



June 03, 2024

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C/1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

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

Scrip Symbol: HONASA

Scrip Code: 544014

Subject: Postal Ballot Voting Result & Scrutinizers Report thereof

Dear Sir / Madam,

This is further to our disclosure dated May 03, 2024, enclosing the copy of Postal Ballot Notice (“Notice”) for seeking approval of the Members of Honasa Consumer Limited (“the Company”) on the following resolutions by way of Special Resolution:

S. No.	Particulars
1	Ratification of “Honasa Consumer Limited Employees Stock Option Plan - 2018”
2	Ratification of “Honasa Consumer Limited Employees Stock Option Plan - 2018” to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company
3	Ratification of “Honasa Consumer Limited Employees Stock Option Plan – 2021”
4	Ratification of “Honasa Consumer Limited Employees Stock Option Plan - 2021” to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company

Pursuant to the provisions of Section 110, Section 108 and other applicable provisions of the Companies Act, 2013, read with related Rules, as amended, along with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) read with other applicable SEBI Circulars and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, the Company has transacted special business by way of Postal Ballot through remote e-voting process as set out in the Notice.

The remote e-voting process concluded on Sunday, June 02, 2024 at 5:00 p.m. (IST). The Scrutinizer has submitted his report dated June 03, 2024, on the results of the Postal Ballot through remote e-voting. Based on the report of the scrutinizer, we hereby inform that, the Members of the Company have duly passed the above Special Resolutions with requisite majority.

Pursuant to Regulation 44(3) of the Listing Regulations, we are enclosing herewith the details of the voting results as **Annexure A** and the Report of the Scrutinizer as **Annexure B**.

Honasa Consumer Limited

Registered Office: Unit No - 404, 4th Floor, City Centre, Plot No 05, Sector-12, Dwarka New Delhi 110075

Corporate Office: 10th & 11th Floor, Capital Cyberscape, Ullahwas, Sector-59, Gurugram, Haryana - 122102

Email: info@mamaearth.in; Phone: 011 - 44123544 | Website: www.honasa.in

| CIN: U74999DL2016PLC306016 |



The voting results and the Report of the Scrutinizer are being made available on the website of the Company www.honasa.in and on website of CDSL <http://www.evotingindia.com>.

This is for your information and records.

Thanking you,
Yours faithfully

For, **Honasa Consumer Limited**

Dhanraj Dagar
Company Secretary & Compliance Officer
Mem. No. A33308

Honasa Consumer Limited

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Annexure A

Sr. No.	Particulars	Details
1.	Date of Postal Ballot Notice	Friday, April 19, 2024
2.	Cut-off Date	Friday, April 19, 2024
3.	Voting Start Date & Time	Saturday, May 04, 2024
4.	Voting End Date & Time	Sunday, June 02, 2024
5.	Total number of shareholders as on cut-off date	44885
6.	No. of Members present in meeting either in person or proxy	
	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable
7.	No. of Members attended the meeting through Video Conferencing	
	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable
8.	Results of the Postal Ballot	
	Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2018"	Passed by Special Resolution
	Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2018" to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company	
	Ratification of "Honasa Consumer Limited Employees Stock Option Plan – 2021"	
	Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2021" to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company	

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Resolution No. 1

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Ratification of “Honasa Consumer Limited Employees Stock Option Plan – 2018.”					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	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
Promoter and Promoter Group	E-Voting	11,36,65,550	11,35,15,550	99.8680	11,35,15,550	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,36,65,550	11,35,15,550	99.8680	11,35,15,550	0	100.0000
Public-Institutions	E-Voting	14,89,44,371	11,56,34,089	77.6358	9,01,50,660	2,54,83,429	77.9620	22.0380
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,89,44,371	11,56,34,089	77.6358	9,01,50,660	2,54,83,429	77.9620
Public-Non Institutions	E-Voting	6,16,34,236	1,83,53,991	29.7789	1,81,50,106	2,03,885	98.8892	1.1108
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6,16,34,236	1,83,53,991	29.7789	1,81,50,106	2,03,885	98.8892
Total		32,42,44,157	24,75,03,630	76.3325	22,18,16,316	2,56,87,314	89.6214	10.3786

