

HAP

Hatsun Agro Product Ltd.
Registered Office:
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Rajiv Gandhi Salai (OMR),
Karapakkam, Chennai - 97. India.
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E: info@hatsun.com | www.hap.in
CIN: L15499TN1986PLC012747

HAPL\SEC\485\2017-18

24-July-2017

✓ 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,

Sub: Outcome of 32nd Annual General Meeting (AGM) held on July 24, 2017

Ref: Voting Results – Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We wish to inform you that the 32nd AGM of the Company was held on July 24, 2017 at JD Mahal, Ground Floor, No.300, 200 Feet Radial Road, Kovilambakkam, Chennai 600 117 at 10.00 A.M. and the business mentioned in the Notice dated 25th May 2017 were considered and approved by the shareholders. We wish to submit the following details for your records.

(A) Summary of Proceedings of the 32nd Annual General Meeting of the Company under Regulation 30, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:-

The 32nd Annual General Meeting of the Members of Hatsun Agro Product Limited was held on Monday, July 24, 2017 at 10.00 AM IST at JD Mahal, Ground Floor, No.300, 200 Feet Radial Road, Kovilambakkam, Chennai 600 117. Mr. R.G.Chandramogan, Managing Director, Chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. The Chairman introduced the Director on the dais. All the Directors of the Company attended the meeting. The Chairman delivered his speech by highlighting the performance of the Company in the financial year 2016- 17.

The Chairman informed that the Company had provided the members the remote e-voting facility to cast their vote electronically on all resolutions set forth in the Notice. The remote e-voting facility was kept open between July 20, 2017 (9.30 AM) and July 23, 2017 (5.00 PM). The members who were present at the Annual General Meeting and had not cast their votes electronically were provided an opportunity to cast their votes through ballot papers distributed at the venue of the Meeting. Mr.N.Ramanathan, Scrutinizer was present at the Venue of the meeting to supervise the ballot voting process. The Chairman informed that the Voting results will be announced, within forty eight hours of the conclusion of this Annual General Meeting.



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The following items of business, as per the Notice of Annual General Meeting dated 25th May, 2017 were transacted at the meeting.

1. Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2017.
2. Ratification and confirmation of payment of Interim Dividends.
3. Appointment of a director in place of Shri. C.Sathyan, who retires by rotation and being eligible, offers himself for re-appointment.
4. Appointment of M/s.Deloitte Haskin & Sells LLP, Chartered Accountants (Firm Registration Number 117366W/W100018) as Statutory Auditors and fix their remuneration.
5. Appointment of Mr.K.S.Thanarajan (DIN 00012285) as Director of the Company.
6. Ratification of remuneration of Cost Auditors.

Clarifications were provided to the queries raised by the members. The meeting was concluded with the vote of thanks.

(B) (i) Attendance of members:

<i>Sl. No.</i>	<i>Description</i>	<i>Particulars</i>		
A	Date of AGM	July 24, 2017		
B	Total number of shareholders on record date (Cut-off date) 17.07.2017	9462		
C	No. of Shareholders present in the meeting either in person or through proxy			
	Category of Shareholders	Present in person	Present through Proxy	Total
	Promoter & Promoter Group	6	0	6
	Public	582	7	589
	Total	588	7	595
D	No. of Shareholders attended the meeting through Video Conferencing No Video Conferencing facility was made available			



(B) (ii) Voting by members:

<i>Sl. No.</i>	<i>Details of Agenda</i>	<i>Resolution required (Ordinary/Special)</i>	<i>Mode of Voting: (Show of hands /Poll/Postal Ballot/ E-Voting)</i>	<i>Remarks</i>
1.	Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2017	Ordinary	E-Voting & Poll	Passed unanimously
2.	Ratification and confirmation of payment of Interim Dividends	Ordinary	E-Voting & Poll	Passed unanimously
3.	Appointment of a director in place of Shri. C.Sathyan, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	E-Voting & Poll	Passed unanimously
4.	Appointment of M/s. Deloitte Haskin & Sells, LLP, Chartered Accountants, as the Auditors of the Company	Ordinary	E-Voting & Poll	Passed unanimously
5.	Appointment of Mr.K.S.Thanarajan as Director of the Company.	Ordinary	E-Voting & Poll	Passed unanimously
6.	Ratification of remuneration of Cost Auditors	Ordinary	E-Voting & Poll	Passed unanimously

(B) (iii) Results of Poll / postal ballot / E-voting by members:

The mode of voting for all resolutions was:

(iii)e-voting; and

(iv)Poll conducted at the AGM to facilitate the shareholders who attended the AGM personally and did not participate in the e-voting process.

