

HZL/2020-SECY/

August 09, 2022

BSE Limited  
P.J. Towers, Dalal Street,  
Mumbai - 400001

National Stock Exchange of (India) Ltd.  
"Exchange Plaza"  
Bandra-Kurla Complex,  
Mumbai - 400051

Kind Attn: - General Manager,  
Dept. of Corporate Services  
**Scrip Code: 500188**

Kind Attn:- Head - Listing & Corporate  
Communications  
**Trading Symbol: HINDZINC-EQ**

Dear Sir(s),

**Sub: - Submission (s) pursuant to the 56<sup>th</sup> Annual General Meeting of the Company.**

In continuation of our letter no. HZL/2020-SECY/ dated July 15, 2022, the 56<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on Monday August 8, 2022 and the business(es) mentioned in the Notice dated April 22, 2022 were transacted. In this regard, please find enclosed the following: -

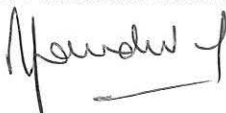
1. Voting results as required under Regulation 44 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (SEBI Listing Regulations) as **Annexure - I**.
2. Consolidated Report dated August 09, 2022, from the scrutinizer Mr. Manoj Maheshwari, of M/s. V.M. & Associates, Practicing Company Secretary for the purpose remote e-voting and for conducting the e-voting at the AGM, in fair and transparent manner, pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 (4) (xi) and Rule 21(2) of the Companies (Management and Administration) Rules, 2014, as **Annexure - II**.

The meeting commenced at 12.00 noon and concluded at 01.27 p.m.

The result along with the Scrutinizer's Report(s) is available at the registered office and website of the Company and NSDL.

Thanking You,

For Hindustan Zinc Limited

  
(R. Pandwal)  
Company Secretary  
Encl: as above



Copy to:

National Securities Depository Limited  
Trade World, A Wing, 4th & 5th Floors,  
Kamala Mills Compound,  
Lower Parel, Mumbai - 13

Central Depository Services (India) Ltd.  
Marathon Futurex, A-Wing,  
25th Floor, NM Joshi Marg,  
Lower Parel, Mumbai - 13

**Hindustan Zinc Limited**

Registered Office: Yashad Bhawan, Udaipur (Rajasthan) - 313 004  
Tel.: (91-294)6604000-02, Fax: (91-294) 2427739  
CIN: L27204RJ1966PLC001208, [www.hzindia.com](http://www.hzindia.com)

Sensitivity: Internal {C3}

|   |                        |
|---|------------------------|
| Name of the Company   | Hindustan Zinc Limited |
| Date of the AGM/EGM   | August 08, 2022        |
| Total no. of shareholders on record date                                      | 3,06,924               |
| No. of shareholders present in the meeting either in person or through proxy: | NA                     |
| Promoters and Promoter Group:   | NA                     |
| Public:   | NA                     |
| No. of shareholders attended the meeting through Video Conferencing:          |                        |
| Promoters and Promoter Group:   | 2                      |
| Public:   | 59                     |

| Resolution 1 To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon - Ordinary Resolution |                               |                              |                               |  |                                 |                               |   |   |
|---|-------------------------------|------------------------------|-------------------------------|--|---------------------------------|-------------------------------|---|---|
| Category  | Mode of Voting                | Number of shares held<br>(1) | Number of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3) = (2)/(1)*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=(4)/(2)*100 | % of Votes against on votes polled<br>(7)=(5)/(2)*100 |
| Promoter and Promoter Group   | E-Voting                      | 2,74,31,54,310               | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | 0                             | 100.0000  | 0.0000  |
|   | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  |   |
|   | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  |   |
|   | Total                         |                              | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | -                             | 100.0000  | 0.0000  |
| Public- Institutions  | E-Voting                      | 16,02,42,685                 | 14,54,98,163                  | 90.7986  | 14,54,98,163                    | 0                             | 100.0000  | 0.0000  |
|   | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Total                         |                              | 16,02,42,685                  | 90.7986  | 14,54,98,163                    | -                             | 100.0000  | 0.0000  |
| Public- Non Institutions  | E-Voting                      | 1,32,19,22,005               | 1,24,84,04,598                | 94.4386  | 1,24,84,01,295                  | 3,303                         | 99.9997   | 0.0003  |
|   | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Total                         |                              | 1,32,19,22,005                | 94.4386  | 1,24,84,01,295                  | 3,303                         | 99.9997   | 0.0003  |
| Total   |                               | 4,22,53,19,000               | 4,13,70,57,071                | 97.9111  | 4,13,70,53,768                  | 3,303                         | 99.9999   | 0.0001  |

Whether resolution passed or not? (yes/no) : Yes



| Resolution 2 To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 reports of the Auditors thereon - Ordinary Resolution |                               |                              |                               |  |                                 |                               |   |   |
|--|-------------------------------|------------------------------|-------------------------------|--|---------------------------------|-------------------------------|---|---|
| Category   | Mode of Voting                | Number of shares held<br>(1) | Number of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3) = (2)/(1)*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=(4)/(2)*100 | % of Votes against on votes polled<br>(7)=(5)/(2)*100 |
| Promoter and Promoter Group  | E-Voting                      | 2,74,31,54,310               | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | 0                             | 100.0000  | 0.0000  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Total                         |                              | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | -                             | 100.0000  | 0.0000  |
| Public- Institutions   | E-Voting                      | 16,02,42,685                 | 14,54,88,112                  | 90.7924  | 14,54,88,112                    | 0                             | 100.0000  | 0.0000  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 16,02,42,685                  | 90.7924  | 14,54,88,112                    | -                             | 100.0000  | 0.0000  |
| Public- Non Institutions   | E-Voting                      | 1,32,19,22,005               | 1,24,83,84,488                | 94.4371  | 1,24,83,81,185                  | 3,303                         | 99.9997   | 0.0003  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 1,32,19,22,005                | 94.4371  | 1,24,83,81,185                  | 3,303                         | 99.9997   | 0.0003  |
| Total  |                               | 4,22,53,19,000               | 4,13,70,26,910                | 97.9104  | 4,13,70,23,607                  | 3,303                         | 99.9999   | 0.0001  |

