



Hatsun Agro Product Ltd.
Registered Office:
Domaine, Door No: 1/20A,
Rajiv Gandhi Salai (OMR),
Karapakkam, Chennai - 97. India.
P: +91 44 2450 1622
F: +91 44 2450 1422
E: info@hap.in | www.hap.in
CIN: L15499TN1986PLC012747

HAP\SEC\683\2019-20

13-June-2019

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

National Stock Exchange of India Ltd.
Exchange Plaza, 5th 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: Intimation of Outcome of the Postal Ballot under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)],

This is further to our letter ref.no. HAP\SEC\676\2019-20 dated 13th May 2019 intimating notice of postal ballot being sent to the shareholders along with postal ballot forms.

Mr. S.Dhanapal, Senior 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 13th June, 2019 addressed to the Chairman of the Company. In accordance with the said report, the results were declared by Mr.C.Sathyan, Executive Director of the Company, at the registered office of the Company today, i.e., 13th June, 2019.

We are pleased to inform you that the following matters relating to Ordinary and Special Resolutions are passed by the shareholders of the Company with requisite majority.

1. Appointment of Shri. P. Vaidyanathan as a Non-Executive and Non-Independent Director.
2. Appointment of Shri. S. Subramanian as a Non-Executive and Independent Director for the first term of 5 consecutive years.
3. Appointment of Dr. Chalini Madhivanan as a Non-Executive and Independent Director for the second term of 5 consecutive years.
4. Appointment of Shri. Tammineedi Balaji as a Non-Executive and Independent Director for the second term of 5 consecutive years.
5. To authorise the Board Of Directors to borrow funds pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, not exceeding Rs.1500 Crores.
6. Approval for creating charge on the assets of the Company to secure borrowings upto Rs. 1500 Crores pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, not exceeding Rs.1500 Crores.
7. Approval for revision in terms of remuneration of Shri. C. Sathyan, Executive Director of the Company.
8. Approval for amendment to the Articles of Association of the Company.
9. Ratification of remuneration of Cost Auditors.





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

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 :-

Date of Declaration of results of Postal Ballot: 13th June 2019

Total number of shareholders as on 3rd May 2019: 14516 (cut-off date for reckoning the voting rights of shareholders)

Resolution No. 1 – Appointment of Shri. P. Vaidyanathan as a Non-Executive and Non-Independent Director.

Resolution required: Special Resolution ; Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution: No

| Category | Mode of Voting | No of shares held# (1) | No. of votes polled* (2) | % of votes polled on o/s shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes (8) | % of Votes invalid on votes polled (9) = [(8)/(2)] *100 |
|--------------------------------|-------------------------------|------------------------|--------------------------|---|----------------------------|--------------------------|--|--|-------------------|---|
| Promoter & Promoter Group | E-Voting | 117387341 | 117387341 | 100.0000 | 117387341 | 0 | 100.0000 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0.0000 |
| | Total | | 117387341 | 100.0000 | 117387341 | 0 | 100.0000 | 0 | 0 | 0 |
| Public – Institutional Holders | E-Voting | 15186482 | 6887330 | 45.3517 | 6339328 | 548002 | 92.0433 | 7.9567 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0.0000 |
| | Total | | 6887330 | 45.3517 | 6339328 | 548002 | 92.0433 | 7.9567 | 0 | 0 |
| Public – Non Institutional | E-Voting | 27202899 | 3559473 | 13.0849 | 3559379 | 94 | 99.9974 | 0.0026 | 1088 | 0.0306 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0.0000 |
| | Postal Ballot (if applicable) | | 210145 | 0.7725 | 209462 | 683 | 99.6750 | 0.3250 | 0 | 0 |
| | Total | | 3769618 | 13.8574 | 3768841 | 777 | 99.9794 | 0.0206 | 1088 | 0.0306 |
| Total | | 159776722 | 128044289 | 80.1395 | 127495510 | 548779 | 99.5714 | 0.4286 | 1088 | 0.0306 |





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voting rights are in proportion to the paid up value of shares held as on 3rd May 2019. It includes the proportionate voting rights as available to the partly paid shares also.

* Under this column, the valid votes polled are mentioned.

The number of votes polled in favour of the Special Resolution is 99.5714 % (99.5714% of the total valid votes).

Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No. 2 – Appointment of Shri. S. Subramanian as a Non-Executive and Independent Director for the first term of 5 consecutive years.

Resolution required: Ordinary Resolution ; Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

| Category | Mode of Voting | No of shares held# (1) | No. of votes polled* (2) | % of votes polled on o/s shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes | % of Votes invalid on votes polled (9) = [(8)/(2)]*100 |
|--------------------------------|-------------------------------|------------------------|--------------------------|---|----------------------------|--------------------------|--|--|---------------|--|
| Promoter & Promoter Group | E-Voting | 117387341 | 117387341 | 100.0000 | 117387341 | 0 | 100.0000 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 117387341 | 100.0000 | 117387341 | 0 | 100.0000 | 0 | 0 | 0 |
| Public – Institutional Holders | E-Voting | 15186482 | 6887330 | 45.3517 | 3082921 | 3804409 | 44.7622 | 55.2378 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 6887330 | 45.3517 | 3082921 | 3804409 | 44.7622 | 55.2378 | 0 | 0 |
| Public – Others | E-Voting | 27202899 | 3559460 | 13.0849 | 3559367 | 93 | 99.9974 | 0.0026 | 1088 | 0.0306 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 210145 | 0.7725 | 210130 | 15 | 99.9929 | 0.0071 | 0 | 0 |
| | Total | | 3769605 | 13.8574 | 3769497 | 108 | 99.9971 | 0.0029 | 1088 | 0.0306 |
| Total | | 159776722 | 128044276 | 80.1395 | 124239759 | 3804517 | 97.0287 | 2.9713 | 1088 | 0.0306 |



voting rights are in proportion to the paid up value of shares held as on 3rd May 2019. It includes the proportionate voting rights as available to the partly paid shares also.

* Under this column, the valid votes polled are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 97.0287 % (97.0287% of the total valid votes).

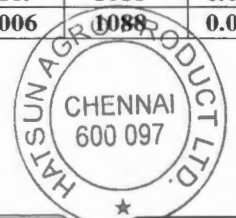
Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No. 3 – Appointment of Dr. Chalini Madhivanan as a Non-Executive and Independent Director for the second term of 5 consecutive years.

Resolution required: Special Resolution ; Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

| Category | Mode of Voting | No of shares held# (1) | No. of votes polled* (2) | % of votes polled on o/s shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes | % of Votes invalid on votes polled (9) = [(8)/(2)]*100 |
|--------------------------------|-------------------------------|------------------------|--------------------------|---|----------------------------|--------------------------|--|--|---------------|--|
| Promoter & Promoter Group | E-Voting | 117387341 | 117387341 | 100.00 | 117387341 | 0 | 100.00 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 117387341 | 100.00 | 117387341 | 0 | 100.00 | 0 | 0 | 0 |
| Public – Institutional Holders | E-Voting | 15186482 | 6887330 | 45.3517 | 6887330 | 0 | 100.00 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 6887330 | 45.3517 | 6887330 | 0 | 100.00 | 0 | 0 | 0 |
| Public - Others | E-Voting | 27202899 | 3559414 | 13.0847 | 3559274 | 140 | 99.9960 | 0.0040 | 1088 | 0.0306 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 210145 | 0.7725 | 209462 | 683 | 99.6750 | 0.3250 | 0 | 0 |
| | Total | | 3769559 | 13.8572 | 3768736 | 823 | 99.9781 | 0.0219 | 1088 | 0.0306 |
| Total | | 159776722 | 128044230 | 80.1395 | 128043407 | 823 | 99.9994 | 0.0006 | 1088 | 0.0306 |



voting rights are in proportion to the paid up value of shares held as on 3rd May 2019. It includes the proportionate voting rights as available to the partly paid shares also.

* Under this column, the valid votes polled are mentioned.

The number of votes polled in favour of the Special Resolution is 99.9994 % (99.9994% of the total valid votes).

Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No. 4 - Appointment of Shri. Tammineedi Balaji as a Non-Executive and Independent Director for the second term of 5 consecutive years.

