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**HEMISPHERE PROPERTIES INDIA LIMITED**

(A Government of India Enterprise)

हेमीस्फेर प्रॉपर्टीज इंडिया लिमिटेड  
(भारत सरकार का उपक्रम)

HPI/BS/Stx/2025-26

Dated: 29.09.2025

To,  
Manager,  
Listing Department  
BSE Limited,  
P.J. Towers, Dalal Street  
Mumbai: 400 001

To,  
Manager  
Listing Department  
National Stock Exchange of India Limited  
"Exchange Plaza", Plot No. C/1, G Block,  
Bandra Complex, Bandra (E),  
Mumbai -400 051

Script Code: 543242

Symbol: HEMIPROP

Sub: Submission of Scrutinizer's Report for Voting at 21<sup>st</sup> Annual General Meeting of Hemisphere Properties India Ltd.

Dear Sir(s),

The 21<sup>st</sup> Annual General Meeting (AGM) of Hemisphere Properties India Ltd was held on Saturday, September 27, 2025 at 11.00 AM (1ST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with General Circulars issued by SEBI and Ministry of Corporate Affairs.

As per SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 and Companies Act, 2013 the e-voting for the Members was made available from Wednesday, September 24, 2025 at 9:00 AM (IST) to Friday, September 26, 2025 at 05:00 PM (IST). Members who were present at the Annual General Meeting and had not casted their votes by remote e-voting were given the facility to cast their vote through e-voting at the Meeting.

Mr. Maghisuddin of M/s M & Co., Practicing Company Secretary, the scrutinizer submitted its report on September 29, 2025 and informed that all the resolutions mentioned in the AGM notice have been passed. A copy of Scrutinizer's Report is attached herewith for your information and record.

The aforesaid information is also available on the website of the Company.

Thanking you,

For **Hemisphere Properties India Limited**

Lubna  
Company Secretary & Compliance Officer

## Hemisphere Properties India Limited

Resolution Required :Ordinary

1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2025 and the Reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller & Auditor General of India thereon.

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

NO

Category	Mode of Voting	No. of shares held	No. of votes polled [1]	% of Votes Polled on outstanding shares [2]	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
				$[3]=\{[2]/[1]\}*100$				
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		145696885	100.0000	145696885	0	100.0000	0.0000
Public Institutions	E-Voting	3815143	972526	25.4912	658731	313795	67.7340	32.2660
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		972526	25.4912	658731	313795	67.7340	32.2660
Public Non Institutions	E-Voting	135487972	541266	0.3995	531111	10155	98.1238	1.8762
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		541266	0.3995	531111	10155	98.1238	1.8762
<b>Total</b>		<b>285000000</b>	<b>147210677</b>	<b>51.6529</b>	<b>146886727</b>	<b>323950</b>	<b>99.7799</b>	<b>0.2201</b>



## Hemisphere Properties India Limited

Resolution Required :Ordinary

2 - To appoint a Director in place of Shri Rajeev Kumar Das Director (Non-Executive, DIN: 07730466), who retires by rotation at and being eligible, offers himself for re-appointment.

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]={[2]/[1]>*100}	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		145696885	100.0000	145696885	0	100.0000	0.0000
Public Institutions	E-Voting	3815143	972526	25.4912	6703	965823	0.6892	99.3108
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		972526	25.4912	6703	965823	0.6892	99.3108
Public Non Institutions	E-Voting	135487972	541266	0.3995	530317	10949	97.9771	2.0229
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		541266	0.3995	530317	10949	97.9771	2.0229
<b>Total</b>		<b>285000000</b>	<b>147210677</b>	<b>51.6529</b>	<b>146233905</b>	<b>976772</b>	<b>99.3365</b>	<b>0.6635</b>



## Hemisphere Properties India Limited

Resolution Required :Ordinary

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

3 - To fix the remuneration of Statutory Auditors of the Company for the financial year 2025-26.

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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		145696885	100.0000	145696885	0	100.0000	0.0000
Public Institutions	E-Voting	3815143	972526	25.4912	972526	0	100.0000	0.0000
	Poll		0	0.0000	0	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		972526	25.4912	972526	0	100.0000	0.0000
Public Non Institutions	E-Voting	135487972	541266	0.3995	530695	10571	98.0470	1.9530
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		541266	0.3995	530695	10571	98.0470	1.9530
<b>Total</b>		<b>285000000</b>	<b>147210677</b>	<b>51.6529</b>	<b>147200106</b>	<b>10571</b>	<b>99.9928</b>	<b>0.0072</b>



## Hemisphere Properties India Limited

Resolution Required :Ordinary

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

4 - Appointment of Smt. Manasi Sahay Thakur (DIN : 07647316) as Director.

