

# HUBTOWN

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September 29, 2016

To,

The Corporate Relationship Department <b>BSE Limited</b> P. J. Towers, Dalal Street Fort, Mumbai 400001  <b>Scrip Code:532799</b>	The Listing Department <b>The National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex Bandra (East), Mumbai 400051 <b>Symbol: HUBTOWN</b>
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Dear Sir(s),

Sub : **Compliance with Regulations 30, 34 and 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Proceedings and details of voting results of 28<sup>th</sup> Annual General Meeting (AGM) and certified copies of Annual Report 2015-2016 and the resolutions passed in the AGM**

We write to inform you that the Twenty-Eighth Annual General Meeting (AGM) of the Company was held today i.e. September 29, 2016 at 10.00 a.m. at 'Kilachand Conference Room', 2<sup>nd</sup> floor, Indian Merchants' Chamber Building, Indian Merchants Chamber Marg, Churchgate, Mumbai 400020. The members present at the AGM transacted the business mentioned in the Notice dated July 28, 2016.

In this connection, we submit the following :

- (1) Summary of the proceedings of the AGM as required under Regulation 30 read with Para (A) (13) of Part 'A' of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2013 (the SEBI Listing Regulations). Refer **Annexure – I** ;
- (2) Voting results as required under Regulation 44 (3) of the SEBI Listing Regulations. Refer **Annexure - II**;
- (3) Report of the Scrutinizer dated September 29, 2016 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014. Refer **Annexure – III**; and
- (4) Annual Report of the Company for the Financial Year 2015-2016 as required under Regulation 34 of the SEBI Listing Regulations, duly approved and adopted by the members as per the provisions of the Companies Act, 2013. Refer **Annexure – IV**.

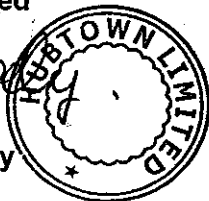
The above results will be uploaded on the website of the Company ([www.hubtown.co.in](http://www.hubtown.co.in)).

You are requested to kindly take the above documents on your record.

Thanking you,

Yours faithfully,  
For Hubtown Limited

  
**Chetan S. Mody**  
Company Secretary



Encl : a/a

**SUMMARY OF THE PROCEEDINGS OF THE TWENTY-EIGHTH ANNUAL GENERAL MEETING OF THE COMPANY**

The Twenty Eighth Annual General Meeting (AGM) of the Company was held on Thursday, September 29, 2016 at 10.00 a.m. at 'Kilachand Conference Room', 2<sup>nd</sup> floor, Indian Merchants Chamber Building, Indian Merchants Chamber Marg, Churchgate, Mumbai 400020.

Mr. Hemant M. Shah, Chairman chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order and welcomed the members to the meeting.

The meeting was attended by 86 members in person and through authorised representatives. The representatives of the Statutory and Secretarial Auditors were also present in the meeting.

The Chairman informed that the requisite registers were open for inspection by the members till the conclusion of the meeting.

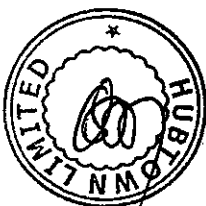
With the consent of the members present, the Notice convening the Twenty-Eighth AGM was taken as read. The Chairman further informed that the Statutory Auditor's Report on the financial statements for the financial year ended March 31, 2016 did not contain any qualifications, observations or comments on financial transactions or matters, which had adverse effect on the functioning of the Company and therefore, the Audit Report was not required to be read at the meeting.

The Chairman further informed that since the Secretarial Audit Report for the financial year ended March 31, 2016 did not contain any qualifications, observations, comments or other remarks, there was no requirement to read the Secretarial Audit Report at the meeting.

The Chairman further stated that the facility for remote e-voting on all the resolutions as set out in the Notice of the AGM has been provided to the members in proportion to their voting rights as on the cut-off date of September 22, 2016. Those members who did not have e-voting facility, were provided with the facility to vote through Postal Ballot. He also stated that voting by ballot was also made available at the AGM venue to those members who had not already voted by means of remote e-voting/postal ballot. There would be no voting by show of hands. He further informed that Mr. Ashish Bhatt, of M/s. Ashish Bhatt & Associates, Practising Company Secretary had been appointed as Scrutinizer for scrutinizing the e-voting and ballot process in a fair and transparent manner.

The Chairman then read his statement which gave an overview of the operations and financial performance of the Company for the financial year ended March 31, 2016. The Chairman concluded his speech by placing on record his appreciation to all the shareholders, investors, suppliers, contractors, vendors, lenders and regulatory authorities for having reposed their confidence in the Company and to the employees of the Company for their hardwork and dedication.