Result of voting in the prescribed format under clause 35A of the listing agreement is given below:



AGM Voting Results
(As per Regulation 44 of SEBI LODR 2015)

1. Details of the Agenda: Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2017

Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM

Promoter/ Public	Mode of Voting	No. of shares held# (1)	No. of votes polled* (2)	% of votes polled on o/s shares (3)=[(2) /(1)]*10 0	No. of votes in favour (4)	No. of vote s agai nst (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5) / (2)]*10 0	Invalid Votes
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	-	100.00	0.00	0.00
	Poll		-	-	-	-	0.00	0.00	
	Total		113687519	100.00	113687519	-	100.00	0.00	0.00
Public – Institutional Holders**	E-Voting	5689146	158522	2.79	158522	-	100.00	0.00	0.00
	Poll		-	-	-	-	0.00	0.00	
	Total		158522	2.79	158522	-	100.00	0.00	0.00
Public - Others	E-Voting	32791642	2385274	7.27	2385274	-	100.00	0.00	0.00
	Poll		1957252	5.97	1957252	-	100.00	0.00	0.00
	Total		4342526	13.24	4342526	-	100.00	0.00	0.00
Total		152168307	118188567	77.67	118188567	-	100.00	0.00	0.00

voting rights are in proportion to shares held as on 17th July, 2017.

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

The number of votes polled in favour of the Ordinary Resolution is 100% (100% of the total valid votes). Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.

2. Details of the Agenda: Ratification and confirmation of payment of Interim Dividends

Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM

Promoter/ Public	Mode of Voting	No. of shares held# (1)	No. of votes polled* (2)	% of votes polled on o/s shares (3)=[(2) /(1)]*10 0	No. of votes in favour (4)	No. of votes agai nst (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5) / (2)]*10 0	Invalid Votes
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	-	100.00	0.00	0.00
	Poll		-	-	-	-	0.00	0.00	
	Total		113687519	100.00	113687519	-	100.00	0.00	0.00
Public – Institutional Holders**	E-Voting	5689146	158522	2.79	158522	-	100.00	0.00	0.00
	Poll		-	-	-	-	0.00	0.00	
	Total		158522	2.79	158522	-	100.00	0.00	0.00
Public - Others	E-Voting	32791642	2385458	7.27	2385253	205	99.99	0.01	0.00
	Poll		1957252	5.97	1957252	-	100.00	0.00	0.00
	Total		4342710	13.24	4342505	205	99.99	0.01	0.00
Total		152168307	118188751	77.67	118188546	205	99.99	0.01	0.00

voting rights are in proportion to shares held as on 17th July, 2017.

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

The number of votes polled in favour of the Ordinary Resolution is 99.99% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.

3. Details of the Agenda: Appointment of a director in place of Shri. C.Sathyan, who retires by rotation and being eligible, offers himself for re-appointment

Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM

Promoter/ Public	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
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	-	100.00	0.00	0.00
	Poll		-	-	-	-	-	0.00	
	Total		113687519	100.00	113687519	-	100.00	0.00	0.00
Public – Institutional Holders**	E-Voting	5689146	158522	2.79	158522	-	100.00	0.00	0.00
	Poll		-	-	-	-	-	0.00	
	Total		158522	2.79	158522	-	100.00	0.00	0.00
Public - Others	E-Voting	32791642	2385270	7.27	2385265	5	99.99	0.01	0.00
	Poll		1957252	5.97	1957252	-	100.00	0.00	0.00
	Total		4342522	13.24	4342517	5	99.99	0.01	0.00
Total		152168307	118188563	77.67	118188558	5	99.99	0.01	0.00

voting rights are in proportion to shares held as on 17th July 2017.

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

The number of votes polled in favour of the Ordinary Resolution is 99.99% (100% of the total valid votes). Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.

4. Details of the Agenda: Appointment of M/s. Deloittee Haskin & Sells, LLP, Chartered Accountants, as the auditors of the Company.

Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM

Promoter/ Public	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
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	-	100.00	0.00	0.00
	Poll		-	-	-	-	-	0.00	
	Total		113687519	100.00	113687519	-	100.00	0.00	0.00
Public – Institutional Holders**	E-Voting	5689146	158522	2.79	158522	-	100.00	0.00	0.00
	Poll		-	-	-	-	-	0.00	
	Total		158522	2.79	158522	-	100.00	0.00	0.00
Public - Others	E-Voting	32791642	2385150	7.27	2385150	-	100.00	0.00	0.00
	Poll		1957252	5.97	1957252	-	100.00	0.00	0.00
	Total		4342402	13.24	4342402	-	100.00	0.00	0.00
Total		152168307	118188443	77.67	118188443	-	100.00	0.00	0.00

voting rights are in proportion to shares held as on 17th July 2017.

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

The number of votes polled in favour of the Ordinary Resolution is 100% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.

5. Details of the Agenda: Appointment of Mr.K.S.Thanarajan as Director

Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM

Promoter/ Public	Mode of Voting	No. of shares held# (1)	No. of votes polled* (2)	% of votes polled on o/s shares (3)=[(2) /(1)]*10 0	No. of votes in favour (4)	No. of votes again s t (5)	% of votes in favour on votes polled (6)=[(4) /(2)]*10 0	% of votes against on votes polled (7)=[(5)/ (2)]*100	Invalid Votes
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	-	100.00	0.00	0.00
	Poll		-	-	-	-	-	0.00	
	Total		113687519	100.00	113687519	-	100.00	0.00	0.00
Public – Institutional Holders**	E-Voting	5689146	158522	2.79	158522	-	100.00	0.00	0.00
	Poll		-	-	-	-	-	0.00	
	Total		158522	2.79	158522	-	100.00	0.00	0.00
Public - Others	E-Voting	32791642	2385270	7.27	2385265	5	99.99	0.01	0.00
	Poll		1957252	5.97	1957252	-	100.00	0.00	
	Total		4342522	13.24	4342517	5	99.99	0.01	0.00
Total		152168307	118188563	77.67	118188558	5	99.99	0.01	0.00

voting rights are in proportion to shares held as on 17th July 2017.

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

The number of votes polled in favour of the Ordinary Resolution is 99.99% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.



6. Details of the Agenda: Ratification of remuneration of Cost Auditors

Resolution required: Ordinary Resolution

Manner of voting: E-voting and Poll conducted at the AGM

Promoter/ Public	Mode of Voting	No. of shares held# (1)	No. of votes polled* (2)	% of votes polled on o/s shares (3)=[(2) /(1)]*10 0	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)]*10 0	Invalid Votes
Promoter & Promoter Group	E-Voting	113687519	113687519	100.00	113687519	0.00	100.00	0.00	0.00
	Poll		-	-	-	-	-	-	0.00
	Total		113687519	100.00	113687519	0.00	100.00	0.00	0.00
Public – Institutional Holders**	E-Voting	5689146	158522	2.79	158522	-	100.00	0.00	0.00
	Poll		-	-	-	-	-	0.00	0.00
	Total		158522	2.79	158522	-	100.00	0.00	0.00
Public - Others	E-Voting	32791642	2385420	7.27	2385400	20	99.99	0.00	0.00
	Poll		1957252	5.97	1957247	5	99.99	0.01	0.00
	Total		4342672	13.24	4342647	25	99.99	0.01	0.00
Total		152168307	118188713	77.67	118188688	25	99.99	0.01	0.00

voting rights are in proportion to shares held as on 17th July 2017.

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

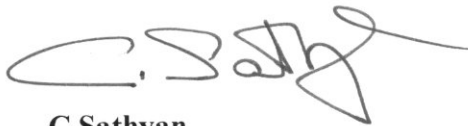
The number of votes polled in favour of the Ordinary Resolution is 99.99% (100% of the total valid votes).

Thus, the Ordinary Resolution has therefore been approved by the shareholders unanimously.

Kindly acknowledge receipt of the same and update the same in the website.

Thanking you,

Yours faithfully,
For Hatsun Agro Product Limited



C.Sathyan
Executive Director



Partners

S. Dhanapal, B.Com., B.A.B.L., F.C.S
N. Ramanathan, B.Com., F.C.S
Smita Chirimar, M.Com., F.C.S
R. Pratheepa, B.C.S., A.C.S
T. Murugan, B.Sc., A.C.A., A.C.S

S Dhanapal & Associates

Practising Company Secretaries

Branch Office :

K.K. Nagar

"Muthukumaran Illam"
M22-E, Sri Subah Colony,
Munusamy Road, K.K. Nagar,
Chennai - 600 078.