Resolution required: Special Resolution ; Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

| Category | Mode of Voting | No of shares held# (1) | No. of votes polled* (2) | % of votes polled on o/s shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes | % of Votes invalid on votes polled (9) = [(8)/(2)]*100 |
|--------------------------------|-------------------------------|------------------------|--------------------------|---|----------------------------|--------------------------|--|--|---------------|--|
| Promoter & Promoter Group | E-Voting | 117387341 | 117387341 | 100.00 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 117387341 | 100.00 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| Public – Institutional Holders | E-Voting | 15186482 | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| Public - Others | E-Voting | 27202899 | 3559460 | 13.0849 | 3559320 | 140 | 99.9960 | 0.0040 | 1088 | 0.0306 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 210145 | 0.7725 | 209462 | 683 | 99.6750 | 0.3250 | 0 | 0 |
| | Total | | 3769605 | 13.8574 | 3768782 | 823 | 99.9781 | 0.0219 | 1088 | 0.0306 |
| Total | | 159776722 | 128044276 | 80.1395 | 128043453 | 823 | 99.9994 | 0.0006 | 1088 | 0.0306 |



voting rights are in proportion to the paid up value of shares held as on 3rd May 2019. It includes the proportionate voting rights as available to the partly paid shares also.

* Under this column, the valid votes polled are mentioned.

The number of votes polled in favour of the Special Resolution is 99.9994 % (99.9994 % of the total valid votes).

Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No. 5 - To authorise the Board Of Directors to borrow funds pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, not exceeding Rs.1500 Crores.

Resolution required: Special Resolution ; Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

| Category | Mode of Voting | No of shares held# (1) | No. of votes polled* (2) | % of votes polled on o/s shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes | % of Votes invalid on votes polled (9) = [(8)/(2)]*100 |
|--------------------------------|-------------------------------|------------------------|--------------------------|---|----------------------------|--------------------------|--|--|---------------|--|
| Promoter & Promoter Group | E-Voting | 117387341 | 117387341 | 100.00 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 117387341 | 100.00 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| Public – Institutional Holders | E-Voting | 15186482 | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| Public - Others | E-Voting | 27202899 | 3559478 | 13.0849 | 3559018 | 460 | 99.9871 | 0.0129 | 1088 | 0.0306 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 210145 | 0.7725 | 210130 | 15 | 99.9929 | 0.0071 | 0 | 0 |
| | Total | | 3769623 | 13.8574 | 3769148 | 475 | 99.9874 | 0.0126 | 1088 | 0.0306 |
| Total | | 159776722 | 128044294 | 80.1395 | 128043819 | 475 | 99.9996 | 0.0004 | 1088 | 0.0306 |



voting rights are in proportion to the paid up value of shares held as on 3rd May 2019. It includes the proportionate voting rights as available to the partly paid shares also.

* Under this column, the valid votes polled are mentioned.

The number of votes polled in favour of the Special Resolution is 99.9996 % (99.9996 % of the total valid votes).

Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No. 6 - Approval for creating charge on the assets of the Company to secure borrowings upto Rs. 1500 Crores pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, not exceeding Rs.1500 Crores.

Resolution required: Special Resolution ; Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

| Category | Mode of Voting | No of shares held# (1) | No. of votes polled* (2) | % of votes polled on o/s shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes | % of Votes invalid on votes polled (9) = [(8)/(2)]*100 |
|--------------------------------|-------------------------------|------------------------|--------------------------|---|----------------------------|--------------------------|--|--|---------------|--|
| Promoter & Promoter Group | E-Voting | 117387341 | 117387341 | 100.00 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 117387341 | 100.00 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| Public – Institutional Holders | E-Voting | 15186482 | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| Public - Others | E-Voting | 27202899 | 3559478 | 13.0849 | 3557227 | 2251 | 99.9368 | 0.0632 | 1088 | 0.0306 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 210145 | 0.7725 | 210130 | 15 | 99.9929 | 0.0071 | 0 | 0 |
| | Total | | 3769623 | 13.8574 | 3767357 | 2266 | 99.9399 | 0.0601 | 1088 | 0.0306 |
| Total | | 159776722 | 128044294 | 80.1395 | 128042028 | 2266 | 99.9982 | 0.0018 | 1088 | 0.0306 |



voting rights are in proportion to the paid up value of shares held as on 3rd May 2019. It includes the proportionate voting rights as available to the partly paid shares also.

* Under this column, the valid votes polled are mentioned.

The number of votes polled in favour of the Special Resolution is 99.9982 % (99.9982 % of the total valid votes).

Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No. 7 - Approval for revision in terms of remuneration of Shri. C. Sathyan, Executive Director of the Company.