Whether resolution passed or not? (yes/no) : Yes

| Resolution 3 To confirm the payment of Interim dividend@ 900 % i.e. Rs. 18 per share of Rs. 2/- each on fully paid up equity shares of the Company for the financial year 2021-22 - Ordinary Resolution |                               |                              |                               |  |                                 |                               |   |   |
|---|-------------------------------|------------------------------|-------------------------------|--|---------------------------------|-------------------------------|---|---|
| Category  | Mode of Voting                | Number of shares held<br>(1) | Number of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3) = (2)/(1)*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=(4)/(2)*100 | % of Votes against on votes polled<br>(7)=(5)/(2)*100 |
| Promoter and Promoter Group   | E-Voting                      | 2,74,31,54,310               | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | 0                             | 100.0000  | 0.0000  |
|   | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|   | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|   | Total                         |                              | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | -                             | 100.0000  | 0.0000  |
| Public- Institutions  | E-Voting                      | 16,02,42,685                 | 14,56,04,545                  | 90.8650  | 14,56,04,545                    | -                             | 100.0000  | 0.0000  |
|   | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Total                         |                              | 16,02,42,685                  | 90.8650  | 14,56,04,545                    | -                             | 100.0000  | 0.0000  |
| Public- Non Institutions  | E-Voting                      | 1,32,19,22,005               | 1,24,83,87,558                | 94.4373  | 1,24,83,84,275                  | 3,283                         | 99.9997   | 0.0003  |
|   | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Total                         |                              | 1,32,19,22,005                | 94.4373  | 1,24,83,84,275                  | 3,283                         | 99.9997   | 0.0003  |
| Total   |                               | 4,22,53,19,000               | 4,13,71,46,413                | 97.9132  | 4,13,71,43,130                  | 3,283                         | 99.9999   | 0.0001  |

Whether resolution passed or not? (yes/no) : Yes

*Hanuman*

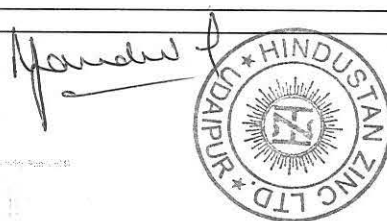


| Resolution 4 To appoint a Director in place of Mrs. Kiran Agarwal (DIN: 02227122), who retires by rotation and being eligible, offers herself for re-appointment as per Article 70 of the Articles of Association of the Company - Ordinary Resolution |                               |                              |                               |  |                                 |                               |   |   |
|--|-------------------------------|------------------------------|-------------------------------|--|---------------------------------|-------------------------------|---|---|
| Category   | Mode of Voting                | Number of shares held<br>(1) | Number of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3) = (2)/(1)*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=(4)/(2)*100 | % of Votes against on votes polled<br>(7)=(5)/(2)*100 |
| Promoter and Promoter Group  | E-Voting                      | 2,74,31,54,310               | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | 0                             | 100.0000  | 0.0000  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Total                         |                              | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | -                             | 100.0000  | 0.0000  |
| Public- Institutions   | E-Voting                      | 16,02,42,685                 | 14,54,98,163                  | 90.7986  | 11,66,91,270                    | 2,88,06,893                   | 80.2012   | 19.7988   |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 16,02,42,685                  | 90.7986  | 11,66,91,270                    | 2,88,06,893                   | 80.2012   | 19.7988   |
| Public- Non Institutions   | E-Voting                      | 1,32,19,22,005               | 1,24,83,82,405                | 94.4369  | 1,24,83,63,678                  | 18,727                        | 99.9985   | 0.0015  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 1,32,19,22,005                | 94.4369  | 1,24,83,63,678                  | 18,727                        | 99.9985   | 0.0015  |
| Total  |                               | 4,22,53,19,000               | 4,13,70,34,878                | 97.9106  | 4,10,82,09,258                  | 2,88,25,620                   | 99.3032   | 0.6968  |

Whether resolution passed or not? (yes/no) : Yes

| Resolution 5 To ratify the appointment of M/s S.R. Batliboi & Co. LLP as Statutory Auditors of the Company - Ordinary Resolution |                               |                              |                               |  |                                 |                               |   |   |
|--|-------------------------------|------------------------------|-------------------------------|--|---------------------------------|-------------------------------|---|---|
| Category   | Mode of Voting                | Number of shares held<br>(1) | Number of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3) = (2)/(1)*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=(4)/(2)*100 | % of Votes against on votes polled<br>(7)=(5)/(2)*100 |
| Promoter and Promoter Group  | E-Voting                      | 2,74,31,54,310               | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | 0                             | 100.0000  | 0.0000  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Total                         |                              | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | -                             | 100.0000  | 0.0000  |
| Public- Institutions   | E-Voting                      | 16,02,42,685                 | 14,54,98,163                  | 90.7986  | 14,54,98,163                    | 0                             | 100.0000  | 0.0000  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 16,02,42,685                  | 90.7986  | 14,54,98,163                    | -                             | 100.0000  | 0.0000  |
| Public- Non Institutions   | E-Voting                      | 1,32,19,22,005               | 1,24,83,84,642                | 94.4371  | 1,24,83,78,767                  | 5,875                         | 99.9995   | 0.0005  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 1,32,19,22,005                | 94.4371  | 1,24,83,78,767                  | 5,875                         | 99.9995   | 0.0005  |
| Total  |                               | 4,22,53,19,000               | 4,13,70,37,115                | 97.9106  | 4,13,70,31,240                  | 5,875                         | 99.9999   | 0.0001  |

