



# HLV LIMITED

02<sup>nd</sup> January, 2024

**The Department of Corporate Services**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
**Scrip Code: 500193**

**The Listing Department**  
**National Stock Exchange of India Limited**  
Exchange-Plaza, 5th Floor,  
Plot No .C/1,G block,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai – 400 051  
**Scrip Code: HLVLTD**

Dear Sir / Madam,

**Sub: Results of Postal Ballot and submission of voting result under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We refer to our letter dated 29<sup>th</sup> November, 2023, whereby we had submitted a copy of Notice of Postal Ballot dated 10<sup>th</sup> November, 2023 ("Notice") issued to the Members of the Company seeking their approval for Appointment of Mr. Vinay Hansraj Kapadia (DIN: 07958301) as an Independent Director.

The Remote E-voting period for the Postal Ballot ended on Sunday, 31<sup>th</sup> December, 2023 at 5:00 p.m. (IST). The Scrutinizer, Mr. Raghunath Bhandari, Proprietor of M/s. R. Bhandari & Co., Company Secretaries, submitted their Report on 2<sup>nd</sup> January, 2024 on the voting results.

In this regard, please find enclosed the following:

1. The details of the voting results of the Postal Ballot through remote e-voting mode, prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure A**
2. Report of the Scrutinizer dated 2<sup>nd</sup> January, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure B**

The aforesaid Resolution has been passed by the Members with requisite majority and are deemed to have been passed on Sunday, 31<sup>st</sup> December, 2023, being the last date specified by the Company for the remote e-voting process.

This intimation shall also be deemed to be a disclosure of the proceedings under Regulation 30 read with Para A (13) of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Regd. Office: The Leela Mumbai, Sahar, Mumbai 400 059 India.

Phone: (91-22) 6691 1234; Fax: (91-22) 6691 1212 Website: [www.hlvlttd.com](http://www.hlvlttd.com); Email: [info@hlvlttd.com](mailto:info@hlvlttd.com)

Corporate Identity Number (CIN) L55101MH1981PLC024097



# HLV LIMITED

The Voting Results along with the Scrutinizer's Report dated 2<sup>nd</sup> January, 2024, is made available on the Company's website at [www.hvltd.com](http://www.hvltd.com).

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For **HLV Limited**

SAVITRI  
RAMNATH  
YADAV

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YADAV  
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**Savitri Yadav**  
**Company Secretary**

Encl: as above

CC:  
National Securities Depository Limited (NSDL)  
Central Depository Services (India) Limited (CDSL)

“Annexure – A”

<b>Date of the AGM/EGM</b>	Not Applicable (Resolution passed through Postal Ballot on 31 <sup>st</sup> December, 2023)
<b>Total number of shareholders on record date</b>	91304
<b>No. of Shareholders present in the meeting either in person or through proxy:</b> <b>Promoters and Promoters Group:</b> <b>Public:</b>	Not applicable (Resolutions passed through Postal Ballot)
<b>No. of shareholders attended the meeting through video conferencing:</b> <b>Promoters and Promoters Group:</b> <b>Public:</b>	Not applicable (Resolutions passed through Postal Ballot)

For **HLV Limited**

SAVITRI  
RAMNATH  
YADAV

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**Savitri Yadav**  
**Company Secretary**



<b>Resolution Required : (Ordinary/Special)</b>			<b>Special - Appointment of Mr. Vinay Hansraj Kapadia (DIN: 07958301) as an Independent Director.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding 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
Promoter and Promoter Group	E-Voting		326790337	99.9771	326790337	0	100.0000	0.0000
	Poll	326865337	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>326865337</b>	<b>326790337</b>	<b>99.9771</b>	<b>326790337</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	10228627	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>10228627</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		601443	0.1867	562331	39112	93.4970	6.5030
	Poll	322165935	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>322165935</b>	<b>601443</b>	<b>0.1867</b>	<b>562331</b>	<b>39112</b>	<b>93.4970</b>	<b>6.5030</b>
<b>Total</b>		<b>659259899</b>	<b>327391780</b>	<b>49.6605</b>	<b>327352668</b>	<b>39112</b>	<b>99.9881</b>	<b>0.0119</b>

For HLV Limited

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RAMNATH  
YADAV

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Savitri Yadav  
Company Secretary





# R. Bhandari & Co.

Company Secretaries ★ Insolvency Professional ★ Trademark Attorney

‘Annexure B’

## SCRUTINIZER’S REPORT ON THE POSTAL BALLOT PROCESS CONDUCTED THROUGH E-VOTING

*[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman,  
**HLV LIMITED**  
The Leela Mumbai, Sahar,  
Mumbai – 400059,  
Maharashtra

Respected Sir,

**Sub: Scrutinizer’s Report on the Postal Ballot Process through remote E-voting for passing of the Resolution as set out in the Postal Ballot Notice dated 10<sup>th</sup> November, 2023 of HLV Limited.**

I, Raghunath Bhandari, Proprietor of M/s. R. Bhandari & Co., Company Secretaries (COP No. 15381), having office at Office No. 402 - 4<sup>th</sup> Floor, “A” Wing, Pushp Vinod No. 2, S. V. Road, Borivali (West), Mumbai – 400 092 was appointed as a Scrutinizer by the Board of Directors of the Company at its meeting held on Friday, 10<sup>th</sup> November, 2023 to conduct and scrutinise postal ballot process through remote e-voting for passing of the resolution contained in the Postal Ballot Notice dated 10<sup>th</sup> November, 2023 as per the provisions of Sections 108 and 110 of the Companies Act, 2013 (‘the Act’) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (“SEBI LODR”) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, and General Circular No. 14/ 2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/ 2020 dated 13<sup>th</sup> April, 2020, General Circular No. 22/ 2020 dated 15<sup>th</sup> June, 2020, General Circular No. 33/2020 dated 28<sup>th</sup> September, 2020, General Circular No. 39/2020 dated 31<sup>st</sup> December, 2020, General Circular No. 10/2021 dated 23<sup>rd</sup> June, 2021, General Circular No. 20/2021 dated 8<sup>th</sup> December, 2021, General Circular No. 3/2022 dated 5<sup>th</sup> May, 2022, General Circular No. 11/2022 dated 28<sup>th</sup> December, 2022 and General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 respectively issued by the Ministry of Corporate Affairs (collectively referred to as "MCA circulars").

