



HIKAL

HL:MM:2017

7th September, 2017

BSE Limited
Corporate Relationship Department
PJ Towers, Mumbai - 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai – 51

COMPANY CODE No. 524735

SYMBOL: HIKAL

Dear Sir,

Reg : Intimation in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith minutes of the 29th annual general meeting of the shareholders of the company held on 10th August 2017.

Please take the same on record.

Thanking You,

Yours faithfully,
For Hikal Ltd.

Mukund Mujumdar
AGM - Secretarial

Encl : as stated above.

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MINUTES OF THE 29TH ANNUAL GENERAL MEETING OF THE MEMBERS OF HIKAL LTD. HELD ON THURSDAY, 10TH AUGUST, 2017 AT 3.30 PM AT CENTRUM HALL A, 1ST FLOOR AT CENTRE 1, WORLD TRADE CENTRE, CUFFE PARADE, MUMBAI - 400 005 TO TRANSACT THE FOLLOWING BUSINESS

- Present :
1. Mr. Jai Hiremath - (in the Chair)
 2. Mr. Sameer Hiremath - President & Joint Managing Director
 3. Mr. Kannan Unni - Director
 4. Mr. Prakash Mehta - Director
 5. Mr. Shivkumar Kheny - Director
 6. Mrs. Sugandha Hiremath - Director
 7. Mr. Sham Wahalekar - Company Secretary
 8. Members - 67 members either in person or in representation (as per attendance list)

By Invitation :

1. Statutory Auditors : Mr. Vijay Bhatt, Partner of B S R & Co. LLP, Chartered Accountants
2. Scrutinizers : Mr. Ashish C. Bhatt, Practicing Company Secretary.

Mr. Jai Hiremath, Chairman took the Chair.

1. After ascertaining that the requisite quorum for the meeting was present, the Chairman called the meeting in order.
2. Notice of the meeting with the consent of the members was taken as read.
3. The Chairman welcomed the Members to the Annual General Meeting (AGM). The Chairman then mentioned that his message is included in the Annual Report and informed that the registers/documents ought to be kept open for inspection as per law are available for inspection by Members. He further mentioned that there were no qualifications, observations or comments in the Auditors Report on the accounts for the year ended on 31st March, 2017. Hence the same was taken as read with the consent of the Shareholders present in the meeting.
4. The Chairman informed the members that pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Rules 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2016, remote e-voting and voting by ballot facilities were provided to the members of the Company. Members were allowed to vote through e-voting till 9th August, 2017 being the last date for e-voting.

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: 2 :

The Board had appointed M/s Ashish Bhatt & Associates, Practicing Company Secretaries as Scrutiniser to scrutinise the votes cast through e-voting and ballot forms. Chairman informed the Members that combined result of remote e-voting and voting by ballot forms would be declared after receipt of the Scrutinisers Report.

5. The Members considered the Profit and Loss Account for the year ended 31st March, 2017 and the Balance-Sheet as on that date and the Auditors report thereon and the Directors Report attached thereto including the annexures thereto.

The Chairman replied to the questions/queries of the Members, pertaining to the financials of the Company, business prospects, future business plans, new products to be introduced in the market etc.

Thereafter the ballot papers were distributed to the Members and the Chairman requested them to cast their votes.

6. The Chairman requested all the Members/authorized representatives present, to participate in the voting through Ballot Paper. He further informed the Members that combined result of remote e-voting and voting by ballot forms would be declared after receipt of the Scrutinisers Report but within 48 hours from the conclusion of the AGM. He further informed that the results will be sent to Stock Exchanges and would be uploaded on Hikal's website.

The Chairman thanked the Members for their participation in the voting and thereafter meeting concluded with a vote of thanks.

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Results of the Remote e-voting between August 7, 2017 (from 10.00 am) to August 9, 2017 ((5.00 pm) and voting through Ballot Paper at the 29th AGM of the Company held on Thursday, August 10, 2017 on the business set out in the Notice are as under:

Date of the AGM	Thursday, August 10, 2017
Total number of shareholders on record date	12197
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	17
Public:	50
No. of Shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group:	
Public:	

Agenda wise disclosure:

Item No.	Description of Resolution	Total No. of Votes Polled	No. of Votes in favour	No. of Votes against	No. of Votes	Invalid Votes	%age (in favour of the resolution)	Result
Ordinary Business:								
1	Adoption of the Financial Statements of the company, Audited Balance sheet and the Statement of Profit and Loss together with Directors' Report and Auditors' Report for the year ended March 31, 2017.	71,818,719	71,818,717	2	2	0	100.00%	Passed with requisite majority
2	Declaration of dividend on Equity Shares.	71,818,719	71,818,717	2	2	0	100.00%	Passed with requisite majority
3	Re-appointment of Mr. Amit Kalyani (DIN No 00089430), Director, who retires by rotation.	70,906,946	68,093,277	2,813,669	2,813,669	0	96.03%	Passed with requisite majority
4	Ratification of Appointment of M/s B S R & Co. LLP, Chartered Accountants, as Statutory Auditor of the Company for the Financial Year ending on March 31, 2018.	71,818,469	71,818,367	102	102	0	100.00%	Passed with requisite majority
Special Business:								
5	Ratification of remuneration payable to M/s V. J. Talati & Co., Cost Accountants, for the Cost Audit of the Company for Financial Year ending March 31, 2018.	71,818,469	71,818,367	102	102	0	100.00%	Passed with requisite majority

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: 4 :

The Resolutions for ordinary and special businesses as set out in Item No. 1 to 5 in the Notice convening 29th AGM are recorded hereunder as part of the proceedings of 29th AGM of the Members held on 10th August, 2017.

Ordinary Business :

Item No. 1.

Ordinary Resolution for adoption of the Financial Statements of the company, Audited Balance sheet and the Statement of Profit and Loss together with Directors' Report and Auditors' Report for the year ended March 31, 2017.

“Resolved that the audited Profit and Loss Account for the year ended 31st March 2017 and Balance Sheet as on that date (standalone & consolidated) together with the Directors Report and the Auditors report thereon be and are hereby adopted”.

On the basis of e-voting and ballot voting at the AGM the above resolution was passed with 71,818,717 votes cast in favour and 2 votes cast against the resolution.

Item No. 2.

Ordinary Resolution for declaration of dividend on Equity Shares.

“RESOLVED THAT pursuant to the recommendations made by the Board of Directors of the Company, a dividend at the rate of Rs.1.20 (Rupee one and Twenty paise only) per equity share including Rs.0.60 (Sixty paise only) per equity share declared as interim dividend for the year 2016-17 by the Board of Directors at their meeting held on February 1, 2017, be and is hereby declared out of the current profits of the company for the year ended March 31, 2017.

RESOLVED FURTHER THAT dividend warrants be posted within 30 days hereof to all the shareholders who are entitled to receive the payments.”

On the basis of e-voting and ballot voting at the AGM the above resolution was passed with 71,818,717 votes cast in favour and 2 votes cast against the resolution.

Item No. 3.

Ordinary Resolution for re-appointment of Mr. Amit Kalyani (DIN No 00089430), Director, who retires by rotation.

“RESOLVED THAT Mr. Amit Kalyani (DIN: 00089430), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as the Director of the Company.”

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: 5 :

On the basis of e-voting and ballot voting at the AGM the above resolution was passed with 68,093,277 votes cast in favour and 2,813,669 votes cast against the resolution.

Item No. 4.

Ordinary Resolution for ratification of Appointment of M/s B S R & Co. LLP, Chartered Accountants, as Statutory Auditor of the Company for the Financial Year ending on March 31, 2018.

“RESOLVED THAT pursuant to the provisions of Section 139 to Section 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the appointment of M/s. B S R & Co. LLP, Chartered Accountants bearing ICAI Registration No.101248W/W-100022 be and is hereby ratified as the Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on a remuneration as may fixed by the Audit Committee / Board of Directors of the Company.”

On the basis of e-voting and ballot voting at the AGM the above resolution was passed with 71,818,367 votes cast in favour and 102 votes cast against the resolution.

Special Business

Item No. 5.

Ordinary Resolution for ratification of remuneration payable to M/s V. J. Talati & Co., Cost Accountants, for the Cost Audit of the Company for Financial Year ending March 31, 2018.

“RESOLVED THAT pursuant to the provisions of section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) the remuneration of Rs.1 Lac (Rupees One Lac only) plus tax as applicable and reimbursement of out of pocket expenses to be paid to M/s V. J. Talati & Co., Cost Accountants (Firm Reg. No.: R00213) appointed as the Cost Auditors of the Company for the financial year 2017-18, as approved by the Board of Directors of the Company be and is hereby ratified.”