Whether resolution passed or not? (yes/no) : Yes

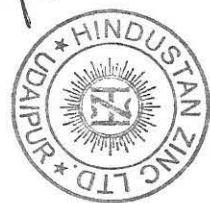


| Resolution 6 To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2023 - Ordinary Resolution |                               |                              |                               |  |                                 |                               |   |   |
|---|-------------------------------|------------------------------|-------------------------------|--|---------------------------------|-------------------------------|---|---|
| Category  | Mode of Voting                | Number of shares held<br>(1) | Number of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3) = (2)/(1)*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=(4)/(2)*100 | % of Votes against on votes polled<br>(7)=(5)/(2)*100 |
| Promoter and Promoter Group   | E-Voting                      | 2,74,31,54,310               | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | 0                             | 100.0000  | 0.0000  |
|   | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|   | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|   | Total                         |                              | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | -                             | 100.0000  | 0.0000  |
| Public- Institutions  | E-Voting                      | 16,02,42,685                 | 14,54,98,163                  | 90.7986  | 14,54,98,163                    | 0                             | 100.0000  | 0.0000  |
|   | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Total                         |                              | 16,02,42,685                  | 90.7986  | 14,54,98,163                    | -                             | 100.0000  | 0.0000  |
| Public- Non Institutions  | E-Voting                      | 1,32,19,22,005               | 1,24,83,84,562                | 94.4371  | 1,24,83,78,186                  | 6,376                         | 99.9995   | 0.0005  |
|   | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|   | Total                         |                              | 1,32,19,22,005                | 94.4371  | 1,24,83,78,186                  | 6,376                         | 99.9995   | 0.0005  |
| Total   |                               | 4,22,53,19,000               | 4,13,70,37,035                | 97.9106  | 4,13,70,30,659                  | 6,376                         | 99.9998   | 0.0002  |

Whether resolution passed or not? (yes/no) : Yes

| Resolution 7 To approve payment of remuneration in the form of commission to Non-Executive Directors - Ordinary Resolution |                               |                              |                               |  |                                 |                               |   |   |
|--|-------------------------------|------------------------------|-------------------------------|--|---------------------------------|-------------------------------|---|---|
| Category   | Mode of Voting                | Number of shares held<br>(1) | Number of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3) = (2)/(1)*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=(4)/(2)*100 | % of Votes against on votes polled<br>(7)=(5)/(2)*100 |
| Promoter and Promoter Group  | E-Voting                      | 2,74,31,54,310               | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | 0                             | 100.0000  | 0.0000  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Total                         |                              | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | -                             | 100.0000  | 0.0000  |
| Public- Institutions   | E-Voting                      | 16,02,42,685                 | 14,54,98,163                  | 90.7986  | 14,41,83,172                    | 13,14,991                     | 99.0962   | 0.9038  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 16,02,42,685                  | 90.7986  | 14,41,83,172                    | 13,14,991                     | 99.0962   | 0.9038  |
| Public- Non Institutions   | E-Voting                      | 1,32,19,22,005               | 1,24,83,84,337                | 94.4371  | 1,24,83,63,437                  | 20,900                        | 99.9983   | 0.0017  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 1,32,19,22,005                | 94.4371  | 1,24,83,63,437                  | 20,900                        | 99.9983   | 0.0017  |
| Total  |                               | 4,22,53,19,000               | 4,13,70,36,810                | 97.9106  | 4,13,57,00,919                  | 13,35,891                     | 99.9677   | 0.0323  |

Whether resolution passed or not? (yes/no) : Yes



| Resolution 8   |                               |                              |                               |  |                                 |                               |   |   |
|--|-------------------------------|------------------------------|-------------------------------|--|---------------------------------|-------------------------------|---|---|
| To appoint Mrs. Nirupama Kotru (DIN:09204338), as Non-Executive Director - Ordinary Resolution |                               |                              |                               |  |                                 |                               |   |   |
| Category   | Mode of Voting                | Number of shares held<br>(1) | Number of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3) = (2)/(1)*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=(4)/(2)*100 | % of Votes against on votes polled<br>(7)=(5)/(2)*100 |
| Promoter and Promoter Group  | E-Voting                      | 2,74,31,54,310               | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | 0                             | 100.0000  | 0.0000  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Total                         |                              | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | -                             | 100.0000  | 0.0000  |
| Public- Institutions   | E-Voting                      | 16,02,42,685                 | 14,54,98,163                  | 90.7986  | 11,52,33,452                    | 3,02,64,711                   | 79.1992   | 20.8008   |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 16,02,42,685                  | 90.7986  | 11,52,33,452                    | 3,02,64,711                   | 79.1992   | 20.8008   |
| Public- Non Institutions   | E-Voting                      | 1,32,19,22,005               | 1,24,83,84,594                | 94.4371  | 1,24,83,69,298                  | 15,296                        | 99.9988   | 0.0012  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 1,32,19,22,005                | 94.4371  | 1,24,83,69,298                  | 15,296                        | 99.9988   | 0.0012  |
| Total  |                               | 4,22,53,19,000               | 4,13,70,37,067                | 97.9106  | 4,10,67,57,060                  | 3,02,80,007                   | 99.2681   | 0.7319  |
| Whether resolution passed or not? (yes/no) : Yes   |                               |                              |                               |  |                                 |                               |   |   |