Thereafter, the Chairman invited questions from the members on the financials and the business listed to be transacted at the meeting. The Managing Director gave suitable replies to the queries of the shareholders.



Thereafter, the Chairman ordered a poll to be taken on the following items of business, as per the Notice dated July 28, 2016 :

No.	Resolution
	<b>Ordinary Business :</b>
1.	Adoption of the Audited Financial Statements and Consolidated Financial Statements for the year ended March 31, 2016 together with the reports of the Board of Directors and Auditors thereon.
2.	Reappointment of Mr. Vyomesh M. Shah as a Director retiring by rotation.
3.	Ratification of the appointment of M/s. Dalal Doshi & Associates, Chartered Accountants as Statutory Auditors of the Company for the financial year ending March 31, 2017 and to fix their remuneration.
	<b>Special Business :</b>
4.	Reappointment of Mr. Hemant M. Shah as Wholetime Directors designated as Executive Chairman of the Company.
5.	Reappointment of Mr. Vyomesh M. Shah as Managing Director of the Company.
6.	Appointment of Mr. Shirish Gajendragadkar as an Independent Director of the Company.
7.	Ratification of the remuneration payable to the Cost Auditor.
8.	Authority to the Board of Directors to make offer(s) or invitation for subscription to Non-convertible Debentures on private placement basis.

The Chairman then informed that the results of the remote e-voting, postal ballot and voting by ballot at the AGM, together with the report of the Scrutinizer thereon, will be disclosed to the Stock Exchanges and displayed on the website of the Company.

The Chairman thanked the shareholders for attending the 28<sup>th</sup> AGM of the Company and declared the meeting as closed.

All the resolutions as per the Notice of the 28<sup>th</sup> AGM were passed by the members with requisite majority.

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For HURBTOWN LIMITED  
  
**CHETAN S. MODY**  
**COMPANY SECRETARY**

HUBTOWN LIMITED – 28<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) VOTING RESULTS

[DISCLOSURE PRUSUANT TO REGULATION 44 (3) OF SEBI (LISITNG OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015]

Date of AGM	September 29, 2016
Total no. of shareholders as on Record Date (being the cut-off date for determining shareholders entitled to vote – September 22, 2016)	19,400
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	14
Public:	72
No. of Shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group	--
Public	--

## Agenda-wise Disclosure

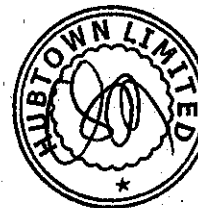
Resolution No. 1	Ordinary	Adoption of the Audited Financial Statements and Consolidated Financial Statements for the financial year ended March 31, 2016 and the Report of the Board of Directors and the Auditors.						
Whether promoter / promoter group are interested in the agenda / resolution ?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 (3)=[(2)/(1)]* 100	4	5	6 [(4)/(2)]*100	7 [(5)/(2)]*100
Promoter and Promoter Group	Ballot	52073272	52073272	100	52073272	0	100	0
Public – Institutions	--	--	--	--	--	--	--	--
Public – Non-Institutions	E-voting	20662599	345	0	335	10	97.10	2.90
	Postal Ballot		11	0	11	0	100	0
	Ballot		7954150	38.49	7954133	17	100	0
Total		72735871	60027778	82.53	60027751	27	100	0

For HUBTOWN LIMITED

*Chetan S. Mody*CHETAN S. MODY  
COMPANY SECRETARY

Resolution No. 2	Ordinary	Reappointment of Mr. Vyomesh M. Shah as Director of the Company, liable to retire by rotation.						
Whether promoter / promoter group are interested in the agenda / resolution ?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 $(3) = \frac{(2)}{(1)} * 100$	4	5	6 $\frac{(4)}{(2)} * 100$	7 $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Ballot	52073272	52073272	100	52073272	0	100	0
Public - Institutions	--	--	--	--	--	--	--	--
Public - Non-Institutions	E-voting	20662599	295	0	285	10	96.61	3.39
	Postal Ballot		11	0	11	0	100	0
	Ballot		7954150	38.49	7954133	17	100	0
Total		72735871	60027728	82.53	60027701	27	100	0