Resolution required: Ordinary Resolution ; Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

| Category | Mode of Voting | No of shares held# (1) | No. of votes polled* (2) | % of votes polled on o/s shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes | % of Votes invalid on votes polled (9) = [(8)/(2)]*100 |
|--------------------------------|-------------------------------|------------------------|--------------------------|---|----------------------------|--------------------------|--|--|---------------|--|
| Promoter & Promoter Group | E-Voting | 117387341 | 117387341 | 100 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 117387341 | 100 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| Public – Institutional Holders | E-Voting | 15186482 | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| Public - Others | E-Voting | 27202899 | 3559143 | 13.0837 | 3558979 | 164 | 99.9954 | 0.0046 | 1088 | 0.0306 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 210145 | 0.7725 | 209462 | 683 | 99.6750 | 0.3250 | 0 | 0 |
| | Total | | 3769288 | 13.8562 | 3768441 | 847 | 99.9775 | 0.0225 | 1088 | 0.0306 |
| Total | | 159776722 | 128043959 | 80.1393 | 128043112 | 847 | 99.9993 | 0.0007 | 1088 | 0.0306 |



voting rights are in proportion to the paid up value of shares held as on 3rd May 2019. It includes the proportionate voting rights as available to the partly paid shares also.

* Under this column, the valid votes polled are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.9993 % (99.9993% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No. 8 - Approval for amendment to the Articles of Association of the Company

Resolution required: Special Resolution ; Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

| Category | Mode of Voting | No of shares held [#] (1) | No. of votes polled* (2) | % of votes polled on o/s shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes | % of Votes invalid on votes polled (9) = [(8)/(2)]*100 |
|--------------------------------|-------------------------------|---------------------------------------|-----------------------------|--|-------------------------------|-----------------------------|---|---|---------------|---|
| Promoter & Promoter Group | E-Voting | 117387341 | 117387341 | 100 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 117387341 | 100 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| Public – Institutional Holders | E-Voting | 15186482 | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| Public - Others | E-Voting | 27202899 | 3559445 | 13.0848 | 3559307 | 138 | 99.9961 | 0.0039 | 1088 | 0.0306 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 210145 | 0.7725 | 209462 | 683 | 99.6750 | 0.3250 | 0 | 0 |
| | Total | | 3769590 | 13.8573 | 3768769 | 821 | 99.9782 | 0.0218 | 1088 | 0.0306 |
| Total | | 159776722 | 128044261 | 80.1395 | 128043440 | 821 | 99.9994 | 0.0006 | 1088 | 0.0306 |



voting rights are in proportion to the paid up value of shares held as on 3rd May 2019. It includes the proportionate voting rights as available to the partly paid shares also.

* Under this column, the valid votes polled are mentioned.

The number of votes polled in favour of the Special Resolution is 99.9994 % (99.9994 % of the total valid votes).

Thus, the Special Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No. 9 - Ratification of remuneration of Cost Auditors

Resolution required: Ordinary Resolution ; Manner of voting: E-voting and Postal Ballot

Whether Promoter / Promoter Group are interested in the Resolution : No

| Category | Mode of Voting | No of shares held# (1) | No. of votes polled* (2) | % of votes polled on o/s shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes | % of Votes invalid on votes polled (9) = [(8)/(2)]*100 |
|--------------------------------|-------------------------------|------------------------|--------------------------|---|----------------------------|--------------------------|--|--|---------------|--|
| Promoter & Promoter Group | E-Voting | 117387341 | 117387341 | 100 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 100 | 0 | 0 | 0 |
| | Total | | 117387341 | 100 | 117387341 | 0 | 100 | 0 | 0 | 0 |
| Public – Institutional Holders | E-Voting | 15186482 | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 6887330 | 45.3517 | 6887330 | 0 | 100 | 0 | 0 | 0 |
| Public - Others | E-Voting | 27202899 | 3559460 | 13.0849 | 3559260 | 200 | 99.9944 | 0.0056 | 1088 | 0.0306 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 210145 | 0.7725 | 210130 | 15 | 99.9929 | 0.0071 | 0 | 0 |
| | Total | | 3769605 | 13.8574 | 3769390 | 215 | 99.9943 | 0.0057 | 1088 | 0.0306 |
| Total | | 159776722 | 128044276 | 80.1395 | 128044061 | 215 | 99.9998 | 0.0002 | 1088 | 0.0306 |



voting rights are in proportion to the paid up value of shares held as on 3rd May 2019. It includes the proportionate voting rights as available to the partly paid shares also.