| Resolution 9   |                               |                              |                               |  |                                 |                               |   |   |
|--|-------------------------------|------------------------------|-------------------------------|--|---------------------------------|-------------------------------|---|---|
| To appoint Dr. Veena Kumari Dermal (DIN:08890469), as Non-Executive Director - Ordinary Resolution |                               |                              |                               |  |                                 |                               |   |   |
| Category   | Mode of Voting                | Number of shares held<br>(1) | Number of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3) = (2)/(1)*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=(4)/(2)*100 | % of Votes against on votes polled<br>(7)=(5)/(2)*100 |
| Promoter and Promoter Group  | E-Voting                      | 2,74,31,54,310               | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | 0                             | 100.0000  | 0.0000  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | -   |
|  | Total                         |                              | 2,74,31,54,310                | 100.0000   | 2,74,31,54,310                  | -                             | 100.0000  | 0.0000  |
| Public- Institutions   | E-Voting                      | 16,02,42,685                 | 14,54,98,163                  | 90.7986  | 11,54,76,266                    | 3,00,21,897                   | 79.3661   | 20.6339   |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 16,02,42,685                  | 90.7986  | 11,54,76,266                    | 3,00,21,897                   | 79.3661   | 20.6339   |
| Public- Non Institutions   | E-Voting                      | 1,32,19,22,005               | 1,24,83,84,606                | 94.4371  | 1,24,83,64,769                  | 19,837                        | 99.9984   | 0.0016  |
|  | poll                          |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Postal Ballot (if applicable) |                              | -                             | 0.0000   | -                               | -                             | 0.0000  | 0.0000  |
|  | Total                         |                              | 1,32,19,22,005                | 94.4371  | 1,24,83,64,769                  | 19,837                        | 99.9984   | 0.0016  |
| Total  |                               | 4,22,53,19,000               | 4,13,70,37,079                | 97.9106  | 4,10,69,95,345                  | 3,00,41,734                   | 99.2738   | 0.7262  |
| Whether resolution passed or not? (yes/no) : Yes   |                               |                              |                               |  |                                 |                               |   |   |







### SCRUTINIZER'S REPORT

To,  
 The Chairperson of  
 56<sup>th</sup> Annual General Meeting ("AGM") of the Shareholders of HINDUSTAN ZINC LIMITED held on  
 Monday, August 08, 2022 at 12:00 Noon through Video Conferencing ("VC") / Other Audio-Visual  
 Means ("OAVM").

#### Sub: Consolidated Scrutinizer's Report on Remote E-Voting & E-Voting conducted at the AGM

The Board of Directors of Hindustan Zinc Limited (hereinafter referred to as "the Company") has appointed me as the scrutinizer for the remote e-voting process as well as to scrutinize the e-voting conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (hereinafter referred to as "Rule 20") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 56<sup>th</sup> AGM of the Equity Shareholders dated April 22, 2022. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

#### Report on Scrutiny:

- The Company had appointed National Securities Depository Limited (hereinafter referred to as "NSDL" / "Service Provider") as the service provider, for the purpose of extending the facility of remote e-voting and e-voting at the AGM to the shareholders of the Company. KFin Technologies Limited is the Registrar and Share Transfer Agent (hereinafter referred to as "RTA") of the Company.
- The Service Provider had provided a system for recording the votes of the Shareholders electronically on all the items of the business (both Ordinary and Special Business) sought to be transacted at the AGM of the Company.
- The Service Provider had set up electronic voting facility on their website, <https://www.evoting.nsdl.com>. The Company had uploaded the items of the business to be transacted at the AGM on the website of the Company and also of the Service Provider to facilitate their Shareholders to cast their vote through Remote e-Voting and e-voting at the AGM.





- The internal cut-off date for the dispatch of the Notice of the AGM was Friday, July 8, 2022 and as on that date, there were 2,80,426 Shareholders of the Company.
- The Company informed that in compliance with the MCA Circulars and SEBI Circular Nos. SEBI//697 dated HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and on the basis of the Register of Members and the list of Beneficial Owners made available by the RTA of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Service Provider of the Company completed dispatch of Notice of AGM on July 15, 2022 by E-mail to 2,67,923 Members who had already registered their email IDs with the Company / Depositories;
- The notices sent contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20.
- As prescribed in clause (v) of sub rule 4 of Rule 20 of The Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of the AGM in "Financial Express", English newspaper in English language and in "Dainik Navjyoti", vernacular newspapers in vernacular language on July 16, 2022.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the resolutions placed for approval of the Shareholders was Monday, August 01, 2022.
- The remote e-voting period remained open from Thursday, August 04, 2022 at 10:00 A.M. and ended on Sunday, August 07, 2022 at 05:00 P.M.
- At the end of the voting period on Sunday, August 07, 2022 at 05:00 P.M., the voting portal of the Service Provider was blocked forthwith. The limited information for the Shareholders who have cast their votes, such as name, folio number of shares held was obtained from the Service Provider.







- The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.
- After declaration of voting at AGM by the Chairman, the shareholders present through VC voted using e-voting facility provided by NSDL / Service Provider. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL / Service Provider (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the Company as prescribed in Sub Rule 4(xii) of the said Rule 20. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
- Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:





**Item No. 1: Ordinary Resolution:**

**To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon**

|  |   |                       |                  |
|--|---|-----------------------|------------------|
| Total No. of shareholders/ folios  | 3,06,924  |                       |                  |
| Total No. of Shares  | 4,22,53,19,000  |                       |                  |
| Remote E-voting Period   | From Thursday, August 04, 2022 at 10:00 A.M. and ended on Sunday, August 07, 2022 at 05:00 P.M. |                       |                  |
|  |   | Number of Votes/Folio | Number of shares |
| Total votes cast through remote e-voting   | A   | 1,542                 | 4,13,73,82,342   |
| Total Votes cast through e-voting at AGM   | B   | 10                    | 6,045            |
| Grand Total of remote e-voting / e-voting at AGM (A+B)   | C   | 1,552                 | 413,73,88,387    |
| Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated / Less Voted | D   | —                     | 3,31,316         |
| Net remote e-voting/ e-voting at AGM (C-D)   | E   | 1,552                 | 4,13,70,57,071   |

**NOTES:**

- There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in the e-voting whichever is less.

