AM on 12.07.2020 and remained open up to 5:00 PM on 14.07.2020. Remote e-voting was blocked by NSDL at 5.00 p.m. on 14.07.2020.
3. After declaration of e-voting during the AGM by the Chairman, the shareholders present at the AGM held through VC, e-voted through e-voting facility provided by NSDL during the AGM.
4. The shareholders holding shares as on the "cut off" date i.e. 08.07.2020 were entitled to vote on the proposed resolutions (item no. 1 to 3) as set out in the notice of the 74th Annual General Meeting of Equity Shareholders of Hindusthan National Glass & Industries Limited.
5. Since this AGM was held through VC / OAVM (pursuant to the MCA Circulars dated 5th May, 2020 read with MCA circulars dated 13th April, 2020 and 8th April, 2020), physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members was not available for the 74th AGM.
6. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting (through the facility provided by NSDL) had been blocked and only those members, who were present at the AGM through VC and who had not voted on remote e-voting, were allowed to cast their votes through e-voting system during the AGM.
7. Both remote e-voting and e-voting during the AGM were unblocked in the presence of two witnesses, Mr. Mukesh Rathi and Ms. Khushbu Rathi, not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Name: Mukesh Rathi


Name: Khushbu Rathi

8. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "FOR" or "AGAINST" as set out in the notice of the 74th AGM of the Company that were put to vote, were generated from the e-voting website of The NSDL.(<https://evoting.nsdl.com>) and based on such reports generated, the results of the e-voting are given hereunder in the report.

ORDINARY BUSINESS

1. **Ordinary Resolution – To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2020 together with Reports of the Directors and the Auditors thereon.**

I. Votes **in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	83	75644450	99.99998
E-Voting during AGM	1	1	0.00001
Total	84	75644451	99.99999

II. Votes **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting during AGM	1	1	0.01
Total	1	1	0.01

III. – **Invalid** Votes:



Mode of Voting	Total number of members whose votes were declared invalid	Number of votes cast by them
Remote E-Voting	0	0
E-Voting during AGM	0	0
Total	0	0

Based on the aforesaid result, Ordinary Resolution as contained in item no. 1 has been passed with requisite majority.

2. Ordinary Resolution - To appoint a Director in place of Shri Sanjay Somany (DIN: 00124538), who retires by rotation and being eligible, offers himself for re-appointment.

I. Votes **in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	68	13858160	99.99998
E-Voting at AGM	1	1	0.00001
Total	69	13858161	99.99999

II. Votes **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting at AGM	1	1	0.00001
Total	1	1	0.00001

III. - **Invalid** Votes:



Mode of Voting	Total number of members whose votes were declared invalid	Number of votes cast by them
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total	0	0

Based on the aforesaid result, Ordinary Resolution as contained in Item no. 2 has been passed with requisite majority.

SPECIAL BUSINESS

3. Special Resolution – Re-Appointment of Mrs. Rita Bhimani (DIN : 07106069) as an Independent Director for Additional Term of 5 (Five) years with effect from 3rd March, 2020 to 2nd March, 2025.

I. Votes in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	83	75644450	99.99998
E-Voting at AGM	1	1	0.00001
Total	84	75644451	99.99999

II. Votes against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting at AGM	1	1	0.01
Total	1	1	0.01

III. -: Invalid Votes:




Mode of Voting	Total number of members whose votes were declared invalid	Number of votes cast by them
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total	0	0

Based on the aforesaid result, Special Resolution as contained in item No. 3 has been passed with requisite majority.

9. The electronic data and relevant records relating to electronic voting shall remain in my safe custody, until the Chairman considers, approves and signs the minutes of the aforesaid 74th Annual General Meeting and the same are handed over to the Compliance Officer for safe keeping.

Thanking you,

Yours faithfully,

Kmrathi

(Kumkum Rathi)

Practicing Company Secretary
Membership Number: FCS-6016,
CP No: 6209

Place: KOLKATA
Dated: 16/07/2020

Received the Report of the Scrutinizer

For Hindusthan National Glass & Industries Limited

LALIT Digitally signed
by LALIT LOHIA
Date: 2020.07.16
18:13:44 +05'30'
LOHIA

(Lalit Lohia)
Company Secretary