* Under this column, the valid votes polled are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.9998 % (99.9998 % of the total valid votes).

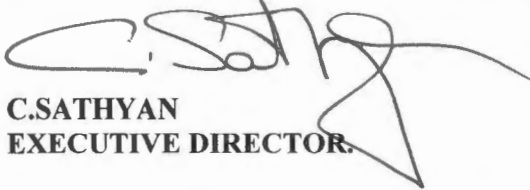
Thus, the Ordinary Resolution has therefore been approved by the shareholders with requisite majority.

The above results for all the resolutions are announced by Mr.C.Sathyan, Executive Director on 13th June 2019 at the Registered Office of the Company.

We enclose herewith a copy of the Scrutinizer's Report for your reference.

Thanking you,

Yours faithfully,
For **HATSUN AGRO PRODUCT LIMITED,**



C.SATHYAN
EXECUTIVE DIRECTOR.



Suite No. 103, First Floor, Kaveri Complex
No. 96/104, Nungambakkam High Road
(Next to NABARD & ICICI Bank)
Nungambakkam, Chennai - 600 034
Phone No. 044 - 4553 0256
4553 0257 / 4265 2127
E-mail: csdhanapal@gmail.com
website: www.csdhanapal.com

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Partners

S. Dhanapal, B.Com., B.A.B.L., F.C.S
N. Ramanathan, B.Com., F.C.S
Smriti Chirimar, M.Com., F.C.S, DCG(ICSI)
R. Pratheepa, B.C.S., A.C.S

Report of Scrutinizer

*[Pursuant to Section 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,
Domaine, Door No. 1/20A,
Rajiv Gandhi Salai (OMR)
Karapakkam, Chennai - 600097

Dear Sir,

I, S. Dhanapal, Senior 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 02.05.2019 in terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, submit my report as under:

1. The Company has completed on 13.05.2019 dispatch of Postal Ballot Forms along with postage prepaid business reply envelope to its members whose name(s) appeared on the Register of Members / list of beneficiaries as on 03.05.2019.
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 opting for e-voting facility, cast their votes on the designated website <https://www.evoting.nsdl.com> of National Securities Depository Limited (NSDL).



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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 11.06.2019 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 03.05.2019 maintained by them.
6. All Postal Ballot Forms received and votes cast electronically upto the close of working hours on 11.06.2019 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 e-voting on NSDL portal as per the notice of postal ballot dated 02.05.2019.
7. Envelopes containing Postal Ballot forms received after the close of working hours on 11.06.2019 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 224 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 physical Postal ballot forms 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 03.05.2019 and as per Register of Members of the Company.



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RESOLUTION NO.1 – APPOINTMENT OF SHRI. P. VAIDYANATHAN AS NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)

| Type of Equity share | No. of Equity shares Voted | | |
|------------------------------|----------------------------|-----------------------|------------------|
| | e-voting (electronic) | Physical Ballot Forms | Total |
| Fully paid Equity shares | 121224703 | 201366 | 121426069 |
| Partly paid up Equity shares | 6609441 | 9867 | 6619308 |
| Total votes cast | 127834144 | 211233 | 128045377 |
| Fully paid up Equity shares | 0 | 1088 | 1088 |
| Partly paid up Equity shares | 0 | 0 | 0 |
| Less: invalid votes | 0 | 1088 | 1088 |
| Fully paid up Equity shares | 121224703 | 200278 | 121424981 |
| Partly paid up Equity shares | 6609441 | 9867 | 6619308 |
| Net valid votes cast | 127834144 | 210145 | 128044289 |
| Fully paid up Equity shares | 120684616 | 199642 | 120884258 |
| Partly paid up Equity shares | 6601432 | 9820 | 6611252 |
| Votes cast in favour | 127286048 | 209462 | 127495510 |
| Fully paid up Equity shares | 540087 | 636 | 540723 |
| Partly paid up Equity shares | 8009 | 47 | 8056 |
| Votes Cast against | 548096 | 683 | 548779 |