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]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		145696885	100.0000	145696885	0	100.0000	0.0000
Public Institutions	E-Voting	3815143	972526	25.4912	6703	965823	0.6892	99.3108
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		972526	25.4912	6703	965823	0.6892	99.3108
Public Non Institutions	E-Voting	135487972	541266	0.3995	528567	12699	97.6538	2.3462
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		541266	0.3995	528567	12699	97.6538	2.3462
<b>Total</b>		<b>285000000</b>	<b>147210677</b>	<b>51.6529</b>	<b>146232155</b>	<b>978522</b>	<b>99.3353</b>	<b>0.6647</b>



## Hemisphere Properties India Limited

Resolution Required :Special

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

5 - Appointment of Sh. G R Kanakavиду (DIN: 09471091), as a Non-official Independent Director.

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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		145696885	100.0000	145696885	0	100.0000	0.0000
Public Institutions	E-Voting	3815143	972526	25.4912	658731	313795	67.7340	32.2660
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		972526	25.4912	658731	313795	67.7340	32.2660
Public Non Institutions	E-Voting	135487972	541266	0.3995	528839	12427	97.7041	2.2959
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		541266	0.3995	528839	12427	97.7041	2.2959
<b>Total</b>		<b>285000000</b>	<b>147210677</b>	<b>51.6529</b>	<b>146884455</b>	<b>326222</b>	<b>99.7784</b>	<b>0.2216</b>



## Hemisphere Properties India Limited

Resolution Required : Ordinary

6 - Appointment of Secretarial 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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	145696885	145696885	100.0000	145696885	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		145696885	100.0000	145696885	0	100.0000	0.0000
Public Institutions	E-Voting	3815143	972526	25.4912	972526	0	100.0000	0.0000
	Poll		0	0.0000	0	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		972526	25.4912	972526	0	100.0000	0.0000
Public Non Institutions	E-Voting	135487972	541266	0.3995	529695	11571	97.8622	2.1378
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		541266	0.3995	529695	11571	97.8622	2.1378
<b>Total</b>		<b>285000000</b>	<b>147210677</b>	<b>51.6529</b>	<b>147199106</b>	<b>11571</b>	<b>99.9921</b>	<b>0.0079</b>





**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs Circulars and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular]

To  
The Chairperson  
**Hemisphere Properties India Limited**  
Room No. 144, C-Wing, Nirman Bhawan,  
Maulana Azad Road, New Delhi-110001.

**Subject: Consolidated Scrutinizer's Report on voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014**

**Ref: 21st Annual General Meeting ("21stAGM / the Meeting") of the members of Hemisphere Properties India Limited ("the Company") held on Saturday, September 27, 2025, at 11.00 AM IST through Video Conferencing ("VC").**

Dear Ma'am,

I, CS Maghisuddin Properitor of **M & CO., Practicing Company Secretaries** appointed by the Board of Directors of the Company as the Scrutinizer to scrutinize the e-voting process in accordance with section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Circulars and Notifications issued thereunder (MCA Circulars and SEBI Circulars), and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), for 21<sup>st</sup> AGM of the Company through Video Conferencing ("VC").

**We hereby submit our report as under:**

1. The relaxations granted by the MCA and SEBI, the notice of the 21<sup>st</sup> AGM dated August 14, 2025, was sent through electronic mode to those members whose email addresses were registered with the Registrar and Share Transfer Agent of the Company / Depository Participant(s) and
2. The notice of the 21<sup>st</sup> AGM available on Company's website and website of the Stock Exchange, manner of registration of e-mail ids by the members (both physical and demat) who wants to register their e-mail ids with the Company, manner of voting through remote-voting or through e-voting system at the AGM etc. As informed by the management, the Notice of the 21<sup>st</sup> AGM were published on the website of the Company at [www.hpil.co.in](http://www.hpil.co.in) on the website of E-VOTING at [www.evotingindia.com](http://www.evotingindia.com). The same were also



submitted with the BSE Limited and National Stock Exchange of India Limited on September 03, 2025,

