



**HG INDUSTRIES LIMITED**  
(Formerly Himalaya Granites Limited)

HGIL/2022-23  
September 30, 2022

The Manager,  
**BSE Limited**  
Department of Corporate Services  
Floor 25, P.J. Towers, Dalal Street  
Mumbai – 400001  
Fax No. 022-2272-3121/1278/1557/3354  
Email: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

BSE Scrip Code: **513723**

**Sub: Intimation with regard to the proceedings of 34<sup>th</sup> Annual General Meeting (“AGM”) of HG Industries Limited (“Company”) in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

With reference to the aforesaid subject, please take note of the following:-

### **1. Date of the Meeting**

The 34<sup>th</sup> Annual General Meeting (“AGM” or “Meeting”) of the Company was held on Friday, September 30, 2022 at 11:30 a.m. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in accordance with the applicable provisions of the Companies Act, 2013 (“Act, 2013”) and rules framed thereunder read with Ministry of Corporate Affairs (“MCA”) General Circular No. 14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020, respectively read with General Circular No. 02/2022 dated May 05, 2022 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and other applicable circulars. The registered office of the Company i.e. Panchalam Village, Melpettai Post, Tindivanam, Tamil Nadu – 604307 shall be deemed to be the place of Meeting for the purpose of recording of the proceedings of this AGM. Accordingly, the AGM commenced today, at 11:30 a.m. and concluded at 12:23 p.m.

### **2. Brief summary of the proceedings and details of items deliberated**

The Directors present at the AGM, elected Mr. Ramesh Kumar Haritwal, Managing Director & CEO (DIN: 01486666) of the Company, as the Chairman of the Meeting in accordance with Article 141 of the Articles of Association of the Company. Mr. Ramesh Kumar Haritwal took

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the Chair and welcomed all the Members, Director(s), Key Managerial Personnel (KMP), Statutory Auditor, Secretarial Auditor and Scrutinizer present at the AGM. All the Directors and KMPs of the Company attended the AGM except Mr. Shalabh Jalan.

Mr. Ramesh Kumar Haritwal, Managing Director & CEO (DIN: 01486666), Ms. Mathangi Ramanujam (DIN: 07095686), Non-Executive Director and Mr. Manojit Dash (DIN: 08960450), Chairman of Audit Committee and Nomination and Remuneration Committee were present at the meeting. Mr. Shalabh Jalan (DIN:01089278), Chairman of Stakeholders' Relationship Committee could not attend the meeting due to pre-occupations and authorized Mr. Manojit Dash, member of Stakeholders' Relationship Committee to attend the AGM on his behalf.

Mr. S. P. Shaw, Partner of M/s S. P. Shaw & Co., Statutory Auditors and Mr. Dilip Kumar Sarawagi, Proprietor of DKS & Co., Secretarial Auditors of the Company and Scrutinizer for the 34<sup>th</sup> AGM also joined the Meeting.

After confirmation by the Company Secretary of the presence of requisite quorum, the Meeting was called to order. Twenty-six (26) Members including corporate representatives were present at the Meeting. The Members were informed that this AGM was held through video conference in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. Thereafter, the Chairman delivered his speech.

The Financial Statements for the financial year ended March 31, 2022 including the Reports of the Board of Directors and the Auditors thereon, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 and the Register of Contracts or Arrangements in which directors are interested as maintained under Section 189(1) of the Companies Act, 2013 and other relevant documents, as required, were kept accessible electronically during the continuance of the Meeting to the persons having right to attend the Meeting. Notice of the 34<sup>th</sup> AGM dated July 25, 2022 convening the Meeting was taken as read, with the permission of the Members present.

The Members were informed that the Reports of the Statutory Auditor and the Secretarial Auditors of the Company for the financial year ended March 31, 2022 did not contain any qualification, observations or comments on any financial transactions or matters which have any adverse effect on the functioning of the Company and therefore it is not required to be read in the AGM.

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### **3. Manner of approval proposed for the items as set out in the Notice convening the 34<sup>th</sup> AGM.**

The Company, in compliance with Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Amendment) Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, had provided remote e-voting facility to all its Members to cast their vote electronically. Members who were present in the AGM, and who did not cast their vote by remote e-voting, were given the facility to cast their vote through e-voting facility, at the Meeting.

The Members were informed that Mr. Ramesh Kumar Haritwal, Chairman of the Meeting was interested in the agenda mentioned at Item No. 2 and 3 of the Notice of 34<sup>th</sup> AGM. Accordingly, he recused himself from conducting the proceedings for such item and resumed the Chair after these items were over. Mr. Manojit Dash, Independent Director of the Company was elected as the Chairman with the permission of the members present to conduct the proceedings of item no. 2 and 3.

The Members present were given the opportunity to ask questions and seek clarifications. Query raised / suggestions given by the shareholders were appropriately responded by Mr. Hariom Pandey, Company Secretary of the Company.

### **4. The following items of businesses as set out in the Notice convening the 34<sup>th</sup> AGM were recommended for members' consideration and approval:**

#### **4.1 Ordinary Businesses:**

1. Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon;
2. Re-appointment of Mr. Ramesh Kumar Haritwal (DIN: 01486666), who retires by rotation;

#### **4.2 Special Businesses:**

3. Revision in the Managerial Remuneration payable to Mr. Ramesh Kumar Haritwal (DIN:01486666), Managing Director & CEO of the Company.

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Item No. 1 and 2 required approval by way of ordinary resolution and Item No. 3 required approval by way of special resolution.

#### **5. Result of the items deliberated**

The Members were informed that Mr. Dilip Kumar Sarawagi, Practicing Company Secretary, was appointed as Scrutinizer for the purpose of scrutinizing the e-voting at the meeting and remote e-voting process.

The detailed results of the voting at the aforesaid Meeting along with the Scrutinizer's Report pursuant to Section 108 and 109 of the Companies Act, 2013, and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be submitted with the Stock Exchange once the same is obtained by the Company from aforesaid Scrutinizer. The voting results along with Scrutinizer's Report shall also be uploaded on the website of the Company and on the website of Link Intime India Private Limited (e-voting service provider). Further, the transcript of the AGM shall also be uploaded on the website of the Company.

The meeting concluded at 12:23 p.m. with a vote of thanks to the Chair.

This is for your information and records.

Kindly acknowledge the receipt of the same.

Thanking You,

Yours faithfully,

**For HG INDUSTRIES LIMITED**  
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**HARIOM PANDEY**  
**Company Secretary**

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