



HB PORTFOLIO LIMITED

Regd. Office : Plot No. 31, Echelon Institutional Area, Sector - 32, Gurugram -122001 (Haryana)
Ph.:0124-4675500, Fax:0124-4370985, E-mail:corporate@hbportfolio.com
Website : www.hbportfolio.com, CIN : L67120HR1994PLC034148

April 06, 2022

Listing Centre

**The Listing Department
BSE Limited,
Pheroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001**

Company Code: 532333

Sub: Results of Postal Ballot under Regulation 44(3) of SEBI (LODR) Regulations, 2015 and Scrutinizer's Report under Section 108 of the Companies Act, 2013.

Dear Sir/Madam,

With reference to the captioned subject and in continuation of our letter dated March 05, 2022 in respect of submission of postal ballot notice dated February 22, 2022 seeking approval of members of the Company for re-appointment of Mr. Anil Goyal as Managing Director of the Company for a further period of five (5) years with effect from 20th February, 2022 to 19th February, 2027 and payment of remuneration for a period of 3 (three) years with effect from 20th February, 2022 to 19th February, 2025, we would like to inform that the voting conducted through Postal Ballot concluded on 5th April, 2022 and the business items/resolutions set out in the postal ballot notice have been considered and voted upon as per the details given below:

Item No. 1 (Ordinary Resolution)	To consider and approve re-appointment of Mr. Anil Goyal as Managing Director of the Company
Result	The Resolution was passed with requisite majority

Item No. 2 (Special Resolution)	To approve payment of remuneration to Mr. Anil Goyal as Managing Director of the Company
Result	The Resolution was passed with requisite majority

Accordingly, pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed herewith voting results on the resolutions set out in the Postal Ballot notice along with the scrutinizer's report.

Thanking you,

Yours truly,

For HB Portfolio Limited

**Ajay Kumar Mohanty
Company Secretary & Compliance Officer**



JAYA YADAV & ASSOCIATES

Peer Review No. 1539/2021

LGF 152P, Sector 38,

Gurugram-122002 HR IN

e-mail id: jayayadav@whitespan.in

Mobile no.+91 98180 49356

SCRUTINIZER'S REPORT

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

Date: April 06, 2022

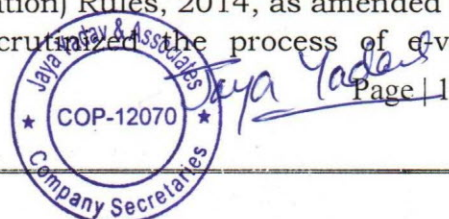
To,
The Chairman
HB Portfolio Limited
Plot No. 31, Echelon Institutional Area,
Sector - 32, Gurugram - 122 001 (Haryana).

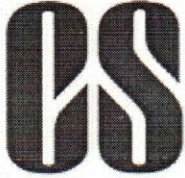
Scrutinizer's Report on Postal Ballot Voting held by Way of Remote Voting by Electronic means in Respect of Passing of the Resolutions set-out in the Notice dated February 22, 2022

Dear Sir,

I, **Jaya Yadav, Company Secretary in Practice (Membership No.- ICSI F-10822 and Certificate of Practise No. 12070)** have been appointed as the Scrutinizer by the Board of Directors of HB Portfolio Limited ("**the Company**") vide resolution passed by the Board of Directors of the Company on February 22, 2022 for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process only ("**e-voting**") in a fair and transparent manner and ascertain the requisite majority on the resolutions contained in the postal ballot notice dated February 22, 2022 ("**Notice**") issued in accordance with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/ 2020 dated April 13, 2020, General Circular No. 33/ 2020 dated September 28, 2020 read with other relevant circulars, including General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 as amended from time to time, issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA Circulars"), SEBI (Listing Obligations and Disclosure Requirements), 2015, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations.

1. The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have scrutinized the process of e-voting





JAYA YADAV & ASSOCIATES

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conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

2. Management Responsibility

The Management of the Company is responsible to ensure the compliance with the requirement of (i) the Act and the Rules made thereunder; (ii) MCA Circulars; and (iii) SEBI (Listing Obligation Disclosure Requirements) Regulations, 2015 ("LODR") relating to e-voting on the resolutions contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of electronic voting system.

3. Scrutinizer's Responsibility

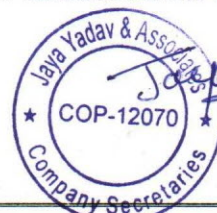
My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "In Favour" or "Against" by the members in respect of the resolutions contained in the notice. My report is based on verification of data and the report generated from the e-voting system provided by National Security Depositories Limited ("NSDL"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till 17:00 Hrs. on Tuesday, April 05, 2022.

4. Cut-off date

The Members of the Company as on the "cut-off" date as set out in the Notice i.e. Friday, March 04, 2022 were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

5. Remote e-voting process

- i. The remote e-voting period remained open from on Monday, March 07, 2022 (9:00 Hours) to Tuesday, April 05, 2022 (17:00 Hours).
- ii. The votes cast during the remote e-voting were unblocked on Tuesday, April 05, 2022 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, Ms. Divya Shukla and Mr. Satyajee Yadav who are not in the employment of the Company and / or NSDL. They have signed below in confirmation of the same.

