

July 28, 2016

To The Department of Corporate Services –CRD BSE Ltd P.J.Towers, Dalal Street MUMBAI – 400 001	To National Stock Exchange of India Limited 5 th Floor, Exchange Plaza Bandra (E), MUMBAI – 400 051
Scrip Code: 509675/HIL	Scrip Symbol: HIL

Dear Sir/Madam,

Sub: Outcome of the 69th Annual General Meeting

The 69th Annual General Meeting ("the 69th AGM") of the Company was held on 28th July, 2016 at 3.00 PM at Asbestos Centre, Road No.13, Banjara Hills, Hyderabad – 500034.

The Company Secretary acknowledged the presence of following

- Mr. CK Birla – Non Executive Chairman,
- Mr. Prashant Vishnu Vatkari- Managing Director,
- Mr. Yash Paul, Chairman - Audit Committee and Nomination & Remuneration cum Compensation Committee
- Mr. P Vaman Rao - Chairman of Stakeholders Relationship Committee
- Mr. Desh Deepak Khetrpal - Chairman of Corporate Social Responsibility Committee
- Mr. KR Veerappan - Chief Financial Officer
- Mr. VikasPansari - Representative of SR Batliboi & Associates, Statutory Auditors and
- Ms. N Vanitha - Practicing Company Secretary, scrutinizer appointed for voting process.

Thereafter, the Company Secretary welcomed the Shareholders to the 69th Annual General Meeting.

The Chairman took the Chair and on confirmation that the requisite quorum being present, ordered the meeting to commence.

The Company Secretary informed that, the Statutory Registers, Proxy Register, Auditors Report, Secretarial Auditors Report, Auditors Report on Employee Stock Option Scheme along with other inspection documents were made available for inspection during the meeting for inspection by members.

Thereafter, the Chairman welcomed the Shareholders and delivered his speech.

The Company Secretary then read the Auditors Report on financial Statements, Secretarial Auditors Report.

HIL Limited

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CIN: L74999TG1955PLC000656

With the consent of the Members, the Chairman took the notice conveying 69th AGM and Directors Report as read.

The Chairman thereafter informed the members the following

- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 ("Amended Rules 2015") and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, Company had provided a remote e-voting facility to the members of the Company in respect of business to be transacted at the 69th AGM.
- The e-voting period commenced on 25th July, 2016 @ 9:00 a.m. and ended on 27th July, 2016 @ 5:00 p.m.
- Facility of Voting through Ballot Papers was made available at the AGM and advised the Scrutinizer along with the Company Secretary to distribute the Ballot Papers.
- Members attending the AGM, who have not voted using remote e-voting can vote through Ballot Papers.
- Ms. N Vanita, Practicing, Company Secretary, (M.No. A 26859 & CP No. 10573) who is also the Scrutinizer for the e-voting process, was appointed to act as the Scrutinizer to scrutinize the polling process in a fair and transparent manner.

Thereafter, the Chairman took the Items no 1 to 6 of the Notice and explained the objectives of each item of the Notice and invited queries from the Members.

All queries raised were answered by the Chairman, Managing Director.

The Chairman then ordered the voting through ballot papers at the venue of AGM on all the resolutions set in the notice of AGM.

The resolutions proposed are as follows:

No	Description
Ordinary Business	
Item No-1	Ordinary Resolution : To receive, consider and adopt: <i>a.</i> the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the reports of the Board of Directors and Auditors thereon. <i>b.</i> the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016, together with the Report of the Auditors thereon.
Item No-2	Ordinary Resolution: To declare final dividend of Rs.10/- per Equity Share and to confirm the interim dividend of Rs.7.50/- per Equity Share already paid on 74,62,563 Equity Shares of Rs.10/- each for the financial year 2015-16.
Item	Ordinary Resolution: To appoint a director in place of Mr. CK Birla (DIN

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No	Description
No-3	00118473), who retires by rotation and, being eligible, offers himself for re-election.
Item No-4	Ordinary Resolution: To ratify the appointment of M/s. S.R. Batliboi & Associates LLP., Chartered Accountants, (ICAI Firm Registration Number: 101049W/E300004), as Statutory Auditors.
Special Business	
Item No-5	Ordinary Resolution: To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2017.
Item No-6	Ordinary Resolution: To approve the payment of commission to Non-Executive Directors of the Company.

Thereafter, the Chairman announced that the scrutinizer will submit his report on voting after considering the results of remote e-voting and results of voting through ballot papers within 48 hours and the same will be notified to the Stock Exchanges and will also be uploaded on the Company's website.

The meeting then concluded with a vote of thanks.

Thanking you,

Yours faithfully,

For HIL Limited



**G Manikandan
Company Secretary &
Financial Controller**