



HIND COMMERCE LIMITED

307, Arun Chambers, Tardeo Road, Mumbai - 400 034. Tel. : 022-40500 100 ♦ Fax : 022-40500 150
Website : www.hindcommerce.com ♦ E-mail : hindcommerce@gmail.com
Corporate Identity No. L51900MH1984PLC085440

September 29, 2017

To,
Corporate Relationship Department
BSE Limited,
1st Floor, New Trading Ring, Rotunda Building,
Phiroze Jeejeebhoi Towers,
Dalal Street, Fort,
Mumbai - 400 001.

**Sub. : Disclosure regarding 32nd Annual General Meeting as per Regulation 44 and 30
of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015**

Ref: HIND COMMERCE LIMITED - 538652


Dear Sir,

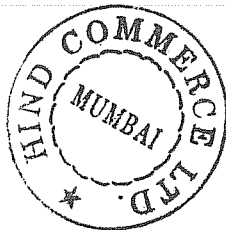
Please find enclosed herewith the Disclosure regarding 32nd Annual General Meeting as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 we are pleased to inform you that all resolutions stated in the Notice of AGM of the Company have been duly passed with requisite majority by the Members through Remote e-voting and Poll conducted at the venue of 32nd AGM of the Company held on Thursday, 28th September, 2017.

Further, we are enclosing herewith report of the Scrutinizers dated 28th September, 2017 pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is to comply with the listing requirements.

Thanking you,
Yours faithfully,
For Hind Commerce Limited


Umesh Lahoti
Managing Director
Encl: As above





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Date of the AGM / EGM	Thursday, September 28, 2017
Total number of shareholders on record date	529
No of shareholders in the meeting either in person or through proxy:	
Promoter and Promoter Group:	5
Public:	1
No. of Shareholder attended the Meeting through Video conferencing	N/A
Promoter and Promoter Group	
Public	

Resolution required: (Ordinary / Special): One

Ordinary
No

Whether promoter / promoter group interested in the agenda / resolution?

Category	Mode of Voting	No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes - in favour	No of votes - against	% of Votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$
Promoter & Promoter Group	E-voting	917500	775000	84.47	775000	0.00	100.00	0.00
	Poll		42500	4.63	42500	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	Total	917500	817500	89.10	817500	0.00	100.00	0.00
Public Institutions	E-voting	0	0	0.00	0	0.00	0.00	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	Total	0	0	0.00	0	0.00	0.00	0.00
Public Non Institutions	E-voting	2082500	0	0.00	0	0.00	0.00	0.00
	Poll		500000	24.01	500000	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	Total	2082500	500000	24.01	500000	0.00	100.00	0.00
Total		3000000	1317500	43.92	1317500	0.00	100.00	0.00

Resolution required: (Ordinary / Special): Two

Ordinary
Yes

Whether promoter / promoter group interested in the agenda / resolution?

Category	Mode of Voting	No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes - in favour	No of votes - against	% of Votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$
Promoter & Promoter Group	E-voting	917500	200000.00	21.80	200000	0.00	100.00	0.00
	Poll		42500	4.63	42500	0.00	100.00	0.00
	Postal Ballot		0.00	0.00	0	0.00	0.00	0.00
	Total	917500	242500	26.43	242500	0.00	100.00	0.00
Public Institutions	E-voting	0	0.00	0.00	0	0.00	0.00	0.00
	Poll		0.00	0.00	0	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0	0.00	0.00	0.00
	Total	0	0.00	0.00	0	0.00	0.00	0.00
Public Non Institutions	E-voting	2082500	0.00	0.00	0	0.00	0.00	0.00
	Poll		500000	24.01	500000	0.00	100.00	0.00
	Postal Ballot		0.00	0.00	0	0.00	0.00	0.00
	Total	2082500	500000.00	24.01	500000	0.00	100.00	0.00
Total		3000000	742500	24.75	742500	0.00	100.00	0.00





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Resolution required: (Ordinary/Special): Three					Ordinary			
Whether promoter / promoter group interested in the agenda / resolution?								
Category	Mode of Voting	No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No of Votes – in favour	No of votes - against	% of Votes in favour on votes polled	% of votes aginst on votes polled
		[1]	[2]	[3]= $\frac{(2)}{(1)} * 100$	[4]	[5]	[6]= $\frac{(4)}{(2)} * 100$	[7]= $\frac{(5)}{(2)} * 100$
Promoter & Promoter Group	E-voting	917500	775000.00	84.47	775000	0.00	100.00	0.00
	Poll		42500	4.63	42500	0.00	100.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total	917500	817500	89.10	817500	0.00	100.00	0.00
Public Institutions	E-voting	0	0.00	0.00	0	0.00	0.00	0.00
	Poll		0.00	0.00	0	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0	0.00	0.00	0.00
	Total	0	0.00	0.00	0	0.00	0.00	0.00
Public Non Institutions	E-voting	2082500	0.00	0.00	0	0.00	0.00	0.00
	Poll		500000	24.01	500000	0.00	100.00	0.00
	Postal Ballot		0.00	0.00	0	0.00	0.00	0.00
	Total	2082500	500000.00	24.01	500000	0.00	100.00	0.00
Total		3000000	1317500	43.92	1317500	0.00	100.00	0.00

For Hind Commerce Limited


 Umesh Lahoti
 Managing Director
 DIN: 00361216
 Place: Mumbai
 Date: 28.09.2017



CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman,
Hind Commerce Ltd.
307, Arun Chambers, Tardeo ,
Mumbai – 400034