% of total valid votes cast in favour of the resolution: 99.57%

% of total valid votes cast against the resolution: 0.43 %



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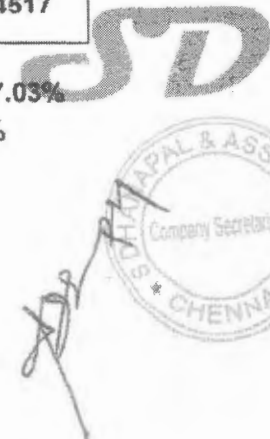

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RESOLUTION NO.2 – APPOINTMENT OF SHRI. S. SUBRAMANIAN AS A NON-EXECUTIVE AND INDEPENDENT DIRECTOR FOR THE FIRST TERM OF 5 CONSECUTIVE YEARS. (ORDINARY RESOLUTION)

| Type of Equity share | No. of Equity shares Voted | | |
|------------------------------|----------------------------|-----------------------|------------------|
| | e-voting (electronic) | Physical Ballot Forms | Total |
| Fully paid Equity shares | 121224703 | 201366 | 121426069 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Total votes cast | 127834131 | 211233 | 128045364 |
| Fully paid up Equity shares | 0 | 1088 | 1088 |
| Partly paid up Equity shares | 0 | 0 | 0 |
| Less: invalid votes | 0 | 1088 | 1088 |
| Fully paid up Equity shares | 121224703 | 200278 | 121424981 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Net valid votes cast | 127834131 | 210145 | 128044276 |
| Fully paid up Equity shares | 117605659 | 200265 | 117805924 |
| Partly paid up Equity shares | 6423970 | 9865 | 6433835 |
| Votes cast in favour | 124029629 | 210130 | 124239759 |
| Fully paid up Equity shares | 3619044 | 13 | 3619057 |
| Partly paid up Equity shares | 185458 | 2 | 185460 |
| Votes Cast against | 3804502 | 15 | 3804517 |

% of total valid votes cast in favour of the resolution: 97.03%

% of total valid votes cast against the resolution: 2.97 %

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RESOLUTION NO.3 – APPOINTMENT OF DR. CHALINI MADHIVANAN AS A NON-EXECUTIVE AND INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 CONSECUTIVE YEARS (SPECIAL RESOLUTION)

| Type of Equity share | No. of Equity shares Voted | | |
|------------------------------|----------------------------|-----------------------|------------------|
| | e-voting (electronic) | Physical Ballot Forms | Total |
| Fully paid Equity shares | 121224657 | 201366 | 121426023 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Total votes cast | 127834085 | 211233 | 128045318 |
| Fully paid up Equity shares | 0 | 1088 | 1088 |
| Partly paid up Equity shares | 0 | 0 | 0 |
| Less: invalid votes | 0 | 1088 | 1088 |
| Fully paid up Equity shares | 121224657 | 200278 | 121424935 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Net valid votes cast | 127834085 | 210145 | 128044230 |
| Fully paid up Equity shares | 121224535 | 199642 | 121424177 |
| Partly paid up Equity shares | 6609410 | 9820 | 6619230 |
| Votes cast in favour | 127833945 | 209462 | 128043407 |
| Fully paid up Equity shares | 122 | 636 | 758 |
| Partly paid up Equity shares | 18 | 47 | 65 |
| Votes Cast against | 140 | 683 | 823 |

% of total valid votes cast in favour of the resolution: 99.99%

% of total valid votes cast against the resolution: 0.01 %



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RESOLUTION NO.4 – APPOINTMENT OF SHRI TAMMINEEDI BALAJI AS A NON EXECUTIVE AND INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 CONSECUTIVE YEARS (SPECIAL RESOLUTION)

| Type of Equity share | No. of Equity shares Voted | | |
|------------------------------|----------------------------|-----------------------|------------------|
| | e-voting (electronic) | Physical Ballot Forms | Total |
| Fully paid Equity shares | 121224703 | 201366 | 121426069 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Total votes cast | 127834131 | 211233 | 128045364 |
| Fully paid up Equity shares | 0 | 1088 | 1088 |
| Partly paid up Equity shares | 0 | 0 | 0 |
| Less: invalid votes | 0 | 1088 | 1088 |
| Fully paid up Equity shares | 121224703 | 200278 | 121424981 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Net valid votes cast | 127834131 | 210145 | 128044276 |
| Fully paid up Equity shares | 121224581 | 199642 | 121424223 |
| Partly paid up Equity shares | 6609410 | 9820 | 6619230 |
| Votes cast in favour | 127833991 | 209462 | 128043453 |
| Fully paid up Equity shares | 122 | 636 | 758 |
| Partly paid up Equity shares | 18 | 47 | 65 |
| Votes Cast against | 140 | 683 | 823 |

