

HARDWYN INDIA LIMITED

CIN: L74990DL2017PLC324826

Regd. Office: B-101, Phase-1, Mayapuri, South West Delhi,
New Delhi - 110064

Email: cs@hardwyn.com Website: www.hardwyn.com

Telephone: +91-11-28115352

03rd October, 2022

To,

The Manager,
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street, Mumbai- 400001.

The Manager- Listing,
National Stock Exchange of India Limited
Exchange Plaza , Bandra Kurla Complex,
Bandra East, Mumbai-400051

Dear Sir/Madam,

Sub: Details regarding Voting Results of the 05th Annual General Meeting of Hardwyn India Limited under regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that the Company has conducted the 05th Annual General Meeting (AGM) of Company pursuant to Section 108, 110 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 Motion(s):

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended march 31st 2022 together with the Reports of the board of directors and auditors thereon.
2. To appoint Mr. Rubaljeet Singh Sayal (DIN- 00280624), who is liable to retire by rotation being eligible offers himself for reappointment.
3. Increase in authorised share capital of the company and consequent amendment to the capital clause of the memorandum of association of the Company.
4. Approval of Hardwyn employee stock option scheme- 2022.
5. Regularization of Mr. Kulmeet Singh (DIN:09592108) as an independent Director.
6. To approve Related Party Transactions.

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

The meeting commenced at 4:30 P.M and ended at 04:45 P.M.

This is for your information and records.

Thanking you,
Yours faithfully,

For Hardwyn India Limited

**RUBALJEE
T SINGH
SAYAL**

Digitally signed by RUBALJEET SINGH
SAYAL
DN: c=IN, o=PERSONAL,
pseudonym=cc2429c385c9495fb7388ac6
583dea10,
2.5.4.20=a8feb3936cde0d0a95f5baea8719
24126e23c825f641e44fccaa91a6a87a36ce,
postalCode=110062, st=DELHI,
serialNumber=c4d1194a052b7a18781439
c762f52b1d5a00281d8ae653178d5e839f2
12da77f, cn=RUBALJEET SINGH SAYAL
Date: 2022.10.03 15:10:15 +05'30'

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

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

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To received consider and adopt the Audited financial statements of the company for the financial year ended on March 31, 2022 together with the report of Board of Director 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	11452200	11452200	100	11452200	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		11452200	11452200	100	11452200	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3847497	20593	0.5352	20593	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3847497	20593	0.5352	20593	0	100
Total		15299697	11472793	74.9871	11472793	0	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?				Yes				
Description of resolution considered				To appoint Mr. Rubaljeet Singh Sayal (DIN: 00280624), Who retired by rotation and being eligible, Offers himself 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	11452200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		11452200	0	0	0	0	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3847497	20593	0.5352	20593	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3847497	20593	0.5352	20593	0	100
Total		15299697	20593	0.1346	20593	0	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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in Authorised share capital of the company and consequent amendment to the capital clause of the 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	11452200	11452200	100	11452200	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		11452200	11452200	100	11452200	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3847497	20593	0.5352	20593	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3847497	20593	0.5352	20593	0	100
Total		15299697	11472793	74.9871	11472793	0	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(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approval of Hardwyn Employee Stock Option Scheme 2022				
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	11452200	11452200	100	11452200	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	11452200	11452200	100	11452200	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3847497	20593	0.5352	20593	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3847497	20593	0.5352	20593	0	100	0
Total		15299697	11472793	74.9871	11472793	0	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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularisation of Mr Kulmeet Singh (DIN: 09592108) as an independent director				
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	11452200	11452200	100	11452200	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	11452200	11452200	100	11452200	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3847497	20593	0.5352	20593	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3847497	20593	0.5352	20593	0	100	0
Total		15299697	11472793	74.9871	11472793	0	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(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Approve Related Party Transaction				
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	11452200	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	11452200	0	0	0	0	0	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3847497	20593	0.5352	20593	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3847497	20593	0.5352	20593	0	100	0
Total		15299697	20593	0.1346	20593	0	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	