**SUMMARY OF VOTING**

| Promoter/Public               | 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 Promoters Group  | 2,74,31,54,310         | 2,743,154,310           | 100.0000%  | 2,743,154,310              | 0                        | 100.0000%   | 0.0000%   |
| Public- Institutional holders | 16,02,42,685           | 145,498,163             | 90.7986%   | 145,498,163                | 0                        | 100.0000%   | 0.0000%   |
| Public- others                | 1,32,19,22,005         | 1,248,404,598           | 94.4386%   | 1,248,401,295              | 3,303                    | 99.9997%  | 0.0003%   |
| <b>Total</b>                  | <b>4,22,53,19,000</b>  | <b>4,137,057,071</b>    | <b>97.9111%</b>  | <b>4,137,053,768</b>       | <b>3,303</b>             | <b>99.9999%</b>   | <b>0.0001%</b>  |

Percentage of Votes cast in favour: 99.9999% | Percentage of votes cast against: 0.0001%

**RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.9999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated April 22, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





**Item No. 2: Ordinary Resolution:**

**To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 reports of the Auditors thereon**

|   |   |                              |                         |
|---|---|------------------------------|-------------------------|
| Total No. of shareholders/ folios   | 3,06,924  |                              |                         |
| Total No. of Shares   | 4,22,53,19,000  |                              |                         |
| Remote E-voting Period  | From Thursday, August 04, 2022 at 10:00 A.M. and ended on Sunday, August 07, 2022 at 05:00 P.M. |                              |                         |
|   |   | <b>Number of Votes/Folio</b> | <b>Number of shares</b> |
| Total votes cast through remote e-voting  | A   | 1,539                        | 4,13,73,71,991          |
| Total Votes cast through e-voting at AGM  | B   | 10                           | 6,045                   |
| Grand Total of remote e-voting / e-voting at AGM (A+B)  | C   | 1,549                        | 4,13,73,78,036          |
| Less: Invalid/abstain remote e-voting/- Polls at AGM (On account of for/against option not indicated/- Less Voted | D   | --                           | 3,51,126                |
| Net remote e-voting/ e-voting at AGM (C-D)  | E   | 1,549                        | 4,13,70,26,910          |

**NOTES:**

- (iv) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (v) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (vi) Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in the e-voting whichever is less.

**SUMMARY OF VOTING**

| Promoter/Public               | 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 Promoters Group  | 2,74,31,54,310         | 2,743,154,310           | 100.0000%  | 2,743,154,310              | 0                        | 100.0000%   | 0.0000%   |
| Public- Institutional holders | 16,02,42,685           | 145,488,112             | 90.7924%   | 145,488,112                | 0                        | 100.0000%   | 0.0000%   |
| Public- others                | 1,32,19,22,005         | 1,248,384,488           | 94.4371%   | 1,248,381,185              | 3,303                    | 99.9997%  | 0.0003%   |
| <b>Total</b>                  | <b>4,22,53,19,000</b>  | <b>4,137,026,910</b>    | <b>97.9104%</b>  | <b>4,137,023,607</b>       | <b>3,303</b>             | <b>99.9999%</b>   | <b>0.0001%</b>  |

Percentage of Votes cast in favour: 99.9999% | Percentage of votes cast against: 0.0001%

**RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.9999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated April 22, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





**Item No. 3: Ordinary Resolution:**

**To confirm the payment of Interim dividend@ 900 % i.e. Rs. 18 per share of Rs. 2/- each on fully paid up equity shares of the Company for the financial year 2021-22**

|   |   |                          |                  |
|---|---|--------------------------|------------------|
| Total No. of shareholders/ folios   | 3,06,924  |                          |                  |
| Total No. of Shares   | 4,22,53,19,000  |                          |                  |
| Remote E-voting Period  | From Thursday, August 04, 2022 at 10:00 A.M. and ended on Sunday, August 07, 2022 at 05:00 P.M. |                          |                  |
|   |   | Number of<br>Votes/Folio | Number of shares |
| Total votes cast through remote e-voting  | A   | 1,556                    | 4,13,74,91,494   |
| Total Votes cast through e-voting at AGM  | B   | 10                       | 6,045            |
| Grand Total of remote e-voting / e-voting at AGM (A+B)  | C   | 1,566                    | 4,13,74,97,539   |
| Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated/ Less Voted | D   | —                        | 3,51,126         |
| Net remote e-voting/ e-voting at AGM (C-D)  | E   | 1,566                    | 4,13,71,46,413   |

**NOTES:**

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in e-voting whichever is less.

**SUMMARY OF VOTING**

| Promoter/Public               | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of votes in Favour<br>(4) | No. of Votes against<br>(5) | % of votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against on votes polled<br>(7)=[(5)/(2)]*100 |
|-------------------------------|---------------------------|----------------------------|--|-------------------------------|-----------------------------|---|---|
| Promoter and Promoters Group  | 2,74,31,54,310            | 2,743,154,310              | 100.0000%  | 2,743,154,310                 | 0                           | 100.0000%   | 0.0000%   |
| Public- Institutional holders | 16,02,42,685              | 145,604,545                | 90.8650%   | 145,604,545                   | 0                           | 100.0000%   | 0.0000%   |
| Public- others                | 1,32,19,22,005            | 1,248,387,558              | 94.4373%   | 1,248,384,275                 | 3,283                       | 99.9997%  | 0.0003%   |
| <b>Total</b>                  | <b>4,22,53,19,000</b>     | <b>4,137,146,413</b>       | <b>97.9132%</b>  | <b>4,137,143,130</b>          | <b>3,283</b>                | <b>99.9999%</b>   | <b>0.0001%</b>  |

Percentage of Votes cast in favour: 99.9999% | Percentage of votes cast against: 0.0001%

**RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.9999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated April 22, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.