On the basis of e-voting and ballot voting at the AGM the above resolution was passed with 71,818,367 votes cast in favour and 102 votes cast against the resolution.

There being no other business to transact, the meeting was terminated with a vote of thanks to the Chair at 4.30 PM.

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Place: Mumbai

Date: 05/09/2017

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CHAIRMAN

29th Annual General Meeting on
10/08/2017 at 3.30 P.M.

Sr No	Name of the Shareholders	DPID / Folio No	No of Shares	Signature
1	HIRANAND KOTWANT	IN300183- 12015804	05	
2	TUSHAR SODHA	10000014		
3	Neelam Jain	15162066	50	
4	S.V. wahalakar	10653806	300	
5	H.M. Sarshani	00000835	35	
6	VENKATARAMAN.S	1208/600	10	
7	Sanku Kureman	00200650 10562141	197650	
8	ANISH SWAMI	10538713	5000	
9	Kumaran Priyaranjan			
10	M.N. Mujumdar	40374479	500	
11	R.R. Nagarkar	71	1000	
12	Dhanyakumar Sore	23107389	120	
13	Pratik Modi	IN301151 27970068	500	
14	Sandeep R. Tak	22208601	100	
15	Roshan Thakre	50567535	120	
16	Vidya Kumar Shetty	24056452	600	
17	Deepale Kaidam	10156442	300	
18	Shri Badrinath Invert Pvt.	10706442	13276575	
19	Shri. Ramakumar Invert. Pvt.	10939564	6540000	
20	Percent Electronics Pvt Ltd.	10960209	262535	
21	Etelant Invert. P. Ltd.	Suryaniltha Thumath	33000	
22	Karad Egg Consul. P. Ltd.		42500	
23	Mhal Trust		50000	
24	Samer Trust		125000	
25	Sumner Trust		50000	
26	Pallavi Trust		125000	
27	Anish Trust		50000	
28	Pooja Trust		50000	
29	Rhea Trust		50000	
30	Anita Trust		50000	
31	Suryaniltha Thumath	10599303 SM	6437750	
32	Atul S. Kelkar	06522269	1	

Sr No	Name of the Shareholder	DPID / Folio No	No of Shares	Signature	Sr No	Name of Shareholder
33	Sarang D. Nakade	54258824	100		64	Nikhil K
34	Jai Hirchabh	10934399	887750		65	Arjun K
35	B. S. M Khery	26253964	30750		66	V. V. V. V.
36	Mangy Bajaj	IN 30137			67	Rachita
37	Parag	300484/10528060	1501		68	Chirvi
38	J. D. M.				70	
39	Shikhar Tanna	02823041	14000		71	
40	Tejas Desai	1201120/00023331-29			72	
41	Mangy Mehrotra	32253974	12450	M. Mehrotra	73	
42	Mr. K. K. Ummi	10453976	10000		74	
43	P. Mehta	005194208	9850		75	
44	YOGEN DESAI	00013037	47045	Y. Desai	76	
45	Vishal Bhogale	03371812	704		77	
46	Titendra Maisuriya	1202890000929528	265	Titendra	78	
47	Sushil S. Vekari	FN 301549/50661186	25	S. Vekari	79	
48	Pankaj Desai				80	
49	Bimay Panchy	IN 300409-1064836		B. Panchy		
50	Bharat V. Shet	IN 301313		B. Shet		
51	B. N. Shattlarkarjee	2185486 IN 302902/ 40109876	150	B. Shattlarkarjee		
52	Khushbu Gaudhi	120451000000054	1			
53	VISHNUKUMAR V. RAWAL	IN 300829/11481703		V. Rawal		
54	Nayana V. RAWAL	13015400-00779309		N. V. Rawal		
55	ROHANI V. RAWAL	13015400-00240245		R. Rawal		
56	C. C. ALPHONSO	301225 10229851		C. C. Alphonso		
57	R. L. Bachwal	00000687		R. L. Bachwal		
58	Girish Gulati	120126000155650		G. Gulati		
59	SURESH A. KAMATH	IN 302902/41493364		S. Kamath		
60	B. N. Joshi					
61	Bharat Doshi	IN 300011/0031148	50	B. Doshi		
62	A. J. Sonar	301541	2750	A. J. Sonar		
63	MIHIR D. SHAH	IN 300513 10333456	80	M. D. Shah		

