



CIN : L-28900 MH 2005 PLC 154986

HILTON METAL FORGING LTD.

GOVT. RECOGNIZED EXPORT HOUSE

Regd. Office : 303, Tanishka Commercial Bldg., Akurli Road,
Kandivalli (E), Mumbai-101. Tel.: 91-22-4042 6565

Email : info@hiltonmetal.com Visit us at : www.hiltonmetal.com

Date: 2nd December, 2024

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Scrip Code: 532847	National Stock Exchange of India Limited 5th Floor, Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai-400051 Symbol: HILTON
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Sub: Disclosure on voting results of Extra-Ordinary General Meeting held of Hilton Metal Forging Limited

Dear Sir/Madam,

The Extra-Ordinary General Meeting (EGM) of the members of the Company was held on 28th November, 2024. The requisite quorum was present at the meeting. The details of the resolutions passed at the EGM are as follows:

Sr. No.	Resolutions	Voting results
1	Approve the issuance of equity shares to Promoter Group and Non-promoter on a preferential basis	Passed by requisite majority
2	Appointment of Mr. Vishal Jain (DIN: 09512854) as a Non-Executive and Non-Independent Director of the Company	Passed by requisite majority

Please find enclosed:

1. Voting Results as required pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 marked as **Annexure-I**
2. Scrutinizer Report of the Voting Results of the Extra-Ordinary General Meeting of the Company marked as **Annexure-II**

Please take the same on your records.

For Hilton Metal Forging Limited**Yuvraj Malhotra**
Chairman & Managing Director
DIN: 00225156*Encl: As above*

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Scrutinizer Details	
Name of the Scrutinizer	SHREYA SHAH
Firms Name	SHREYA SHAH
Qualification	CS
Membership Number	A39409
Date of Board Meeting in which appointed	30-10-2024
Date of Issuance of Report to the company	02-12-2024

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Voting results	
Record date	20-11-2024
Total number of shareholders on record date	21190
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	42
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approve the issuance of equity shares to Promoter Group and Non-promoter on a preferential basis				
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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6710068	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6710068	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	16989932	2028358	11.9386	2028095	263	99.9870	0.0130
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		16989932	2028358	11.9386	2028095	263	99.9870
Total		23700000	2028358	8.5585	2028095	263	99.9870	0.0130
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1515
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Appointment of Mr. Vishal Gupta (DIN: 09512854) as a Non-Executive Non-Independent Director of the Company					
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	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	6710068	5796668	86.3876	5796668	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		6710068	5796668	86.3876	5796668	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000	
	Poll		0	0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	16989932	2037103	11.9901	2036965	138	99.9932	0.0068	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		16989932	2037103	11.9901	2036965	138	99.9932	0.0068
Total		23700000	7833771	33.0539	7833633	138	99.9982	0.0018	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

SHREYA SHAH
Practicing Company Secretary

To,
The Chairman,

of Extra-Ordinary General Meeting (“EGM”) of the Equity Shareholders of Hilton Metal Forging Limited held on Thursday, 28th November, 2024 at 12.00 p.m. through Video Conferencing (‘VC’) / Other Audio Visual Means (‘OAVM’)

Dear Sir,

Sub: Consolidated Scrutinizer’s Report on remote e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rules framed thereunder and e-Voting at the Extra-Ordinary General Meeting (“EGM”) of Hilton Metal Forging Limited (“Company”)

1. I, Shreya Shah, Practicing Company Secretary, had been appointed by the Board of Directors of **Hilton Metal Forging Limited** (“the Company”) for the purpose of scrutinizing the:
 - i. Remote e-Voting process under the provisions of section 108 of the Companies Act, 2013 and the rules framed thereunder; and
 - ii. e-Voting at the Extra-Ordinary General Meeting (“EGM”) by the equity shareholdersin respect of the resolutions contained in the notice of EGM of the Equity Shareholders (“EGM Notice”) of the Company held on Thursday, 28th November, 2024 at 12.00 p.m. through Video Conferencing (‘VC’) / Other Audio Visual Means (‘OAVM’).
2. The EGM notice, as confirmed by the Company, was sent to those Members in respect of the below mentioned resolutions passed at the EGM of the Company through electronic mode, whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated May 5, 2020 read with MCA Circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as “MCA Circulars”) and SEBI Circular dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).
3. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and rules framed thereunder; (ii) MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 relating to e-Voting on the resolutions contained in the EGM Notice. The Management of the Company is responsible for ensuring a secure framework and robustness of the e-Voting systems.



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M: 9925433351 E-mail: csshreayahshah@gmail.com

4. My responsibility as a Scrutinizer for the e-Voting process (i.e. remote e-Voting and e-Voting at EGM) is restricted to ensure that the e-Voting process are conducted in a fair and transparent manner and presenting Consolidated Scrutinizer's report on the total votes cast "in favour" or "against" the resolutions contained in the EGM Notice, based on the reports generated from the e-Voting system provided by National Securities Depository Limited ("NSDL"), the Agency engaged by the Company to provide e-Voting and documents furnished to me electronically by the Company and/or Agency for my verification.

Cut-Off

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the EGM Notice, i.e., Wednesday, 20th November, 2024 were entitled to vote on the resolutions (item nos. 1 to 2 as set out in the EGM Notice) and their voting rights were in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-Voting and e-Voting process at the EGM:

- (i) The remote e-Voting period remained open from Monday, 25th November, 2024 at 9.00 A.M. and ended on Wednesday, 27th November, 2024 at 5.00 P.M.
- (ii) The Company had also provided e-Voting facility to the shareholders present at the EGM through VC / OAVM and who had not cast their votes earlier.
- (iii) After the closure of e-Voting at the EGM on Thursday, 28th November, 2024 the votes cast under e-Voting facility were unblocked and were counted.
- (iv) Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolution that was put to vote, were generated from the e-voting website of NSDL, i.e. <https://www.evoting.nsdl.com> Based on the report generated by NSDL, data regarding the remote e-Voting and e-Voting at the meeting was scrutinized and reviewed.

7. I now submit herewith my Consolidated Scrutinizer's Report on the results of remote e-Voting and e-Voting at EGM in respect of the said resolutions as under:

Item No. 1: Approve the issuance of equity shares to Promoter Group and Non-promoter on a preferential basis

Particulars	Remote e-Voting		e-Voting at EGM		Total		% of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	59	2027986	4	109	63	2028095	99.9870
Dissent	8	263	-	-	8	263	0.0130
Total	67	2028249	4	109	71	2028358	100.0000



SHREYA SHAH
Practicing Company Secretary

Invalid Votes / Abstained from voting	Remote e-Voting		e-Voting at EGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	1	1515	-	-	-	-

Item No. 2: Appointment of Mr. Vishal Jain (DIN: 09512854) as a Non-Executive and Non-Independent Director of the Company

Particulars	Remote e-Voting		e-Voting at EGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	70	7833524	4	109	74	7833633	99.9982
Dissent	7	138	-	-	7	138	0.0018
Total	77	7833662	4	109	81	7833771	100.0000

Invalid Votes / Abstained from voting	Remote e-Voting		e-Voting at EGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	-	-	-	-

8. The relevant records relating to remote e-Voting and e-Voting at EGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Extra-Ordinary General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.
9. This report has been issued at the request of the Company for (i) submission to Stock Exchanges and (ii) to be placed on the website of the Company. This Report is not to be used for any other purpose or to be distributed 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.



SHREYA SHAH
Practicing Company Secretary
ACS 39409/ CoP No.15859
UDIN: A039409F003217001
Peer Review Certificate No.: 1696/2022

Place: Mumbai
Date: 2nd December, 2024