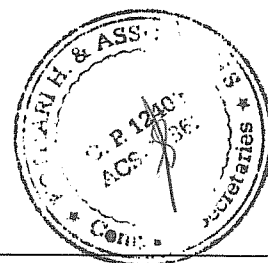
Dear Sir,

We, Kothari H. & Associates, Company Secretaries, have been appointed by the Board of Directors of **Hind Commerce Ltd. ("Company")** as Scrutinizer for the purpose of:

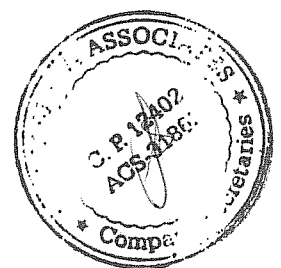
- i. Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and
- ii. Voting by Shareholders at the 32nd Annual General Meeting (AGM) held on 28th September, 2017 ("AGM") for all the resolutions contained in the Notice of AGM.

We pleased to submit our report as under, which is comprehensive and self explanatory in all respect:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting on the resolutions contained in the Notice of the AGM of the members of the Company and at the meeting. our responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favour" "against" or remain "abstain / invalid", if any on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting system provided by National Securities Depository Limited (hereinafter "NSDL") and based on the voting conducted at the AGM.



2. The Company has completed the dispatch of Notice of Annual General Meeting along with the Annual Report of the Company as on 4th September, 2017 to its members whose names appeared on the register of Members/ List of beneficiaries.
3. Advertisement was published by the Company in English in Free Press Journal, and in Marathi in Navshakti dated Tuesday, 5th September, 2017. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20.
4. The Company has availed services of National Securities Depository Limited (NSDL) as the agency for providing the remote e-voting platform.
5. The Voting rights were reckoned as on Thursday, 21st September, 2017, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the Meeting.
6. The remote e-voting period was open for three days which commenced on Monday, 25th September, 2017 at 09:00 a.m. and concluded on Wednesday, 27th September, 2017 at 5:00 p.m. on <https://www.evoting.nsdl.com/>
7. The remote e-voting results on the NSDL E-voting platform were unblocked and downloaded on Thursday, 28th September, 2017 in the presence of two witnesses Mr. Kalpesh Joshi and Ms. Prachi Jain who is not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.
8. After the time fixed for closing of the poll by the chairman, ballot boxes kept for polling were locked in our presence with due identification marks placed by me.
9. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconcile with the records maintained by the Company/Registrar and transfer agent of the Company and the authorisations / proxies lodged with the Company.
10. On scrutiny, we report that 6 Shareholders were present in the meeting in person and/or through proxy.



11. THE CONSOLIDATED RESULTS OF E-VOTING AND POLL ARE AS UNDER:

The details containing *interalia*, no. of Equity Shareholders, who voted “for”, “against” or “abstain”, if any on each of the resolutions that were put to vote, were generated from the e-voting website of NSDL. Taking into account the report from NSDL and physical voting at the AGM the consolidated result with respect to each item on the agenda as set out in the Notice of the 32nd AGM dated 16th August, 2017 is enclosed;

Item No. 1.

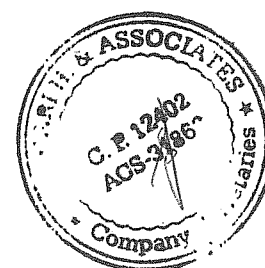
Ordinary Resolution: To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2017 comprising of Balance Sheet as at 31st March, 2017, the Profit and Loss Account for the year ended 31st March, 2017 and the reports of Directors and the Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	4	7,75,000	2	5,42,500	6	13,17,500	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0
Total	4	7,75,000	2	5,42,500	6	13,17,500	100

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed unanimously.

Item No. 2

Ordinary Resolution: To appoint a Director in place of Mr. Umesh Lahoti (holding DIN: 00361216), Director of the Company who retires by rotation and being eligible offers himself for re-appointment.



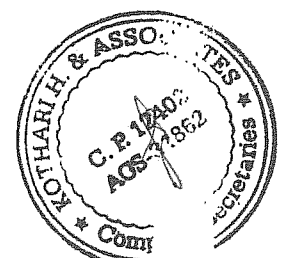
Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	2	2,00,000	2	5,42,500	4	7,42,500	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0
Total	2	2,00,000	2	5,42,500	4	7,42,500	100

Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed unanimously.

Item No. 3.

Ordinary Resolution: To Appointment of S S Rathi & Co., Chartered Accountants, as Statutory Auditors and fixing their remuneration.

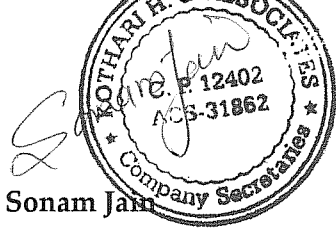
Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	4	7,75,000	2	5,42,500	6	13,17,500	100
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0
Total	4	7,75,000	2	5,42,500	6	13,17,500	100



Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed unanimously.

For Kothari H.& Associates

Company Secretaries



Sonam Jain

Partner

ACS 31862 / COP No. 12402

Date :28th September, 2017

Place: Mumbai

We the undersigned witnesses that the votes were unblocked from e-voting website of NSDL ([https://www.evoting.nsdl.com/.](https://www.evoting.nsdl.com/)) in our presence at 01.30 p.m. on Thursday, 28th September, 2017.

Handwritten signature of Kalpesh Joshi.

(Kalpesh Joshi)

Handwritten signature of Prachi Jain.

(Prachi Jain)

Counter Signature by the Chairman of the Company:

Handwritten signature of the Chairman.