Resolution No. 3	Ordinary	Ratification of the appointment of M/s. Dalal Doshi & Associates, Chartered Accountants as Statutory Auditors of the Company for the financial year ending March 31, 2017 and to fix their remuneration.						
Whether promoter / promoter group are interested in the agenda / resolution ?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 $(3) = \frac{(2)}{(1)} * 100$	4	5	6 $\frac{(4)}{(2)} * 100$	7 $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Ballot	52073272	52073272	100	52073272	0	100	0
Public - Institutions	--	--	--	--	--	--	--	--
Public - Non-Institutions	E-voting	20662599	345	0	302	43	87.54	12.46
	Postal Ballot		11	0	11	0	100	0
	Ballot		7954150	38.49	7954133	17	100	0
Total		72735871	60027778	82.53	60027718	60	100	0



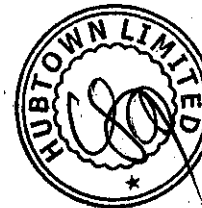
Resolution No. 4	Ordinary	Reappointment of Mr. Hemant M. Shah as Wholetime Directors designated as Executive Chairman of the Company.						
Whether promoter / promoter group are interested in the agenda / resolution ?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 $(3) = \frac{(2)}{(1)} * 100$	4	5	6 $\frac{(4)}{(2)} * 100$	7 $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Ballot	52073272	52073272	100	52073272	0	100	0
Public - Institutions	--	--	--	--	--	--	--	--
Public - Non-Institutions	E-voting	20662599	345	0	302	43	87.54	12.46
	Postal Ballot		11	0	11	0	100	0
	Ballot		7954150	38.49	7954133	17	100	0
Total		72735871	60027778	82.53	60027718	60	100	0

Resolution No. 5	Ordinary	Reappointment of Mr. Vyomesh M. Shah as Managing Director of the Company.						
Whether promoter / promoter group are interested in the agenda / resolution ?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 $(3) = \frac{(2)}{(1)} * 100$	4	5	6 $\frac{(4)}{(2)} * 100$	7 $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Ballot	52073272	52073272	100	52073272	0	100	0
Public - Institutions	--	--	--	--	--	--	--	--
Public - Non-Institutions	E-voting	20662599	345	0	302	43	87.54	12.46
	Postal Ballot		11	0	11	0	100	0
	Ballot		7954150	38.49	7954133	17	100	0
Total		72735871	60027778	82.53	60027718	60	100	0



Resolution No. 6	Ordinary	Appointment of Mr. Shirish Gajendragadkar as an Independent Director of the Company.						
Whether promoter / promoter group are interested in the agenda / resolution ?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 $(3)=[(2)/(1)]*100$	4	5	6 $[(4)/(2)]*100$	7 $[(5)/(2)]*100$
Promoter and Promoter Group	Ballot	52073272	52073272	100	52073272	0	100	0
Public - Institutions	--	--	--	--	--	--	--	--
Public - Non-Institutions	E-voting	20662599	345	0	335	10	97.10	2.90
	Postal Ballot		11	0	10	1	91	9
	Ballot		7954150	38.49	7954133	17	100	0
Total		72735871	60027778	82.53	60027750	28	100	0

Resolution No. 7	Ordinary	Ratification of the remuneration payable to the Cost Auditor.						
Whether promoter / promoter group are interested in the agenda / resolution ?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 $(3)=[(2)/(1)]*100$	4	5	6 $[(4)/(2)]*100$	7 $[(5)/(2)]*100$
Promoter and Promoter Group	Ballot	52073272	52073272	100	52073272	0	100	0
Public - Institutions	--	--	--	--	--	--	--	--
Public - Non-Institutions	E-voting	20662599	345	0	335	10	100	0
	Postal Ballot		11	0	1	10	9	91
	Ballot		7954150	38.49	7954133	17	100	0
Total		72735871	60027778	82.53	60027741	37	100	0



Resolution No. 1	Special	Authority to the Board of Directors to make offer(s) or invitation for subscription to Non-convertible Debentures on private placement basis.						
Whether promoter / promoter group are interested in the agenda / resolution ?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		1	2	3 $(3) = \frac{(2)}{(1)} * 100$	4	5	6 $\frac{(4)}{(2)} * 100$	7 $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Ballot	52073272	52073272	100	52073272	0	100	0
Public - Institutions	--	--	--	--	--	--	--	--
Public - Non-Institutions	E-voting	20662599	345	0	335	10	97.10	2.90
	Postal Ballot		11	0	10	1	91	9
	Ballot		7954150	38.49	7954133	17	100	0
Total		72735871	60027778	82.53	60027750	28	100	0

**Note :**

- All the resolutions, as set out in the Notice dated July 28, 2016, were passed by the members with requisite majority.

Date : September 29, 2016

Place : Mumbai



For Hubtown Limited

*Chetan S. Mody*  
Chetan S. Mody  
Company Secretary