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Resolution No. 2

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2018" to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	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
Promoter and Promoter Group	E-Voting	11,36,65,550	11,35,15,550	99.8680	11,35,15,550	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,36,65,550	11,35,15,550	99.8680	11,35,15,550	0	100.0000
Public-Institutions	E-Voting	14,89,44,371	11,56,34,089	77.6358	8,32,84,972	3,23,49,117	72.0246	27.9754
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,89,44,371	11,56,34,089	77.6358	8,32,84,972	3,23,49,117	72.0246
Public- Non Institutions	E-Voting	6,16,34,236	1,83,53,991	29.7789	1,81,50,061	2,03,930	98.8889	1.1111
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6,16,34,236	1,83,53,991	29.7789	1,81,50,061	2,03,930	98.8889
Total		32,42,44,157	24,75,03,630	76.3325	21,49,50,583	3,25,53,047	86.8474	13.1526

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Resolution No. 3

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Ratification of “Honasa Consumer Limited Employees Stock Option Plan – 2021.”					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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
Promoter and Promoter Group	E-Voting	11,36,65,550	11,35,15,550	99.8680	11,35,15,550	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,36,65,550	11,35,15,550	99.8680	11,35,15,550	0	100.0000
Public- Institutions	E-Voting	14,89,44,371	11,56,34,089	77.6358	9,01,50,660	2,54,83,429	77.9620	22.0380
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,89,44,371	11,56,34,089	77.6358	9,01,50,660	2,54,83,429	77.9620
Public- Non Institutions	E-Voting	6,16,34,236	1,83,53,991	29.7789	1,81,50,106	2,03,885	98.8892	1.1108
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6,16,34,236	1,83,53,991	29.7789	1,81,50,106	2,03,885	98.8892
Total		32,42,44,157	24,75,03,630	76.3325	22,18,16,316	2,56,87,314	89.6214	10.3786

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Resolution No. 4

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2021" to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	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
Promoter and Promoter Group	E-Voting	11,36,65,550	11,35,15,550	99.8680	11,35,15,550	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11,36,65,550	11,35,15,550	99.8680	11,35,15,550	0	100.0000
Public-Institutions	E-Voting	14,89,44,371	11,56,34,089	77.6358	8,32,84,972	3,23,49,117	72.0246	27.9754
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,89,44,371	11,56,34,089	77.6358	8,32,84,972	3,23,49,117	72.0246
Public- Non Institutions	E-Voting	6,16,34,236	1,83,54,051	29.7790	1,81,50,134	2,03,917	98.8890	1.1110
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6,16,34,236	1,83,54,051	29.7790	1,81,50,134	2,03,917	98.8890
Total		32,42,44,157	24,75,03,690	76.3325	21,49,50,656	3,25,53,034	86.8475	13.1525

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Arora Shekhar & Company
(Practicing Company Secretaries)

SCRUTINIZER'S REPORT
[Pursuant to Section 110 of the Companies Act, 2013 read with the
Companies (Management and Administration) Rules, 2014]

To,
Company Secretary
Honasa Consumer Limited
Unit No - 404, 4th Floor, City Centre,
Plot No 05, Sector-12, Dwarka New Delhi 110075

Dear Sir,

Sub: Scrutinizer's Report on voting through postal ballot by electronic means conducted pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.

I, Shashi Shekhar, M/s Arora Shekhar & Company, Practicing Company Secretaries, Delhi refer to my appointment as the Scrutinizer in terms of Section 110 of the Companies Act, 2013 ('the Act') as amended from time to time, read with Rule 22 of the Companies Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and-in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') vide its General Circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23,2021, December 8,2021, May 5, 2022 , December 28, 2022, September 25, 2023 (collectively referred to as ('MCA Circulars') and pursuant to other applicable laws and regulations, for the purpose of scrutinizing the process of voting through postal ballot by electronic means only (remote e-voting) in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as contained in the postal ballot notice dated Friday, April 19, 2024. The businesses transacted through this notice are reproduced below:

SPECIAL BUSINESSES:

- 1. Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2018"**
- 2. Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2018" to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.**
- 3. Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2021".**
- 4. Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2021" to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.**



Arora Shekhar & Company
(Practicing Company Secretaries)

My responsibility as a scrutinizer for the voting process through postal ballot by electronic means is restricted to ensure that the voting process was conducted in a fair and transparent manner and make the Scrutinizer's Report of the votes-cast "in favor" or "against" for the above-mentioned resolutions, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide remote e-voting facility.