% of total valid votes cast in favour of the resolution: 99.99%

% of total valid votes cast against the resolution: 0.01 %



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RESOLUTION NO. 5 - TO AUTHORISE THE BOARD OF DIRECTORS TO BORROW FUNDS PURSUANT TO THE PROVISIONS OF SECTION 180 (1) (c) OF THE COMPANIES ACT, 2013, NOT EXCEEDING Rs.1500 CRORES (SPECIAL RESOLUTION)

| Type of Equity share | No. of Equity shares Voted | | |
|------------------------------|----------------------------|-----------------------|------------------|
| | e-voting (electronic) | Physical Ballot Forms | Total |
| Fully paid Equity shares | 121224721 | 201366 | 121426087 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Total votes cast | 127834149 | 211233 | 128045382 |
| Fully paid up Equity shares | 0 | 1088 | 1088 |
| Partly paid up Equity shares | 0 | 0 | 0 |
| Less: invalid votes | 0 | 1088 | 1088 |
| Fully paid up Equity shares | 121224721 | 200278 | 121424999 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Net valid votes cast | 127834149 | 210145 | 128044294 |
| Fully paid up Equity shares | 121224278 | 200265 | 121424543 |
| Partly paid up Equity shares | 6609411 | 9865 | 6619276 |
| Votes cast in favour | 127833689 | 210130 | 128043819 |
| Fully paid up Equity shares | 443 | 13 | 456 |
| Partly paid up Equity shares | 17 | 2 | 19 |
| Votes Cast against | 460 | 15 | 475 |

% of total valid votes cast in favour of the resolution: 99.99%

% of total valid votes cast against the resolution: 0.01 %

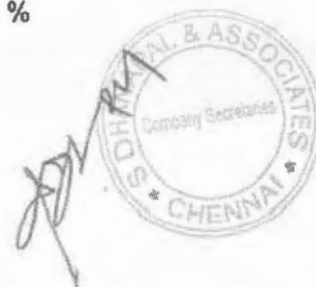


RESOLUTION NO.6 – APPROVAL FOR CREATING CHARGE ON THE ASSETS OF THE COMPANY TO SECURE BORROWINGS UPTO RS.1500 CRORES PURSUANT TO SECTION 180 (1) (A) OF THE COMPANIES ACT, 2013 (SPECIAL RESOLUTION)

| Type of Equity share | No. of Equity shares Voted | | |
|------------------------------|----------------------------|-----------------------|------------------|
| | e-voting (electronic) | Physical Ballot Forms | Total |
| Fully paid Equity shares | 121224721 | 201366 | 121426087 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Total votes cast | 127834149 | 211233 | 128045382 |
| Fully paid up Equity shares | 0 | 1088 | 1088 |
| Partly paid up Equity shares | 0 | 0 | 0 |
| Less: invalid votes | 0 | 1088 | 1088 |
| Fully paid up Equity shares | 121224721 | 200278 | 121424999 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Net valid votes cast | 127834149 | 210145 | 128044294 |
| Fully paid up Equity shares | 121224312 | 200265 | 121424577 |
| Partly paid up Equity shares | 6607587 | 9865 | 6617451 |
| Votes cast in favour | 127831898 | 210130 | 128042028 |
| Fully paid up Equity shares | 409 | 13 | 422 |
| Partly paid up Equity shares | 1842 | 2 | 1844 |
| Votes Cast against | 2251 | 15 | 2266 |

