



HG INDUSTRIES LIMITED
(Formerly Himalaya Granites Limited)

HGIL/2021-22
January 22, 2022

The Manager,
BSE Limited
Department of Corporate Services
Floor 25, P.J. Towers, Dalal Street
Mumbai - 400 001
Fax No. 022-2272-3121/1278/1557/3354
Email: corp.relations@bseindia.com

BSE Scrip Code: **513723**

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") w.r.t. proceedings of the Postal Ballot

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, we are enclosing herewith the proceedings of special resolution passed through Postal Ballot by remote e-voting on January 21, 2022, for shifting the Registered Office of the Company from the "State of Tamilnadu" to the "National Capital Territory of Delhi".

The above is for your information and record.

Thanking you,
Yours faithfully,

For HG INDUSTRIES LIMITED
(Formerly Himalaya Granites Limited)




HARIOM PANDEY
COMPANY SECRETARY

Encl: As above.

 Regd. Office: Panchalam Village, Melpettai Post, Villupuram Dist., Tindivanam-604 307, Tamil Nadu, India.

 +91 4147-290021

 investors@hgl.co.in

 www.hgl.co.in

 CIN: L20100TN1987PLC015161



HG INDUSTRIES LIMITED
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PROCEEDINGS OF THE SPECIAL RESOLUTION PASSED FOR SHIFTING THE REGISTERED OFFICE OF HG INDUSTRIES LIMITED (FORMERLY HIMALAYA GRANITES LIMITED) (“COMPANY”) FROM THE “STATE OF TAMILNADU” TO “THE NATIONAL CAPITAL TERRITORY OF DELHI” THROUGH POSTAL BALLOT BY REMOTE E-VOTING ON 21.01.2022

Pursuant to the provisions of Section 108, 110 and other applicable provisions of the Companies Act, 2013 read with the rules made thereunder (the “Act”) and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), Secretarial Standard-2 on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, the Company had issued a Postal Ballot Notice dated December 13, 2021 (“Notice”) to obtain approval of shareholders by way of special resolution through Postal Ballot by remote e-voting for shifting of the Registered Office of the Company from the “State of Tamilnadu” to the “National Capital Territory of Delhi”.

In compliance with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021, dated December 08, 2021 and other applicable circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”) (hereinafter collectively referred to as “Circulars”), the Company had sent the Notice only by email to those members of the Company, whose names appeared on the Register of members/ list of beneficial owners as received from the Registrar and Transfer Agent and who had registered their email addresses with the Company and/or with the Depositories as on Friday, December 17, 2021 (“Cut-off date”).

The Notice was also available on the Company’s website, www.hgl.co.in and on the website of the Stock Exchange where the equity shares of the Company are listed i.e. BSE Limited, www.bseindia.com and on the website of Link Intime India Private Limited (“LI IPL”), the agency appointed by the Company for providing the facility of Remote e-voting to the Members of the Company at <https://instavote.linkintime.co.in>.

In view of the aforesaid Circulars, voting through the physical Postal Ballot Form was not applicable. The Company had availed the services of LI IPL to provide the remote e-voting facility to the equity shareholders of the Company for the resolution proposed in the Notice.

The members of the Company holding shares as on the Cut-off date were entitled to vote by way of assent or dissent on the resolution as set out in the Notice.

The advertisement containing the relevant details as required by the Companies (Management and Administration) Rules, 2014 as amended from time to time, was published on December 23, 2021 in Financial Express (English Language) all editions, and Makkal Kural (Tamil Language).

The Remote e-voting period had commenced from Thursday, December 23, 2021 (10:00 a.m. IST) and ended on Friday, January 21, 2022 (5:00 p.m. IST) and the e-voting platform was blocked thereafter.

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The Board of Directors of the Company at their Meeting held on December 13, 2021 had appointed Mr. Dilip Kumar Sarawagi (Membership No. A13020 and C.P No. 3090), Proprietor of DKS & Co., Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner.

Mr. Dilip Kumar Sarawagi, Proprietor of DKS & Co., has submitted the report on January 22, 2022 to Mr. Ramesh Kumar Haritwal, Managing Director & CEO of the Company.

The result relating to the Postal Ballot through e-voting is set out in the table below:

Resolution	Mode of voting	No. of votes polled	No. of votes cast in Favour	No. of votes cast Against	% of votes in Favour of votes polled	% of votes Against of votes polled
Shifting of Registered Office of the Company from "State of Tamilnadu" to the "National Capital Territory of Delhi "	Remote E-voting	35,30,371	35,30,357	14	99.9996	0.0004

On the basis of the report of the scrutinizer, Mr. Ramesh Kumar Haritwal, Managing Director & CEO of the Company declared the results of the Postal Ballot by e-voting on Saturday, January 22, 2022.

The voting results of the Postal Ballot along with the scrutinizers' report has been placed on the website of the Company at www.hgl.co.in and the website of the Stock Exchange where the equity shares of the Company are listed i.e. BSE Limited, www.bseindia.com and on the website of LIPL, the agency engaged by the Company for providing the facility of remote e-voting to the Members of the Company at <https://instavote.linkintime.co.in>.

On the basis of the scrutinizers' report, the resolution as mentioned in the Notice has been duly approved by the Members and shall be deemed to have been passed on January 21, 2022, the last date of e-voting.

The resolution passed is as under:

"RESOLVED THAT pursuant to the provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act, 2013**") read with the rules framed thereunder ("**Rules**"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the approval of Central Government (Powers delegated to Regional Director), and such other approvals, permissions and sanctions as may be required under the provisions of the Act, 2013 or under any other law for the time being in force, the consent of the Members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the **“State of Tamilnadu”** to the **“National Capital Territory of Delhi”**.

RESOLVED FURTHER THAT upon shifting of the Registered Office becoming effective, the existing Clause-II of the Memorandum of Association of the Company be substituted with the following new clause:

“II. The Registered Office of the Company will be situated in the National Capital Territory of Delhi.”

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the ‘Board’ which expression shall also include a committee of directors thereof) be and is hereby authorized to finalize the address of Registered Office of the Company in National Capital Territory of Delhi, as they may consider appropriate.

RESOLVED FURTHER THAT all the directors of the Company and Mr. Hariom Pandey, Company Secretary of the Company be and are hereby severally authorized to make necessary application to the Central Government, Regional Director, Registrar of Companies and other regulatory authorities in this matter, to appear before them, to make any modifications, changes, variations, alterations or revisions stipulated by the concerned authorities while according approval or consent, and to do all such acts, deeds, matters and things as may be necessary/incidental/ancillary to give effect to this resolution including execution/signing/filing of necessary forms/ documents/ affidavits/ indemnity/ undertakings/ declarations as may be required, from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to engage counsels/consultants/executives/advisors to represent the Company and appear on its behalf before the Central Government, Regional Director, Registrar of Companies, and other regulatory authorities in this matter and obtain the necessary Directions and/or Order(s) upon confirmation by the concerned Regulatory Authority and do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution including but not limited to signing, certification and filing of the e-Forms with the Registrar of Companies.”

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HARIOM PANDEY
COMPANY SECRETARY

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