

Date: 19th December 2024

**To,
The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001**

**The Manager,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai – 400 051**

**Company Symbol: HARDWYN
Scrip Code: 541276**

Subject: Details regarding Voting Results of 07th Annual General Meeting of Hardwyn India Limited under regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

This is to inform you that the Company **Hardwyn India Limited** has conducted **07th Annual General Meeting (AGM)** on **Wednesday 18th December, 2024 at 03:00 P.M. (IST)** through Video Conferencing (“VC”)/Other Audio- Visual means. Pursuant to Section 108 and other applicable provisions of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for obtaining Shareholder’s approval by way of resolution for the following resolution(s):

Ordinary Business:

1. To received, considered and adopted the Standalone and Consolidated Audited Financial Statements of the Company for the Financial Year ended March 31st, 2024 and reports of the Board of Directors and Auditors thereon.
2. Appointment of Mr. Swaran Jeet Singh Sayal (DIN- 00280576), who was liable to Retire by Rotation being eligible offers herself for reappointment.

Special Business:

3. To Approve Revision in Remuneration to Mr. Rubaljeet Singh Sayal, (DIN: 00280624) Managing Director of The Company, to consider and, if thought fit, to pass with or without modification(s) as a Special Resolution.
4. To Approve Increase in Authorized Share Capital of the Company and Consequential Alteration of Memorandum of Association of the Company to consider and, if thought fit, to pass with or without modification(s) as an Ordinary Resolution.
5. To Approve Issuance of Bonus Shares to consider and, if thought fit, to pass with or without modification(s) as an Ordinary Resolution.



HARDWYN INDIA LIMITED

B-101, Mayapuri Indl. Area, Phase-1
New Delhi-110064
Tel.: 011-28115352, 28114972, 28114643

The above-mentioned resolutions have been passed by the members through remote e-voting. On the basis of Scrutinizer's Report, the said resolution has been passed by the requisite majority.

The meeting commenced at 03:00 P.M and concluded at 03:41 P.M. (IST) (including the time allowed for e-voting).

This is for your information and records.

Thanking you,

Yours faithfully,

**For and on behalf of
Hardwyn India Limited**

**Rubaljeet Singh Sayal
Managing Director & CFO
DIN: 00280624**

Encl: 1). Scrutinizer's Report
2). Voting Result

**FORM NO. MGT-13
REPORT OF SCRUTINIZER**

**[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of
Companies (Management and Administration) Rules, 2014, as amended]**

To,
The Chairman,
Hardwyn India Limited
B-101, Phase-1, Mayapuri,
New Delhi 110 064

**Subject: Consolidated Scrutinizer's Report on Remote E-voting conducted for the 07th
Annual General Meeting of Hardwyn India Limited held on 18th December, 2024 at 03:00
P.M. (IST) through video conferencing ('VC') / other audio-visual means ('OAVM').**

Dear Sir,

I, Vikas Kumar Verma, Managing Partner of M/s Vikas Verma & Associates, Company Secretaries having office at B-502, Statesman House, 148, Barakhamba Road, New Delhi - 110001 were appointed as Scrutinizer by the Board of Directors of **Hardwyn India Limited** ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 for the purpose of scrutinizing the remote e-voting, on the below mentioned resolutions contained in the Notice of **07th Annual General Meeting of Hardwyn India Limited held on Wednesday, 18th December, 2024 at 03:00 P.M. (IST) through Video Conferencing ("VC")/Other Audio- Visual means.**

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means by the Shareholders on the resolutions proposed in the **Notice of 07th Annual General Meeting** of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, through electronic means are conducted in a fair and transparent manner and to render consolidated scrutinizer's report of the total votes cast "in favour or against", if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system.

I, submit my report as under:

1. In terms of Section 108 of Companies Act, 2013 read with rules and SEBI Listing Regulations, 2015, the Company had made arrangement with Central Depository Services (India) Limited

Office Address:- B-502, 5th Floor, Statesman House, 148, Barakhamba Road, New Delhi – 110001

Firm Registration No:- **P2012DE081400**, Udyog Aadhaar Number:- **DL03D0019626**

GST No.:- **07AAOFV2342L1ZR**, Peer Review Certificate No.**899/2020**


Off. No.:- 011 43029809, +91 9953573236


Website:- www.vvanda.com



("CDSL") for providing Remote E-voting facility to Members to cast their votes on all resolution set forth in AGM Notice.

2. As per Rule 20 (4) Companies (Management & Administration) Rules, 2014 the Company published an advertisement on 26th November, 2024 about the dispatch of Notice dated 25th November, 2024 in "Financial Express" (English) and "Jansatta" (Hindi) newspapers.
3. The voting period for remote e-voting commenced on **15th December, 2024 at 9:00 A.M. and ended on 17th December, 2024 at (5:00 P.M. IST)** and the CDSL e-voting platform was disabled thereafter.
4. The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.
5. The shareholders of the Company holding shares as on the "cut-off" date **11th December, 2024** were entitled to vote on the resolutions as contained in the Notice of the AGM.
6. The Votes were unblocked on Wednesday, the **18th December 2024** around **03:41 P.M. IST** after the Completion of AGM in the presence of two witness namely Ms. Sonia Resident of B-148, Sector-16, Rohini New Delhi-110011 and Ms. Bhawna Saraswat Resident of Saraswati Vihar, Krishna Market, Sector 28, Gurugram 122002.