 Jaya Yadav & Associates
COP-12070
Company Secretaries

**JAYA YADAV & ASSOCIATES**

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Ms. Divya Shukla

Mr. Satyajet Yadav

iii. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the remote e-voting website of NSDL, i.e., <https://eservices.nsdl.com>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

6. I submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated by NSDL, scrutinized on test-check basis, and relied upon by me as under:

Resolution No.1 ORDINARY RESOLUTION:**TO CONSIDER & APPROVE RE-APPOINTMENT OF MR. ANIL GOYAL AS MANAGING DIRECTOR OF THE COMPANY****i. Votes in favour of the resolution**

Mode	Number of Members Voted	No. of Votes cast in favour of the resolution	% of total number of valid votes cast
Postal Ballot (Remote e-voting)	172	66,65,270	99.9048
Total	172	66,65,270	99.9048

ii. Votes against the resolution

Mode	Number of Members Voted	No. of Votes cast against the resolution	% of total number of valid votes cast
Postal Ballot (Remote e-voting)	13	6,353	0.0952
Total	13	6,353	0.0952

iii. Invalid Votes

Mode	Number of Members Voted	No. of Votes Cast
Postal Ballot (Remote e-voting)	NA	NA
Total	NA	NA



**JAYA YADAV & ASSOCIATES**

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- a. Aforesaid resolution contained in the Notice is passed with requisite majority by the Members of the Company.
- b. The figures in percentage have been rounded off to 4 decimal points.

Resolution No.2 SPECIAL RESOLUTION:**TO APPROVE PAYMENT OF REMUNERATION TO MR. ANIL GOYAL AS MANAGING DIRECTOR OF THE COMPANY****i. Votes in favour of the resolution**

Mode	Number of Members Voted	No. of Votes cast in favour of the resolution	% of total number of valid votes cast
Postal Ballot (Remote e-voting)	168	66,65,166	99.9034
Total	168	66,65,166	99.9034

ii. Votes against the resolution

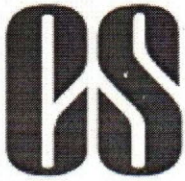
Mode	Number of Members Voted	No. of Votes cast against the resolution	% of total number of valid votes cast
Postal Ballot (Remote e-voting)	16	6,442	0.0966
Total	16	6,442	0.0966

iii. Invalid Votes

Mode	Number of Members Voted	No. of Votes Cast
Postal Ballot (Remote e-voting)	NA	NA
Total	NA	NA

- a. Aforesaid resolution contained in the Notice is passed with requisite majority by the Members of the Company as specified under the Companies Act, 2013.
 - b. The figures in percentage have been rounded off to 4 decimal points.
7. The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to Mr. Lalit Bhasin, Chairman of the Company for safe custody after he considers, approves and signs the minutes of the Postal Ballot.





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8. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,
Yours faithfully,

For Jaya Yadav & Associates



Jaya Yadav
Practising Company Secretary
Mem. No.: F10822
C.P. No.: 12070
UDIN: F010822D000027256

Place: Gurgaon

Date: April 06, 2022

Countersigned

For HB Portfolio Limited

Lalit Bhasin
Chairman

Company Name		HB Portfolio Limited						
Date of the AGM/EGM		Not Applicable (Resolution passed through Postal Ballot on April 05, 2022)						
Total number of shareholders on record date		66858						
Voting:								
Start Date and Time		March 07, 2022, 09:00 Hrs.						
End Date and Time		April 05, 2022, 17:00 Hrs.						
No. of shareholders present in the meeting either in person or through proxy		Not Applicable						
Promoters and Promoter Group:								
Public:								
No. of Shareholders attended the meeting through Video		Not Applicable						
Promoters and Promoter Group:								
Public:								
Resolution No.	1							
Resolution required: (Ordinary/ Special)	Ordinary - TO CONSIDER & APPROVE RE-APPOINTMENT OF MR. ANIL GOYAL AS MANAGING DIRECTOR OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2) / (1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4) / (2)] * 100	% of Votes against on votes polled (7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	6614245	6614245	100	6614245	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Physical Form)		0	0	0	0	0	0
Public- Institutions	E-Voting	1951	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Physical Form)		0	0	0	0	0	0
Public- Non-Institutions	E-Voting	4148034	57378	1.3833	51025	6353	88.9278	11.0722
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Physical Form)		0	0.0000	0	0	0.0000	0.0000
Total		10764230	6671623	61.9796	6665270	6353	99.9048	0.0952

Company Name	HB Portfolio Limited							
Date of the AGM/EGM	Not Applicable (Resolution passed through Postal Ballot on April 05, 2022)							
Total number of shareholders on record date	66,858							
Voting:								
Start Date and Time	March 07, 2022, 09:00 Hrs.							
End Date and Time	April 05, 2022, 17:00 Hrs.							
No. of shareholders present in the meeting either in person or through proxy	Not Applicable							
Promoters and Promoter Group:								
Public:								
No. of Shareholders attended the meeting through Video	Not Applicable							
Promoters and Promoter Group:								
Public:								
Resolution No.	2							
Resolution required: (Ordinary/ Special)	SPECIAL -TO APPROVE PAYMENT OF REMUNERATION TO MR. ANIL GOYAL AS MANAGING DIRECTOR OF THE COMPANY							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2) / (1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4) / (2)] * 100	% of Votes against on votes polled (7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	6614245	6614245	100	6614245	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Physical Form)		0	0	0	0	0	0
Public- Institutions	E-Voting	1951	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Physical Form)		0	0	0	0	0	0
Public- Non-Institutions	E-Voting	4148034	57363	1.3829	50921	6442	88.7698	11.2302
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Physical Form)		0	0.0000	0	0	0.0000	0.0000
Total		10764230	6671608	61.9794	6665166	6442	99.9034	0.0966