Suite No. 103, First Floor, Kaveri Complex,
No. 96/104, Nungambakkam High Road,
(Next to Ganpat Hotel & ICICI Bank)
Nungambakkam, Chennai - 600 034.
Phone No. 044-45530256 / 257
Direct Number : 044 - 42652127
E-mail: csdhanapal@gmail.com
website: www.csdhanapal.com

Report of Scrutinizer

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]


To,
The Chairman
32nd Annual General Meeting of the Equity Shareholders of
M/s. Hatsun Agro Product Limited
Chennai

Dear Sir,

I, N. Ramanathan, Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, appointed as Scrutinizer by the Board of Directors of M/s. Hatsun Agro Product Limited ("the Company") for the purpose of scrutinizing e-voting process (remote e-voting) and voting through ballot paper in connection with the 32nd Annual General Meeting of the Company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, in respect of the below mentioned resolutions proposed at the 32nd Annual General meeting of the Equity Shareholders of M/s. Hatsun Agro Product Limited, held on Monday, the 24th day of July, 2017 at 10.00 A.M. at JD Mahal, Ground Floor, No. 300, 200 Feet Radial Road, Kovilambakkam, Chennai - 600 117, submit the combined results of voting by electronic means (remote e-voting) & voting through ballot paper as under.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting through ballot paper by the shareholders on the resolutions proposed in the Notice of the 32nd Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, through electronic means and voting through ballot paper at the meeting are conducted in a fair and transparent manner and render consolidated scrutimizer's report of the total votes cast in favour or against if any to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and voting through ballot paper at the meeting.

N. Ramanathan



The consolidated results of the voting are as under:

Resolution No. 1 - Adoption of the Audited Financial Statements for the year ended 31st March, 2017 together with the Reports of the Directors and Auditors thereon

	No. of Shares	No. of Members
Total Votes Cast	11,81,88,567	87
Less: Invalid votes	0	0
Net Valid votes cast	11,81,88,567	87
Votes cast in favour	11,81,88,567	87
Votes Cast against	0	0

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: Nil

Resolution No. 2 – Ratification and confirmation of payment of Interim Dividends on equity shares for the financial year 2016-17

	No. of Shares	No. of Members
Total Votes Cast	11,81,88,751	85
Less: Invalid votes	0	0
Net Valid votes cast	11,81,88,751	85
Votes cast in favour	11,81,88,546	84
Votes Cast against	205	1

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

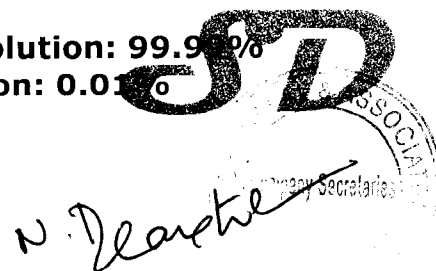
% of total valid votes cast against the resolution: 0.01%

Resolution No. 3 – Appointment of Director in place of retiring Director Shri. C. Sathyan who being eligible, offers himself for re-appointment

	No. of Shares	No. of Members
Total Votes Cast	11,81,88,563	83
Less: Invalid votes	0	0
Net Valid votes cast	11,81,88,563	83
Votes cast in favour	11,81,88,558	82
Votes Cast against	5	1

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

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



S Dhanapal & Associates

Practising Company Secretaries

Resolution No. 4 – Appointment of M/s. Deloitte Haskin & Sells LLP, Chartered Accountants, Chennai, as the Statutory Auditors of the Company

	No. of Shares	No. of Members
Total Votes Cast	11,81,88,443	82
Less: Invalid votes	0	0
Net Valid votes cast	11,81,88,443	82
Votes cast in favour	11,81,88,443	82
Votes Cast against	0	0

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: Nil

Resolution No. 5 – Appointment of Mr. K.S. Thanarajan (DIN 00012285) as Director of the Company

	No. of Shares	No. of Members
Total Votes Cast	11,81,88,563	83
Less: Invalid votes	0	0
Net Valid votes cast	11,81,88,563	83
Votes cast in favour	11,81,88,558	82
Votes Cast against	5	1

% 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 – Ratification of remuneration of Cost Auditors

	No. of Shares	No. of Members
Total Votes Cast	11,81,88,713	84
Less: Invalid votes	0	0
Net Valid votes cast	11,81,88,713	84
Votes cast in favour	11,81,88,688	82
Votes Cast against	25	2

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

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

Yours faithfully,
Dated: 24.07.2017

Thanking you,

For S Dhanapal & Associates
(A firm of Practising Company Secretaries)

N. Ramanathan

N. Ramanathan

Partner

Membership # F6665

CP # 11084

