



Harrisons Malayalam Limited

24/1624, Bristow Road, Willingdon Island, Cochin 682003

CIN: L01119KL1978PLC002947

Website: www.harrisonsmalayalam.com Email id: secretarial@harrisonsmalayalam.com

Tel: 0484-2668023 Fax: 0484-2668024

25TH September, 2020

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, Bandra- Kurla Complex
Bandra (E), Mumbai, Maharashtra – 400051
Symbol: HARRMALAYA

The Secretary
Bombay Stock Exchange Limited
Corporate Relationship Department
1st Floor, New Trading Ring, Rotunda Building
P.J. Towers, Dalal Street, Fort, Mumbai
Maharashtra – 400001
Scrip Code: 500467

Dear Sir / Madam,

Sub: Submission of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 43rd Annual General Meeting of the Company held on 24th September, 2020.

This is to inform that the 43rd Annual General Meeting of the Company was duly held on Thursday the 24th day of September, 2020 at 11:00 A:M through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). All the resolutions mentioned in the Notice of the Annual General Meeting dated 21 August, 2020 have been duly passed by the shareholders.

A copy of the combined Scrutinizer Report on remote e-voting and the e-voting provided at the 43rd Annual General Meeting is also attached herewith.

The afore-mentioned information is available on the web site of the Company at www.harrisonsmalayalam.com and on the web site of CDSL India Ltd. at www.evotingindia.com.

Kindly take this intimation on record.

For **HARRISONS MALAYALAM LIMITED**


BINU THOMAS
Company Secretary



End



Harrisons Malayalam Limited

24/1624, Bristow Road, Willingdon Island, Cochin 682003

CIN: L01119KL1978PLC002947

e-mail: hmlcorp@harrisonsmalayalam.com Website: www.harrisonsmalayalam.com

Tel: 0484-6624362 Fax: 0484-2668024

**Declaration of results of the voting on resolution(s) set out in the
Notice of the 43rd Annual General Meeting of the Company held through
Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 24th September, 2020**

The 43rd Annual General Meeting of the Company was held on Thursday, 24th September, 2020, at 11:00 AM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. 20/2020 dated 5th May 2020 read with Circular No. 14/2020 dated 8th April 2020 and Circular No. 17/2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars"), to seek the approval of the members on the Resolution(s) as set out in the Notice dated 21st August, 2020.

Further, pursuant to the provisions of Section 108 and Section 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with the MCA Circulars, the Company had provided the members the facility to exercise their voting rights electronically through remote e-voting process and also, provided e-voting platform to the shareholders, who were present at the 43rd Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote e-voting, on the below mentioned resolution(s).

The Company has appointed Mr. M D Selvaraj, FCS of M/s. MDS & Associates, Company Secretaries, Coimbatore, as the Scrutinizer to conduct the remote e-voting and the e-voting provided at the 43rd Annual General Meeting in a fair and transparent manner and to ascertain the requisite majority.

Accordingly, the Scrutinizer has submitted his Combined Report for the remote e-voting process and the e-voting at the 43rd Annual General Meeting dated 25th September, 2020 which has been attached hereto.

Based on the report of the Scrutinizer dated 25th September, 2020, it is hereby declared that the Resolution(s) under Item No(s).1 to 4 set out in the Notice dated 21st August, 2020, as detailed herein below, have been duly passed by the shareholders with requisite majority.



Item No.1 – Ordinary Resolution

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	89	1,00,81,748	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	89	1,00,81,748	100.00
- Assent	63	1,00,81,205	99.99
- Dissent	26	543	0.01

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

Item No.2 – Ordinary Resolution

Re-appointment of Mr. Venkitraman Anand (DIN 07446834) as Director, who retire by rotation.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	89	1,00,81,748	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	89	1,00,81,748	100.00
- Assent	62	99,96,205	99.15
- Dissent	27	85,543	0.85

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.



Item No.3 – Ordinary Resolution

Appointment of Mr. Vinayaraghavan Corattiyil (DIN: 01053367) as Director of the Company.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	89	1,00,81,748	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	89	1,00,81,748	100.00
- Assent	62	99,96,205	99.15
- Dissent	27	85,543	0.85

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

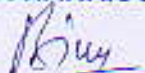
Item No.4 – Ordinary Resolution

Ratification of the payment of remuneration to M/s. Shome & Banerjee, Cost Accountants, (Firm registration No.000001), Cost Auditors for the financial year ending on 31st March, 2021.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	89	1,00,81,748	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	89	1,00,81,748	100.00
- Assent	63	1,00,81,205	99.99
- Dissent	26	543	0.01

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

FOR HARRISONS MALAYALAM LIMITED


BINU THOMAS
Company Secretary



Date : 25th September, 2020

Place : Cochin



MDS & Associates
Company Secretaries in Practice

M.D. Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsassociates.in, Web : www.mdsservices.in

**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND
E-VOTING AT THE ANNUAL GENERAL MEETING**

**(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management and Administration) Rules, 2014 - as amended and
Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015)**

To
The Chairman
43rd Annual General Meeting of the Equity Shareholders of
M/s. HARRISONS MALAYALAM LTD
(L01119KL1978PLC002947)
Held on Thursday, 24th September, 2020, at 11:00 AM
Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

Sub: Passing of resolution(s) through remote e-voting process and through e-voting conducted at the 43rd Annual General Meeting of M/s. Harrisons Malayalam Ltd held on 24th September, 2020

I, M D Selvaraj, FCS, Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. HARRISONS MALAYALAM LTD** ("the Company") as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and the e-voting conducted at the 43rd Annual General Meeting in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting and e-voting on the resolution(s) as set out in the Notice convening the 43rd Annual General Meeting of the Company held on Thursday, 24th August, 2020, at 11:00 AM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. 20/2020 dated 5th May 2020 read with Circular No. 14/2020 dated 8th April 2020 and Circular No. 17/2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars").



Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means, on the resolution(s) as set out in the Notice convening the 43rd Annual General Meeting dated 21st August, 2020.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the e-voting at the 43rd Annual General Meeting, is restricted to the preparation of a Scrutinizer's Report on the votes cast "in favour" or "against" the resolution(s), as set out in Item No. 1 to Item No. 4 in the Notice convening the 43rd Annual General Meeting of the Company dated 21st August, 2020, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Authorized Agency, engaged by the Company for providing e-voting facilities.

Further, in addition to the above, I submit my report as under

- a. The Notice dated 21st August, 2020 convening the 43rd Annual General Meeting (AGM) of the Company along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 and the disclosure under Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), in respect of the below mentioned resolution(s) to be passed at the said 43rd Annual General Meeting of the Company, were sent by the Registrar & Share Transfer Agent viz. M/s. Link Intime India Private Limited ("LIIP") through electronic mail to the members who had registered their email ID with the Company / Depositories in accordance with the said MCA Circulars. The Company has also placed the notice of the 43rd Annual General Meeting on its website.
- b. The Company has availed the e-voting services offered by the Central Depository Services (India) Limited (CDSL) for providing the remote e-voting and the facility of e-voting during the meeting to the shareholders of the Company.
- c. The remote e-voting period commenced on Monday, the 21st day of September, 2020 at 9:00 AM (IST) and ended on Wednesday, the 23rd day of September, 2020 at 5:00 PM (IST). During the period, the members of the Company, holding shares in physical and / or in dematerialized form, as on the cut-off date i.e. 17th September, 2020 were entitled to vote on the resolutions set out in the Notice of



the 43rd Annual General Meeting. The remote e-voting module of Central Depository Services (India) Limited (CDSL) was disabled on Wednesday, 23rd September, 2020 at 05:00 PM.

- d. Upon the commencement of the 43rd Annual General Meeting, the e-voting platform was made available to the shareholders, who were present at the 43rd Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote e-voting, to cast their vote through e-voting facility at the said 43rd Annual General Meeting. The e-voting facility provided at the meeting was disabled at the conclusion of the 43rd Annual General Meeting i.e. 11:55 PM.
- e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 24th day of September, 2020 at 12:08 PM in the presence of Mr. John Manoj A (the undersigned as Witness No.1) and Mr. A. Selten Jayaraj (the undersigned as Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).

Witness No.1



Name: Mr. John Manoj A

Witness No.2



Name: Mr. A. Selten Jayaraj

- f. Thereafter, the details containing *inter alia* the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the resolution(s) that were put to vote through remote e-voting process and e-voting at the meeting, were generated from the e-voting portal of the Central Depository Services (India) Limited (CDSL).
- g. I have scrutinized the votes cast by remote e-voting and by e-voting at the 43rd Annual General Meeting and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).
- h. Based on the reports generated from the e-voting portal of Central Depository Services (India) Limited (CDSL), I hereby submit my Combined Report on the results of the votes cast by the shareholders of the Company through remote e-voting and e-voting at the meeting on the resolution(s) as set out under Item No.1 to Item No.4 in the Notice convening the 43rd Annual General Meeting under:



Ordinary BusinessResolution No: 1**Ordinary resolution**

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	62	1,00,81,065	99.99
E-Voting at AGM	1	140	100.00
Total Voting	63	1,00,81,205	99.99

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	26	543	0.01
E-Voting at AGM	0	0	0.00
Total Voting	26	543	0.01

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 1 may be considered as passed with requisite majority.



Ordinary BusinessResolution No: 2Ordinary resolution

Re-appointment of Mr. Venkitraman Anand (DIN 07446834) as Director, who retire by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	61	99,96,065	99.15
E-Voting at AGM	1	140	100.00
Total Voting	62	99,96,205	99.15

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	27	85,543	0.85
E-Voting at AGM	0	0	0.00
Total Voting	27	85,543	0.85

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed with requisite majority.



Special BusinessResolution No: 3

Ordinary resolution

Appointment of Mr. Vinayaraghavan Corattiyil (DIN: 01053367) as Director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	61	99,96,065	99.15
E-Voting at AGM	1	140	100.00
Total Voting	62	99,96,205	99.15

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	27	85,543	0.85
E-Voting at AGM	0	0	0.00
Total Voting	27	85,543	0.85

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 3 may be considered as passed with requisite majority.



Special BusinessResolution No: 4

Ordinary resolution

Ratification of the payment of remuneration to M/s. Shome & Banerjee, Cost Accountants, (Firm registration No.000001), Cost Auditors for the financial year ending on 31st March, 2021.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	62	1,00,81,065	99.99
E-Voting at AGM	1	140	100.00
Total Voting	63	1,00,81,205	99.99

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	26	543	0.01
E-Voting at AGM	0	0	0.00
Total Voting	26	543	0.01

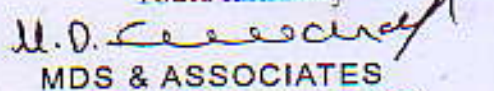
INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 4 may be considered as passed with requisite majority.

Based on the Scrutinizer's Report, the Resolution No. 4 has been duly passed with requisite majority.


Binu Thomas
Company Secretary
Place : Coimbatore
Date : 25th September, 2020

Yours faithfully

MDS & ASSOCIATES
Prop : M.D.SELVARAJ M.Com, MBA,FCS,
COMPANY SECRETARY IN PRACTICE
FCS - 960, CP - 411
"SURYA" 35, MAYFLOWER AVENUE
SOWRIPALAYAM ROAD, COIMBATORE - 641 028
UDIN: F000960B000768386