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

% of total valid votes cast against the resolution: 0.01 %



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RESOLUTION NO. 7 – APPROVAL FOR REVISION IN TERMS OF REMUNERATION OF MR.C.SATHYAN EXECUTIVE DIRECTOR OF THE COMPANY (ORDINARY RESOLUTION)

| Type of Equity share | No. of Equity shares Voted | | |
|------------------------------|----------------------------|-----------------------|------------------|
| | e-voting (electronic) | Physical Ballot Forms | Total |
| Fully paid Equity shares | 121224386 | 201366 | 121425752 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Total votes cast | 127833814 | 211233 | 128045047 |
| Fully paid up Equity shares | 0 | 1088 | 1088 |
| Partly paid up Equity shares | 0 | 0 | 0 |
| Less: invalid votes | 0 | 1088 | 1088 |
| Fully paid up Equity shares | 121224386 | 200278 | 121424664 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Net valid votes cast | 127833814 | 210145 | 128043959 |
| Fully paid up Equity shares | 121224227 | 199642 | 121423869 |
| Partly paid up Equity shares | 6609423 | 9820 | 6619243 |
| Votes cast in favour | 127833650 | 209462 | 128043112 |
| Fully paid up Equity shares | 159 | 636 | 795 |
| Partly paid up Equity shares | 5 | 47 | 52 |
| Votes Cast against | 164 | 683 | 847 |

% of total valid votes cast in favour of the resolution: 99.98%

% of total valid votes cast against the resolution: 0.02 %



RESOLUTION NO.8 – APPROVAL FOR AMENDMENT TO ARTICLES OF ASSOCIATION OF THE COMPANY (SPECIAL RESOLUTION)

| Type of Equity share | No. of Equity shares Voted | | |
|------------------------------|----------------------------|-----------------------|------------------|
| | e-voting (electronic) | Physical Ballot Forms | Total |
| Fully paid Equity shares | 121224708 | 201366 | 121426074 |
| Partly paid up Equity shares | 6609408 | 9867 | 6619275 |
| Total votes cast | 127834116 | 211233 | 128045349 |
| Fully paid up Equity shares | 0 | 1088 | 1088 |
| Partly paid up Equity shares | 0 | 0 | 0 |
| Less: invalid votes | 0 | 1088 | 1088 |
| Fully paid up Equity shares | 121224708 | 200278 | 121424986 |
| Partly paid up Equity shares | 6609408 | 9867 | 6619275 |
| Net valid votes cast | 127834116 | 210145 | 128044261 |
| Fully paid up Equity shares | 121224575 | 199642 | 121424217 |
| Partly paid up Equity shares | 6609403 | 9820 | 6619223 |
| Votes cast in favour | 127833978 | 209462 | 128043440 |
| Fully paid up Equity shares | 133 | 636 | 769 |
| Partly paid up Equity shares | 5 | 47 | 52 |
| Votes Cast against | 138 | 683 | 821 |

% of total valid votes cast in favour of the resolution: 99.99%

% of total valid votes cast against the resolution: 0.01 %



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**RESOLUTION NO.9 – RATIFICATION OF REMUNERATION OF COST AUDITORS
(ORDINARY RESOLUTION)**

| Type of Equity share | No. of Equity shares Voted | | |
|------------------------------|----------------------------|-----------------------|------------------|
| | e-voting (electronic) | Physical Ballot Forms | Total |
| Fully paid Equity shares | 121224703 | 201366 | 121426069 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Total votes cast | 127834131 | 211233 | 128045364 |
| Fully paid up Equity shares | 0 | 1088 | 1088 |
| Partly paid up Equity shares | 0 | 0 | 0 |
| Less: invalid votes | 0 | 1088 | 1088 |
| Fully paid up Equity shares | 121224703 | 200278 | 121424981 |
| Partly paid up Equity shares | 6609428 | 9867 | 6619295 |
| Net valid votes cast | 127834131 | 210145 | 128044276 |
| Fully paid up Equity shares | 121224509 | 200265 | 121424774 |
| Partly paid up Equity shares | 6609422 | 9865 | 6619287 |
| Votes cast in favour | 127833931 | 210130 | 128044061 |
| Fully paid up Equity shares | 194 | 13 | 207 |
| Partly paid up Equity shares | 6 | 2 | 8 |
| Votes Cast against | 200 | 15 | 215 |

% of total valid votes cast in favour of the resolution: 99.99%

% of total valid votes cast against the resolution: 0.01 %

SD



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12. 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 and e-voting 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.
13. In view of the above voting results, the resolutions as contained in the said notice has received requisite majority, therefore, the Chairman may accordingly declare the result of the voting (both physical as well as electronic) by postal ballot.

Thanking You,
Yours faithfully,
For S Dhanapal & Associates
(a firm of Practising Company Secretaries)

Place: Chennai
Date: 13.06.2019



S Dhanapal
Sr. Partner
Membership #F6881
CP #7028

SD