3. The Members of the Company as on cut-off date i.e. **Saturday, September 20, 2025** ('cut-off date') were entitled to vote on the resolutions (asset out in the notice of the 21st AGM of the Company).
4. The Company has availed the e-voting facility provided by **Central Depository Services (India) Limited (CDSL)**. The remote e-voting period commenced on **Wednesday, 24<sup>th</sup> September 2025 (0900 hours and ends on Friday, 26<sup>th</sup> September 2025 (1700 hours)** ("remote e-voting period").
5. The Company has also availed e-voting facility provided by CDSL to provide voting facility to the Members present at the AGM through VC and who had not cast their vote during the said remote e-voting period.
6. After scrutinizing and reviewing the report of remote e-voting conducted and votes cast therein based on the data downloaded from the CDSL Portal, The Consolidated Results with respect to each item on the agenda as set out in (the Notice of the 21st AGM is enclosed).
7. On the basis of the votes exercised by the Members of the Company by way of remote e-voting and e-voting at the AGM, We/I have issued the combined / consolidated Scrutinizer's Report.
8. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules read with MCA circulars and SEBI circulars relating to voting through electronic means on the resolutions contained in the Notice of 21<sup>st</sup> AGM of the Company. Our responsibility as the scrutineer for the remote e-voting / e-voting process is restricted to make a scrutineer report on the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the CDSL, the authorised agency engaged by the Company to provide e-voting facilities.
9. The details containing, inter alia, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of Central Depository Services (India) Limited ("CDSL") at [www.evotingindia.com](http://www.evotingindia.com) and based on such reports generated, we as scrutineer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows and combined / consolidated e-voting i.e both remote e-voting and e-voting during the AGM, is annexed as Annexure A

Date of AGM	27 <sup>th</sup> September, 2025
Total number of shareholders on record date (i.e. as on Saturday , September 20, 2025)	138527
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	



Promoter and Promoter Group <b>(Through Authorised Representative)</b>	1
Public	80

For & on behalf of  
M & CO.  
Company Secretaries  
M. No. A51216  
P. L. No. 27850  
Maghisuddin  
M. No : A51216 COP : 27850

Witness 1  
Name: Saurav Sehgal  
Address: H-114, Kavaypur,  
N.D. 110015

Witness 2  
Name: Ravi Ranjan  
Address: J-3, 140 Shri Vihar Karol Bagh Delhi - 110015

Countersigned by:  
For Hemisphere Properties India Ltd.  
Lubna  
Company Secretary & Compliance officer

Date: 29.09.2025  
Place: Delhi  
UDIN: A051216G001383901

**Annexure A**

**Resolution No.1 Ordinary Resolution**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2025 and the Reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller And Auditor General of India thereon.

	Remote e voting		E-Voting at AGM		Total		<b>Percentage</b>
	Number	Votes	Number	Votes	Number	Votes	
Assent	291	146883764	2	2963	293	146886727	<b>99.78%</b>
Dissent	36	321390	2	2560	38	323950	<b>0.22</b>

**Resolution No.2 Ordinary Resolution**

To appoint a Director in place of Shri Rajeev Kumar Das Director (Non-Executive, DIN: 07730466), who retires by rotation at and being eligible, offers himself for re-appointment..

	Remote e voting		E-Voting at AGM		Total		<b>Percentage</b>
	Number	Votes	Number	Votes	Number	Votes	
Assent	283	146230942	2	2963	285	146233905	<b>99.34</b>
Dissent	44	974212	2	2560	46	976772	<b>0.66</b>

**Resolution No.3 Ordinary Resolution**

To fix the remuneration of Statutory Auditors of the Company for the financial year 2025-26.

	Remote e voting		E-Voting at AGM		Total		<b>Percentage</b>
	Number	Votes	Number	Votes	Number	Votes	
Assent	296	147197143	2	2963	298	147200106	<b>99.99</b>
Dissent	31	8011	2	2560	33	10571	<b>0.01</b>

**Resolution No.4 Ordinary Resolution**

Appointment of Smt. Manasi Sahay Thakur (DIN : 07647316) as Director.

	Remote e voting		E-Voting at AGM		Total		<b>Percentage</b>
	Number	Votes	Number	Votes	Number	Votes	
Assent	282	146229192	2	2963	264	146232155	<b>99.34</b>
Dissent	45	975962	2	2560	47	978522	<b>0.66</b>

**Resolution No.5 Special Resolution**

Appointment of Sh. G R Kanakavidi (DIN: 09471091), as a Non-official Independent Director.

	Remote e voting		E-Voting at AGM		Total		<b>Percentage</b>
	Number	Votes	Number	Votes	Number	Votes	
Assent	287	146881492	2	2963	289	146884455	<b>99.78</b>
Dissent	40	323662	2	2560	42	326222	<b>0.022</b>



**Resolution No.6 Ordinary Resolution**

Appointment of Secretarial Auditor.

	Remote e voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	295	147196143	2	2963	297	147199106	99.99
Dissent	32	9011	2	2560	34	11571	0.01

Notes:

1. No of votes polled does not include no of votes abstained & invalid votes.
2. The percentages are round off to the nearest decimals.
3. Number of shareholders are not grouped on the basis of PAN.
4. The Electronic data related to remote e-voting and e-voting done during the AGM have been handed over to Company.



Countersigned by:

For Hemisphere Properties India Ltd.



Date: 29.09.2025

Place: Delhi

UDIN: A051216G001383901