**Item No. 4: Ordinary Resolution:**

**To appoint a Director in place of Mrs. Kiran Agarwal (DIN: 02227122), who retires by rotation and being eligible, offers herself for re-appointment as per Article 70 of the Articles of Association of the Company.**

|   |   |                       |                  |
|---|---|-----------------------|------------------|
| Total No. of shareholders/ folios   | 3,06,924  |                       |                  |
| Total No. of Shares   | 4,22,53,19,000  |                       |                  |
| Remote E-voting Period  | From Thursday, August 04, 2022 at 10:00 A.M. and ended on Sunday, August 07, 2022 at 05:00 P.M. |                       |                  |
|   |   | Number of Votes/Folio | Number of shares |
| Total votes cast through remote e-voting  | A   | 1,534                 | 4,13,73,79,959   |
| Total Votes cast through e-voting at AGM  | B   | 10                    | 6,045            |
| Grand Total of remote e-voting / e-voting at AGM (A+B)  | C   | 1,544                 | 4,13,73,86,004   |
| Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated/ Less Voted | D   | --                    | 3,51,126         |
| Net remote e-voting/ e-voting at AGM (C-D)  | E   | 1,544                 | 4,13,70,34,878   |

**NOTES:**

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in e-voting whichever is less.

## SUMMARY OF VOTING

| Promoter/Public              | 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 Promoters Group | 2,74,31,54,310         | 2,743,154,310           | 100.0000%   | 2,743,154,310              | 0                        | 100.0000 %   | 0.0000%  |
| Public-Institutional holders | 16,02,42,685           | 145,498,163             | 90.7986%  | 116,691,270                | 2,88,06,893              | 80.2012%   | 19.7988%   |
| Public- others               | 1,32,19,22,005         | 1,248,382,405           | 94.4369%  | 1,248,363,678              | 18,727                   | 99.9985%   | 0.0015%  |
| <b>Total</b>                 | <b>4,22,53,19,000</b>  | <b>4,137,034,878</b>    | <b>97.9106%</b>   | <b>4,108,209,258</b>       | <b>28,825,620</b>        | <b>99.3032%</b>  | <b>0.6968%</b>                                       |

**Percentage of Votes cast In favour: 99.3032% | Percentage of votes cast against: 0.6968%**

**RESULT: -**

Since, the number of votes cast in favour of the resolution is **99.3032%**, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated April 22, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.



**Item No. 5: Ordinary Resolution:**

**To ratify the appointment of M/s S.R. Batliboi & Co. LLP as Statutory Auditors of the Company**

|  |   |                              |                         |
|--|---|------------------------------|-------------------------|
| Total No. of shareholders/ folios  | 3,06,924  |                              |                         |
| Total No. of Shares  | 4,22,53,19,000  |                              |                         |
| Remote E-voting Period   | From Thursday, August 04, 2022 at 10:00 A.M. and ended on Sunday, August 07, 2022 at 05:00 P.M. |                              |                         |
|  |   | <b>Number of Votes/Folio</b> | <b>Number of shares</b> |
| Total votes cast through remote e-voting   | A   | 1,538                        | 4,13,73,82,196          |
| Total Votes cast through e-voting at AGM   | B   | 10                           | 6,045                   |
| Grand Total of remote e-voting / e-voting at AGM (A+B)   | C   | 1,548                        | 4,13,73,88,241          |
| Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated-/ Less Voted | D   | —                            | 3,51,126                |
| Net remote e-voting/ e-voting at AGM (C-D)   | E   | 1,548                        | 4,13,70,37,115          |

**NOTES:**

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in e-voting whichever is less.
- (iv) Certain shareholders had voted in fractions and accordingly their votes have been rounded off.

## SUMMARY OF VOTING

| Promoter/Public               | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of votes in Favour<br>(4) | No. of Votes against<br>(5) | % of votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against on votes polled<br>(7)=[(5)/(2)]*100 |
|-------------------------------|---------------------------|----------------------------|--|-------------------------------|-----------------------------|---|---|
| Promoter and Promoters Group  | 2,74,31,54,310            | 2,743,154,310              | 100.0000%  | 2,743,154,310                 | 0                           | 100.0000%   | 0.0000%   |
| Public- Institutional holders | 16,02,42,685              | 145,498,163                | 90.7986%   | 145,498,163                   | 0                           | 100.0000%   | 0.0000%   |
| Public- others                | 1,32,19,22,005            | 1,248,384,642              | 94.4371%   | 1,248,378,767                 | 5,875                       | 99.9995%  | 0.0005%   |
| <b>Total</b>                  | <b>4,22,53,19,000</b>     | <b>4,137,037,115</b>       | <b>97.9106%</b>  | <b>4,137,031,240</b>          | <b>5,875</b>                | <b>99.9999%</b>   | <b>0.0001%</b>  |

Percentage of Votes cast in favour: 99.9999% | Percentage of votes cast against 0.0001%

**RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.9999%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 5** of the Notice of the AGM dated April 22, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





**Item No. 6: Ordinary Resolution:**

**To ratify the remuneration of the Cost Auditors for the financial year ending 31<sup>st</sup> March, 2023**

|   |   |                          |                  |
|---|---|--------------------------|------------------|
| Total No. of shareholders/ folios   | 3,06,924  |                          |                  |
| Total No. of Shares   | 4,22,53,19,000  |                          |                  |
| Remote E-voting Period  | From Thursday, August 04, 2022 at 10:00 A.M. and ended on Sunday, August 07, 2022 at 05:00 P.M. |                          |                  |
|   |   | Number of<br>Votes/Folio | Number of shares |
| Total votes cast through remote e-voting  | A   | 1,536                    | 4,13,73,82,116   |
| Total Votes cast through e-voting at AGM  | B   | 10                       | 6,045            |
| Grand Total of remote e-voting / e-voting at AGM (A+B)  | C   | 1,546                    | 4,13,73,82,116   |
| Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated/ Less Voted | D   | —                        | 3,51,126         |
| Net remote e-voting/ e-voting at AGM (C-D)  | E   | 1,546                    | 4,13,70,37,035   |

**NOTES:**

- (i) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (ii) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (iii) Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in e-voting whichever is less.
- (iv) Certain shareholders had voted in fractions and accordingly their votes have been rounded off.

