

**NEAPS/BSE ONLINE**

23<sup>rd</sup> March, 2023

**The Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building  
Mumbai - 400 001  
(BSE Scrip Code: 542905)**

**Listing Department  
National Stock Exchange of India Limited  
Plot No. C/1, Block-G  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400 051  
(NSE Symbol: HINDWAREAP)**

Dear Sir/Madam,

**Sub: Declaration of Results of Postal Ballot and Scrutinizer's Report pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

With reference to our earlier intimation vide letter dated 21<sup>st</sup> February, 2023 regarding completion of circulation of Postal Ballot Notice vide e-mail for seeking consent of the Members for Appointment of Mr. Girdhari Lal Sultania (DIN: 00060931) as Non-Executive Non-Independent Director of the Company, we would like to inform you that Mr. Pravin Kumar Drolia, Practicing Company Secretary, Kolkata, who was appointed as Scrutinizer by the Board of Directors of the Company vide its resolution dated 13<sup>th</sup> February, 2023 for conducting the Postal Ballot process, has submitted his report dated 23<sup>rd</sup> March, 2023. Pursuant to the Scrutinizer's Report, the Members of the Company have duly approved the resolution as stated in the Postal Ballot Notice with requisite majority.

We are enclosing herewith the statement containing details of voting results in the format prescribed under Regulation 44 of Listing Regulations along with the Scrutinizer's Report. The same is also uploaded on the Company's website i.e. [www.hindwarehomes.com](http://www.hindwarehomes.com)

Kindly take above information on your record.

**For Hindware Home Innovation Limited  
(Formerly known as Somany Home Innovation Limited)**

**(Payal M Puri)**

**Company Secretary and V.P. Group General Counsel**

**Name: Payal M Puri**

**Address: 301-302, 3<sup>rd</sup> Floor, Park Centra, Sector-30, Gurugram-122001**

**Membership No.: 16068**

**Hindware Home Innovation Limited (Formerly known as Somany Home Innovation Limited)**

Details of Voting Results, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the Resolution as set out in the Postal Ballot Notice dated 13th February, 2023 and passed by the Members of the Company by means of Postal Ballot through remote e-voting on 22nd March, 2023 duly declared by the Company on 23rd March, 2023 at 1.30 P.M. at the Registered Office of the Company at 2, Red Cross Place, Kolkata- 700 001

Date of declaration of Postal Ballot Results	23rd March, 2023
Total number of shareholders on record date i.e. 17th February, 2023	38,707
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	NOT APPLICABLE
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	NOT APPLICABLE

**Agenda No.1**

**Appointment of Mr. Girdhari Lal Sultania as Non-Executive Non-Independent Director**

Resolution Required : (Ordinary/Special)							Special	
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	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	3,70,99,787	3,34,54,787	90.18	3,34,54,787	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>3,34,54,787</b>	<b>90.18</b>	<b>3,34,54,787</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-voting	93,04,567	52,14,990	56.05	52,14,990	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>52,14,990</b>	<b>56.05</b>	<b>52,14,990</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Non Institutions	E-voting	2,58,92,041	45,79,554	17.69	45,74,389	5,165	99.89	0.11
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>45,79,554</b>	<b>17.69</b>	<b>45,74,389</b>	<b>5,165</b>	<b>99.89</b>	<b>0.11</b>
<b>Total</b>		<b>7,22,96,395</b>	<b>4,32,49,331</b>	<b>59.82</b>	<b>4,32,44,166</b>	<b>5,165</b>	<b>99.99</b>	<b>0.01</b>

CS PRAVIN KUMAR DROLIA  
(Company Secretary in whole time practice)  
2<sup>nd</sup> Floor, Block D, 13, Selimpur Road, Kolkata -700031  
MOBILE NO: 9831196869, EMAIL ID: droliapravin12@gmail.com

**Report of Scrutinizer**

*[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 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 and Managing Director,  
**HINDWARE HOME INNOVATION LIMITED,**  
**(Formerly: Somany Home Innovation Limited)**  
**CIN: L74999WB2017PLC222970,**  
2 Red Cross Place,  
Kolkata-700 001.