(Sonia)


(Bhawna Saraswat)

7. We, have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services India Limited ("CDSL") e-voting system. After the time fixed for closing of the e-voting i.e., **5:00 P.M. on 17th December, 2024**, and venue voting after AGM, an electronic report of the e-voting was generated by me by accessing the data available from the website <https://www.evotingindia.com/> of CDSL. Based on such reports generated by CDSL and relied upon by me, data regarding the e-votes was scrutinized on test check basis.
8. I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. **11th December, 2024** and as per the Register of Members of the Company.
9. The particulars of Voting and other requisite details have been entered in a separate register maintained for the purpose.
10. The consolidated report as under on the results of the remote e-voting prior in respect of the said resolutions:



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Item No. 1: Ordinary Resolution

To received, considered and adopted the Audited Financial Statements (Both Standalone and Consolidated Financial Statements) of the Company for the Financial Year ended March 31st, 2024 together with the Reports of the Board of Directors and Auditors thereon.

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	39	244045271	98.625
E-voting at AGM	05	3400600	1.374
Total	44	247445871	99.999

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	01	01	0.00000040
E-voting at AGM	01	31	0.00001252
Total	02	32	0.00001292

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL

Item No. 2: Ordinary Resolution

Appointment of Mr. Swaran Jeet Singh Sayal (DIN- 00280576), who was liable to Retire by Rotation being eligible offers herself for reappointment.

1. Voted in Favour of the resolution:



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Firm Registration No:- P2012DE081400, Udyog Aadhaar Number:- DL03D0019626

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Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	39	244045271	98.625
E-voting at AGM	05	3400600	1.374
Total	44	247445871	99.999

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	01	01	0.00000040
E-voting at AGM	01	31	0.00001252
Total	02	32	0.00001292

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL

Item No. 3: Special Resolution

To Approve Revision in Remuneration to Mr. Rubaljeet Singh Sayal, (DIN: 00280624) Managing Director of The Company, to consider and, if thought fit, to pass with or without modification(s) as a Special Resolution.

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	38	244042056	98.6257
E-voting at AGM	05	3400600	1.37429
Total	43	247442656	99.9999



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2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	02	3216	0.00129966
E-voting at AGM	01	31	0.00001252
Total	03	3247	0.00131218

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL

Item No. 4: Ordinary Resolution

To Approve Increase in Authorized Share Capital of the Company and Consequential Alteration of Memorandum of Association of the Company to consider and, if thought fit, to pass with or without modification(s) as an Ordinary Resolution.

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	40	244045286	98.62571
E-voting at AGM	05	3400600	1.37429
Total	45	247445886	100

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	01	01	0.00000040
E-voting at AGM	01	31	0.00001252
Total	02	32	0.00001292



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3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL

Item No. 5: Ordinary Resolution

To Approve Issuance of Bonus Shares to consider and, if thought fit, to pass with or without modification(s) as an Ordinary Resolution.

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	39	244045284	98.62571
E-voting at AGM	05	3400600	1.37429
Total	44	247445884	100

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	02	03	0.000012
E-voting at AGM	01	31	0.000125
Total	03	34	0.000137

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL



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This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on the website of the Company and (iii) website of CDSL.

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**For and on behalf of
Vikas Verma & Associates
(Company Secretaries)**



**Vikas Kumar Verma
(Managing Partner)
M. No. 9192
COP No.: 10786**

**Date: 19-12-2024
Place: New Delhi
UDIN: F009192F003428971**

**For and on behalf of
Hardwyn India Limited**

**Rubaljeet Singh Sayal
Managing Director & CFO
DIN: 00280624**

General information about company	
Scrip code	541276
NSE Symbol	Hardwyn
MSEI Symbol	NOTLISTED
ISIN	INE626Z01029
Name of the company	Hardwyn India Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	18-12-2024
Start time of the meeting	03:00 PM
End time of the meeting	03:26 PM

Scrutinizer Details	
Name of the Scrutinizer	Vikas Kumar Verma
Firms Name	Vikas Verma & Associates
Qualification	CS
Membership Number	F9192
Date of Board Meeting in which appointed	25-11-2024
Date of Issuance of Report to the company	19-12-2024

Voting results	
Record date	11-12-2024
Total number of shareholders on record date	46297
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	2
b) Public	42
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To received, considered and adopted the Standalone and Consolidated Audited Financial Statements of the Company for the Financial Year ended March 31st, 2024 and reports of the Board of Directors and Auditors thereon.					
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	152696000	152696000	100	152696000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		152696000	152696000	100	152696000	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	196185467	94749903	48.2961	94749871	32	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		196185467	94749903	48.2961	94749871	32	100
Total		348881467	247445903	70.9255	247445871	32	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

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. Swaran Jeet Singh Sayal (DIN- 00280576), who was liable to Retire by Rotation being eligible offers herself for reappointment.				
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	152696000	152696000	100	152696000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		152696000	152696000	100	152696000	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	196185467	94749903	48.2961	94749871	32	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		196185467	94749903	48.2961	94749871	32	100
Total		348881467	247445903	70.9255	247445871	32	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Approve Revision in Remuneration to Mr. Rubaljeet Singh Sayal, (DIN: 00280624) Managing 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	152696000	152696000	100	152696000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		152696000	152696000	100	152696000	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	196185467	94749903	48.2961	94746656	3247	99.9966	0.0034
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		196185467	94749903	48.2961	94746656	3247	99.9966
Total		348881467	247445903	70.9255	247442656	3247	99.9987	0.0013
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Approve Increase in Authorized Share Capital of the Company and Consequential Alteration of Memorandum of Association 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	152696000	152696000	100	152696000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		152696000	152696000	100	152696000	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	196185467	94749918	48.2961	94749886	32	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		196185467	94749918	48.2961	94749886	32	100
Total		348881467	247445918	70.9255	247445886	32	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Approve Issuance of Bonus Shares				
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	152696000	152696000	100	152696000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		152696000	152696000	100	152696000	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	196185467	94749918	48.2961	94749884	34	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		196185467	94749918	48.2961	94749884	34	100
Total		348881467	247445918	70.9255	247445884	34	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