## SUMMARY OF VOTING

| Promoter/Public               | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of votes in Favour<br>(4) | No. of Votes against<br>(5) | % of votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against on votes polled<br>(7)=[(5)/(2)]*100 |
|-------------------------------|---------------------------|----------------------------|--|-------------------------------|-----------------------------|---|---|
| Promoter and Promoters Group  | 2,74,31,54,310            | 2,743,154,310              | 100.0000%  | 2,743,154,310                 | 0                           | 100.0000%   | 0.0000%   |
| Public- Institutional holders | 16,02,42,685              | 145,498,163                | 90.7986%   | 145,498,163                   | 0                           | 100.0000%   | 0.0000%   |
| Public- others                | 1,32,19,22,005            | 1,248,384,562              | 94.4371%   | 1,248,378,186                 | 6,376                       | 99.9995%  | 0.0005%   |
| <b>Total</b>                  | <b>4,22,53,19,000</b>     | <b>4,137,037,035</b>       | <b>97.9106%</b>  | <b>4,137,030,659</b>          | <b>6,376</b>                | <b>99.9998%</b>   | <b>0.0002%</b>  |

**Percentage of Votes cast in favour: 99.9998% | Percentage of votes cast against: 0.0002%**

**RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.9998%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 6** of the Notice of the AGM dated April 22, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.

\*Shareholders who have split their votes in "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members.



**Item No. 7: Ordinary Resolution:**

**To approve payment of remuneration in the form of commission to Non-Executive Directors**

|   |   |                                  |                         |
|---|---|----------------------------------|-------------------------|
| Total No. of shareholders/ folios   | 3,06,924  |                                  |                         |
| Total No. of Shares   | 4,22,53,19,000  |                                  |                         |
| Remote E-voting Period  | From Thursday, August 04, 2022 at 10:00 A.M. and ended on Sunday, August 07, 2022 at 05:00 P.M. |                                  |                         |
|   |   | <b>Number of<br/>Votes/Folio</b> | <b>Number of shares</b> |
| Total votes cast through remote e-voting  | A   | 1,535                            | 4,13,73,81,891          |
| Total Votes cast through e-voting at AGM  | B   | 10                               | 6,045                   |
| Grand Total of remote e-voting / e-voting at AGM (A+B)  | C   | 1,545                            | 4,13,73,87,936          |
| Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated/ Less Voted | D   | --                               | 3,51,126                |
| Net remote e-voting/ e-voting at AGM (C-D)  | E   | 1,545                            | 4,13,70,36,810          |

**NOTES:**

- (v) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (vi) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (vii) Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in e-voting whichever is less.
- (viii) Certain shareholders had voted in fractions and accordingly their votes have been rounded off.

### SUMMARY OF VOTING

| Promoter/Public               | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of votes in Favour<br>(4) | No. of Votes against<br>(5) | % of votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against on votes polled<br>(7)=[(5)/(2)]*100 |
|-------------------------------|---------------------------|----------------------------|--|-------------------------------|-----------------------------|---|---|
| Promoter and Promoters Group  | 2,74,31,54,310            | 2,743,154,310              | 100.0000%  | 2,743,154,310                 | 0                           | 100.0000%   | 0.0000%   |
| Public- Institutional holders | 16,02,42,685              | 145,498,163                | 90.7986%   | 144,183,172                   | 13,14,991                   | 99.0962%  | 0.9038%   |
| Public- others                | 1,32,19,22,005            | 1,248,384,337              | 94.4371%   | 1,248,363,437                 | 20,900                      | 99.9983%  | 0.0017%   |
| <b>Total</b>                  | <b>4,22,53,19,000</b>     | <b>4,137,036,810</b>       | <b>97.9106%</b>  | <b>4,135,700,919</b>          | <b>1,335,891</b>            | <b>99.9677%</b>   | <b>0.0323%</b>  |

**Percentage of Votes cast in favour: 99.9677% | Percentage of votes cast against: 0.0323%**

**RESULT:-**

Since, the number of votes cast in favour of the resolution is **99.9677%**, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 7** of the Notice of the AGM dated April 22, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.

\*Shareholders who have split their votes in "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members.



**To appoint Mrs. Nirupama Kotru (DIN:09204338), as Non-Executive Director**

|   |   |                              |                         |
|---|---|------------------------------|-------------------------|
| Total No. of shareholders/ folios   | 3,06,924  |                              |                         |
| Total No. of Shares   | 4,22,53,19,000  |                              |                         |
| Remote E-voting Period  | From Thursday, August 04, 2022 at 10:00 A.M. and ended on Sunday, August 07, 2022 at 05:00 P.M. |                              |                         |
|   |   | <b>Number of Votes/Folio</b> | <b>Number of shares</b> |
| Total votes cast through remote e-voting  | A   | 1,535                        | 4,13,73,82,148          |
| Total Votes cast through e-voting at AGM  | B   | 10                           | 6,045                   |
| Grand Total of remote e-voting / e-voting at AGM (A+B)  | C   | 1,545                        | 4,13,73,88,193          |
| Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated/ Less Voted | D   | -                            | 3,51,126                |
| Net remote e-voting/ e-voting at AGM (C-D)  | E   | 1,545                        | 4,13,70,37,067          |

**NOTES:**

- (ix) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (x) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (xi) Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in e-voting whichever is less.
- (xii) Certain shareholders had voted in fractions and accordingly their votes have been rounded off.