In this regard, I submit my report as under:

1. The Company provided remote e-voting facility to the Members to cast votes on the aforesaid resolutions for a period commencing from Saturday, May 04, 2024 (9:00 a.m. IST) until Sunday, June 02, 2024 (5:00 p.m. IST).
2. The facility of e-voting was made available to the members holding shares as on Friday, April 19, 2024 ("Cut -Off Date").
3. At the end of remote e-voting period on Sunday, June 02, 2024 (5:00 p.m. IST) voting portal of the agency (CDSL) was blocked forthwith.
4. After the closure of the remote e-voting facility, the votes cast through remote e-voting were unlocked forthwith.
5. Thereafter, the details containing, inter alia, list of shareholders who voted as "assent" or "dissent" or "abstain from voting" on the resolution that was put to vote were generated from the e-voting website of CDSL i.e. www.evotingindia.com.
6. Based on the reports generated from CDSL's e-voting website www.evotingindia.com which I have scrutinized, I now submit my report as under on the result of the postal ballot conducted through remote e-voting in respect of the above-mentioned resolutions.



Arora Shekhar & Company
(Practicing Company Secretaries)

SPECIAL BUSINESS(ES)

Resolution 1: Special Resolution

Ratification of “Honasa Consumer Limited Employees Stock Option Plan - 2018”.

(i) Voted **in favor** of the resolution:

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	250	221816316	89.62%
Total	250	221816316	89.62%

(ii) Voted **against** the resolution:

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	117	25687314	10.38%
Total	117	25687314	10.38%

(iii) **Invalid votes:**

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	NA	NA	NA



Arora Shekhar & Company
(Practicing Company Secretaries)

Resolution 2: Special Resolution

Ratification of “Honasa Consumer Limited Employees Stock Option Plan - 2018” to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.

(i) Voted **in favor** of the resolution:

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	247	214950583	86.85%
Total	247	214950583	86.85%

(ii) Voted **against** the resolution:

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	120	32553047	13.15%
Total	120	32553047	13.15%

(iii) **Invalid votes:**

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	NA	NA	NA



Arora Shekhar & Company
(Practicing Company Secretaries)

Resolution 3: Special Resolution

Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2021".

(i) Voted **in favor** of the resolution:

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	250	221816316	89.62%
Total	250	221816316	89.62%

(ii) Voted **against** the resolution:

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	117	25687314	10.38%
Total	117	25687314	10.38%

(iii) **Invalid votes:**

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	NA	NA	NA



Arora Shekhar & Company
(Practicing Company Secretaries)

Resolution 4: Special Resolution

Ratification of “Honasa Consumer Limited Employees Stock Option Plan - 2021” to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.

(i) Voted **in favor** of the resolution:

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	247	214950656	86.85%
Total	247	214950656	86.85%

(ii) Voted **against** the resolution:

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	121	32553034	13.15%
Total	121	32553034	13.15%

(iii) **Invalid votes:**

Particulars	Numbers of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Through postal ballot conducted through electronic means	NA	NA	NA



Arora Shekhar & Company
(Practicing Company Secretaries)

7. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the postal ballot of the Company and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking You,

For Arora Shekhar and Company

CS Shashi Shekhar
Membership Number: F12475
Certificate of Practice: 14145
UDIN: F012475F000520268
Peer Review Certificate No.: 3159/2023

Place: New Delhi
Date: 03-06-2024

Countersigned by:

Dhanraj P. Dagar
Company Secretary & Compliance Officer
Honasa Consumer Limited
ACS No.: A33308
Place: Gurgaon
Date: 03-06-2024