Dear Sir,

**Sub: Scrutinizer's report on remote e-voting conducted on the resolution mentioned in the Postal Ballot Notice dated 13<sup>th</sup> February, 2023 of Hindware Home Innovation Limited (formerly: Somany Home Innovation Limited)**

I, Pravin Kumar Drolia, (Membership No. F2366 & CP 1362) Company Secretary in whole time practice, Kolkata, was appointed as the Scrutinizer, by the Board of Directors of **Hindware Home Innovation Limited (formerly: Somany Home Innovation Limited)** ("the Company") at their meeting held on 13<sup>th</sup> February, 2023 in terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 ("Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended read with MCA General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 02/2021 dated 13<sup>th</sup> January, 2021, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December, 2021, 03/2022 dated 5<sup>th</sup> May, 2022 and 11/2022 dated 28<sup>th</sup> December, 2022 ("**MCA Circulars**") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for the purpose of scrutinizing the votes casted through remote e-voting and ascertaining the results thereof in a fair and transparent manner in respect of the following resolution set out in the postal ballot notice of the Company dated 13<sup>th</sup> February, 2023 ("Notice").

Sl. No.	Type of Resolution	Particulars
1	Special Resolution	<b>Appointment of Mr. Girdhari Lal Sultania as Non-Executive Non-Independent Director for a term of three consecutive years w.e.f 08/02/2023</b>

Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to the postal ballot process on the resolution set out in the notice dated 13<sup>th</sup> February, 2023. My responsibility, as scrutinizer for scrutinize the e-voting process is restricted to the extent of ascertaining requisite votes casted i.e., "in Favour" and "Against" the resolutions mentioned in the notice of postal ballot.

UDIN: F002366D003307461

1. I submit my report as under:
  - 1.1. As per the information provided by the Management, the Company had completed the dispatch of notice dated 13<sup>th</sup> February, 2023 along with other details through electronic mode only on 20<sup>th</sup> February, 2023 to those Members whose names appeared in the Register of Members/List of Beneficiaries with registered e-mail addresses as on 17<sup>th</sup> February, 2023 being the cut-off date fixed by the Board, in terms of MCA Circulars.
  - 1.2. The Members holding shares in physical mode and not having email ID registered with Registrar & Share Transfer Agent were also given facility to get their email ID registered to receive the notice of postal ballot electronically and participate in remote e-voting process. Voting rights has been reckoned on the paid-up value of the shares registered in the name of the Members/Beneficial Owners as on the cut-off date. One fully paid share held is equal to one vote.
  - 1.3. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rule 2014 as amended read with above mentioned Circular, public notices were published in “Financial Express, Kolkata” (English Edition) and “Ekdin, Kolkata” (Bengali Edition) on 21<sup>st</sup> February, 2023 informing the Members about completion of dispatch of Postal Ballot notice by electronically, along with other information as specified in the rules.
  - 1.4. In compliance of the provisions of rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended read with Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company had provided only remote e-voting facility to all its Members to enable them to cast their votes electronically.
  - 1.5. The Company had appointed Central Depository Services (India) Limited (CDSL) to provide the e-voting services platform for facilitating e-voting to enable the Members to cast their votes electronically. The e-voting period commenced on Tuesday, 21<sup>st</sup> February, 2023 from 9:00 A.M. (IST) and concluded on Wednesday, 22<sup>nd</sup> March, 2023 at 5:00 P.M. (IST). The votes cast by the Shareholders through e-voting facility were scrutinized by verifying it using the Scrutinizer’s login on the CDSL e-voting website.
  - 1.6. At the meeting of the Board of the Company on 13<sup>th</sup> February, 2023, Ms. Payal M. Puri, Company Secretary and Compliance Officer, was made responsible for conducting the entire postal ballot process through remote e-voting and to take all incidental and necessary steps in this regard.
  - 1.7. I have relied on confirmation provided by the Registrar and Share Transfer Agent (RTA) of the Company in relation to details regarding number of shares held by the respective shareholders who have participated in remote e voting process against their respective Folio Number/ Client ID.
  - 1.8. The details of the e-voting exercised by the Shareholders were duly scrutinized and have been duly entered in a register separately maintained for the purpose in electronic mode. The e-voting facility provided by CDSL was unlocked after closing of voting period at 5.00 PM on 22<sup>nd</sup> March, 2023 in presence of two witnesses Mr. Pradeep Kumar Drolia and Mr. Anirudh Saraf, who were not in employment of the above Company.
  - 1.9. There were 38,707 numbers of eligible Members holding total 72,296,395 no(s) of Equity Shares of Rs 2/- each to vote as on cut-off date i.e., 17<sup>th</sup> February, 2023. On scrutiny, I report that out of these shareholders, 203 shareholders have exercised their vote through remote e-voting. The details of e voting on the proposed resolution as mentioned above are provided in the **Annexure “A”** attached to this report.