**SUMMARY OF VOTING**

| Promoter/Public               | 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 Promoters Group  | 2,74,31,54,310         | 2,743,154,310           | 100.0000%  | 2,743,154,310              | 0                        | 100.0000 %   | 0.0000%  |
| Public- Institutional holders | 16,02,42,685           | 145,498,163             | 90.7986%   | 115,233,452                | 3,02,64,711              | 79.1992%   | 20.8008%   |
| Public- others                | 1,32,19,22,005         | 1,248,384,594           | 94.4371%   | 1,248,369,298              | 15,296                   | 99.9988%   | 0.0012%  |
| <b>Total</b>                  | <b>4,22,53,19,000</b>  | <b>4,137,037,067</b>    | <b>97.9106%</b>  | <b>4,106,757,060</b>       | <b>30,280,007</b>        | <b>99.2681%</b>  | <b>0.7319%</b>                                       |

Percentage of Votes cast in favour: 99.2681% | Percentage of votes cast against: 0.7319%

**RESULT:-**

Since, the number of votes cast in favour of the resolution is **99.2681%**, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 8** of the Notice of the AGM dated April 22, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.

\*Shareholders who have split their votes in "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members.





**Item No. 9: Ordinary Resolution:**

**To appoint Dr. Veena Kumari Dermal (DIN:08890469), as Non-Executive Director**

|  |   |                          |                  |
|--|---|--------------------------|------------------|
| Total No. of shareholders/ folios  | 3,06,924  |                          |                  |
| Total No. of Shares  | 4,22,53,19,000  |                          |                  |
| Remote E-voting Period   | From Thursday, August 04, 2022 at 10:00 A.M. and ended on Sunday, August 07, 2022 at 05:00 P.M. |                          |                  |
|  |   | Number of<br>Votes/Folio | Number of shares |
| Total votes cast through remote e-voting   | A   | 1,538                    | 4,13,73,96,888   |
| Total Votes cast through e-voting at AGM   | B   | 10                       | 6,045            |
| Grand Total of remote e-voting / e-voting at AGM (A+B)   | C   | 1,548                    | 4,13,74,02,933   |
| Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of<br>for/against option not indicated/ Less Voted | D   | —                        | 3,65,854         |
| Net remote e-voting/ e-voting at AGM (C-D)   | E   | 1,548                    | 4,13,70,37,079   |

**NOTES:**

- (xiii) There is no case where a shareholder has voted both through remote e-voting and voting at AGM.
- (xiv) Invalid voting was not taken into account for counting of percentages of valid and invalid votes.
- (xv) Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of e-voting or the number of shares mentioned in e-voting whichever is less.
- (xvi) Certain shareholders had voted in fractions and accordingly their votes have been rounded off.

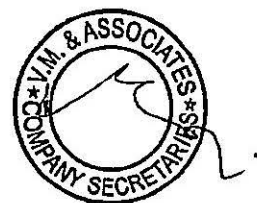
**SUMMARY OF VOTING**

| Promoter/Public               | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of votes polled on<br>outstanding shares<br>(3)=[(2)/(1)]<br>*100 | No. of votes in<br>Favour<br>(4) | No. of<br>Votes<br>against<br>(5) | % of<br>votes in<br>favour on<br>votes<br>polled<br>(6)=[(4)/(2)]*100 | % of votes<br>against on<br>votes<br>polled<br>(7)=[(5)/(2)]*100 |
|-------------------------------|---------------------------|----------------------------|---|----------------------------------|-----------------------------------|---|--|
| Promoter and Promoters Group  | 2,74,31,54,310            | 2,743,154,310              | 100.0000%   | 2,743,154,310                    | 0                                 | 100.0000%   | 0.0000%  |
| Public- Institutional holders | 16,02,42,685              | 145,498,163                | 90.7986%  | 115,476,266                      | 3,00,21,897                       | 79.3661%  | 20.6339%   |
| Public- others                | 1,32,19,22,005            | 1,248,384,606              | 94.4371%  | 1,248,364,769                    | 19,837                            | 99.9984%  | 0.0016%  |
| <b>Total</b>                  | <b>4,22,53,19,000</b>     | <b>4,137,037,079</b>       | <b>97.9106%</b>   | <b>4,106,995,345</b>             | <b>30,041,734</b>                 | <b>99.2738%</b>   | <b>0.7262%</b>   |

Percentage of Votes cast in favour: 99.2738% | Percentage of votes cast against: 0.7262%

**RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.2738%, Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 9** of the Notice of the AGM dated April 22, 2022 has been passed with requisite majority. The resolution is deemed to be passed as on the date of AGM.





All the Resolutions mentioned in the AGM Notice dated April 22, 2022 as per the results above stand passed under remote e-voting and e-voting at the AGM with the requisite majority and deemed to be passed as on the date of the AGM.

A soft copy, containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/abstained/voted for lesser shares, for each resolution is being handed over to the Company Secretary.

The electronic data and all other relevant records relating to the e-voting are in my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid AGM.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and Rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and e-voting at AGM.

Yours Faithfully

CS Manoj Maheshwari  
Scrutinizer  
M. No.: FCS 3355 | C.P. No. 1971  
Partner  
V. M. & Associates  
Company Secretaries  
(ICSI Unique Code P1984RJ039200)



Place: Jaipur  
Date: August 09, 2022  
UDIN: F003355D000765688



Countersigned By:  
For Hindustan Zinc Limited

Arun Misra  
Wholtime Director  
DIN: 01835605

(as authorized by Chairperson of AGM)