 Office No. 402, 4th floor, A- Wing,  
Pushp Vinod No. 2, S.V. Road, Borivali W,  
Mumbai-400092.

 Office No-  
84509 43725 / 70214 00658

 [csrbhandari@gmail.com](mailto:csrbhandari@gmail.com)



[www.csrbhandari.com](http://www.csrbhandari.com)

In this regard, I submit my report as under:

1. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules made thereunder and the applicable provisions of the SEBI LODR and MCA circulars issued by the MCA, for passing of resolutions through the mechanism of Postal Ballot through remote e-voting as stated in the Postal Ballot Notice dated 10<sup>th</sup> November, 2023. My responsibility as a Scrutinizer for Postal Ballot Process through e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide remote e-voting for the Postal Ballot.
2. As per the confirmation received from the Company, the Postal Ballot Notice dated 10<sup>th</sup> November, 2023 along with explanatory statements setting out material facts pursuant to Section 102 of the Companies Act, 2013 was dispatched electronically on Wednesday, 29<sup>th</sup> November, 2023 to members who had registered their Email-ID's with Company/Company's Registrar and Share Transfer Agent (RTA)/Depositories/Depository Participant(s) and furnished the same with M/s. MCS Share Transfer Agent Limited, the Registrar and Share Transfer Agent (RTA) of the Company and the same was hosted on the website of the Company and NSDL.
3. Pursuant to the Clause (v) of sub rule 4 of the Rule 20 and sub-rule 3 of Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and MCA circulars, the Public Notice for the Postal Ballot Process through remote E-voting were published in "Free Press Journal" (English Newspaper) and "Navshakti" (Marathi Newspaper) on Thursday, 30<sup>th</sup> November, 2023. The notice published in the newspapers carried the required information as prescribed in Sub Rule 4(v) (a) to (h) of the said Rule 20.
4. The voting rights were reckoned as on Friday, 24<sup>th</sup> November, 2023, being the Cut-off date for the purpose of deciding the entitlement of Members for the Postal Ballot e-voting.
5. In terms of the aforesaid Notice, the Postal Ballot E-voting was kept open for 30 (Thirty) days from Saturday, 02<sup>nd</sup> December, 2023, 09:00 a.m. (IST) till Sunday, 31<sup>st</sup> December, 2023, 05:00 p.m. (IST) as prescribed under the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014. Members were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolution on the remote e-voting platform provided by NSDL.
6. After completion of remote e-voting, the votes casted by the members were unblocked by me in the capacity of Scrutinizer in the presence of two witnesses, Mr. Kumar Barot and Ms. Bhavna Joshi who are not in employment of the Company and the e-voting results report downloaded from the website of NSDL.
7. It is observed that 463 Members casted their votes through remote e-voting.
8. A summary of the Postal Ballot results and votes casted through remote e-voting with respect to the Special Resolution as set out in the Postal Ballot Notice dated 10<sup>th</sup> November, 2023 are as under:

**Resolution No. 1:- As a Special Resolution:**

**Appointment of Mr. Vinay Hansraj Kapadia (DIN: 07958301) as an Independent Director**

(i) Ballots in Favour.

No. of members voted through Postal Ballot	No. of Votes cast	% of total number of valid votes cast
420	32,73,52,668	99.99

(ii) Ballots Against

No. of members voted through Postal Ballot	No. of Votes cast	% of total number of valid votes cast
43	39,112	0.01

(iii) Invalid votes

No. of members voted through Postal Ballot	No. of Votes cast	% of total number of valid votes cast
-	-	-

**Result: The Resolution contained in the Postal Ballot Notice dated 10<sup>th</sup> November, 2023 has been passed with requisite majority.**

I further report that:

- a. all the documents as mentioned in Section 113 of the Companies Act, 2013 and such other applicable provisions under the relevant Rules, thereunder, have been received and

- b. The Postal Ballot and other related documents/register/record shall remain in my custody until the Chairman considers, approves and signs the Postal Ballot Minutes and thereafter, the same will be handed over to the Chairman / Company Secretary & Compliance Officer of the Company for safe custody.

I thank you for the opportunity given to me, to act as a Scrutinizer for the above Postal Ballot process of the Company.

Yours Faithfully  
For **R. Bhandari & Co.**  
Company Secretaries

Raghunath  
Sabanna  
Bhandari

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Raghunath Sabanna  
Bhandari  
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**Raghunath Bhandari**  
Proprietor

COP No: 15381; FCS: 8048

UDIN: F008048E003091909

Signed at Mumbai on 2<sup>nd</sup> January, 2024

Countersigned and received the report:  
For **HLV Limited**

SAVITRI  
RAMNATH  
YADAV

Digitally signed by SAVITRI  
RAMNATH YADAV  
Date: 2024.01.02 16:14:25  
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**Chairman/Authorized Signatory**  
Signed at Mumbai on 2<sup>nd</sup> January, 2024