UDIN: F002366D003307461

**RESULTS:**

Resolution as stated in the postal ballot notice dated 13<sup>th</sup> February, 2023 stand passed with requisite majority as on 22<sup>nd</sup> March, 2023, since more than three fourth of votes of participating members were cast in favor of the resolution as mentioned in the postal ballot notice.

I further report that the Chairman of the Company or any other person as authorized by him in this regard may declare and confirm the above results of e-voting at the registered office of the Company not later than 24<sup>th</sup> March, 2023 in respect of the resolutions referred hereinabove.

~~All relevant records relating to remote e-voting will be handed over to the authorized person for safe keeping after the necessary compliances are made in terms of the rules.~~

Thanking You,

Place: Kolkata  
Date: 23<sup>rd</sup> March, 2023

Yours faithfully,  
**FOR PRAVIN KUMAR DROLIA,**  
(Company Secretary in whole time practice)

PRAVIN KUMAR Digitally signed by PRAVIN  
KUMAR DROLIA  
DROLIA Date: 2023.03.23 09:53:33  
+05'30'

(Pravin Kumar Drolia)  
Proprietor.  
FCS:2366, CP 1362.  
UDIN: F002366D003307461  
Peer View Reg: 1928/2022

**HINDWARE HOME INNOVATION LIMITED**  
(Formerly: Somany Home Innovation Limited)

**Details of e voting results on the resolution approved through postal ballot process on Wednesday, 22nd March, 2023 at 5.00 PM**

Total No. of Shareholder as on record date i.e. 17th February, 2023 = 38,707  
Total No. of paid up Shares as on 17th February, 2023 = 7,22,96,395

Sl. No.	Resolution	Mode	No. of folio(s) received	Total no. of shares held	Valid votes		% of valid votes to total votes	Invalid votes		% of invalid votes	Vote cast in favour of resolution		% of valid votes in favour of the resolution	Vote cast against the resolution		% of valid votes against the resolution	Abstain	
					No. of folio(s) received	Votes		No. of folio(s) received	Votes		No. of folio(s)	Votes		No. of folio(s)	Votes		No. of folio(s)	Votes
1	Appointment of Mr. Giridhari Lal Sultanla as Non-Executive Non-Independent Director for a term of three consecutive years w.e.f 08/02/2023 (passed as a Special Resolution)	Electronic	203	4,32,49,331	203	4,32,49,331	100.00	-	-	-	186	4,32,44,166	99.99	17	5,165	0.01	-	-
	<b>TOTAL</b>		<b>203</b>	<b>4,32,49,331</b>	<b>203</b>	<b>4,32,49,331</b>	<b>100.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>186</b>	<b>4,32,44,166</b>	<b>99.99</b>	<b>17</b>	<b>5,165</b>	<b>0.01</b>	<b>-</b>	<b>-</b>

**For Pravin Kumar Drolia**  
(Company Secretary in whole time practice)

1 Pravin Kumar Drolia Drolia (Pravin Kumar Drolia) Proprietor FCS 2366, CP 1362 Dated: 23/03/2023 UDIN:F002366D00307461 Peer review regn: 1928/2022	Name and address of witnesses sd/- 2 Anirudh Saraf 58/26, Prince Anwar Shah Road, Kolkata 700045
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Digitally signed by PRAVIN KUMAR DROLIA  
Date: 2023.03.23 10:09:46 +05'30'