SCRUTINIZER'S REPORT

To,
Mr. Swaranjeet Singh Sayal
Chairperson & Executive Director
Hardwyn India Limited
B-101, Phase-1, Mayapuri, New Delhi 110064

Dear Sir

Sub: Consolidated Scrutinizer Report on Remote E-voting and e-voting during 05th Annual General Meeting ('AGM') of Hardwyn India Limited held on Friday, September 30, 2022 commenced at 04.00P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

I, Manish Kumar Singh, Managing Partner of M/s KMPM & Co., Company Secretaries (FRN: P2020DE081800) having office at 611, 6th Floor Pragati Tower Rajendra Place New Delhi-110008, was appointed by the Board of Directors of Hardwyn India Limited ("the Company") as a Scrutinizer for the purpose of scrutinizing the Remote e-Voting & e-Voting at AGM in pursuance of provisions of Section 108 & 110 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the General Circular issued by the Ministry of Corporate Affairs dated May 5, 2020 read with General Circulars dated April 8, 2020 and April 13, 2020 and Circular No.02/2022 dated 05th May, 2022 (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') Circular dated May 12, 2020, in respect of the resolutions contained in the Notice of the 05th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Friday, September 30, 2022.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and rules relating to voting through remote e-voting and voting at AGM on the resolutions contained in the notice of AGM. Our responsibility as a scrutinizer is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolutions in the agenda items as stated above based on the report generated from the e-voting platform provided by Central Depository Services (India) Limited ("CDSL").

I submit my report as under:

1. The Company has sent Soft Copy of the Notice of the 05th AGM, the Annual Report 2021-2022 along with Ballot Form to Equity Shareholders to their registered E-mail ID's and on the registered address respectively.
2. As per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company had provided the facility of electronic voting to Equity shareholders to cast votes electronically and e-voting during AGM. The entitlement to voting by equity Shareholders were determined on the basis of shareholding as on cut-off date i.e. 23th September, 2022.

3. The voting had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the Members of the Company.
4. The voting period for remote e-voting commenced on Tuesday, September 27, 2022 at 9 A.M (IST) and ended on Thursday, September 29, 2022 at 5:00 P.M (IST) and CDSL e-voting platform was disabled thereafter.
5. The Company had also provided remote e-voting facility to the members present at the AGM through VC/OVAM, who had not cast their vote earlier.
6. Our responsibility as Scrutinizers fore-voting at the AGM and remote e-voting is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice, based on the reports generated from the e-voting system provided by CDSL.
7. The consolidated summary of results of e-voting at AGM and remote e-voting are as under:

A) As an Ordinary Resolution- Item No.1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31st 2022 together with thereports 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	11452200	11452200	100	11452200	-	100	0
	Ballot Voting		-	-	-	-	-	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Ballot Voting	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	3847497	20593	0.53	20593	0	100	0
	Ballot Voting		-	-	-	-	-	-
Total		15299697	11472793	74.99	11472793	0	100	0

Abstain Votes:

Number of Members whose votes were declare abstain	Number of Abstain votes cast by them	Reasons for abstain
NA	NA	NA

B) As an Ordinary Resolution- Item No.2

To appoint Mr. Rubaljeet Singh Sayal (DIN- 00280624), who retires by rotation and being eligible, offers himself for re-appointment

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	11452200	-	-	-	-	-	-
	Ballot Voting		-	-	-	-	-	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Ballot Voting	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	3847497	20593	0.53	20593	0	100	0
	Ballot Voting							
Total		15299697	20593	0.13	20593	0	100	0

Abstain Vote :

Number of Members whose votes were declare abstain	Number of Abstain votes cast by them	Reasons for abstain
2	11452200	<i>In view of amended definition of the term 'Related Party' pursuant to regulation 2(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from 1st April, 2022, the voting exercised by any person belonging to Promoter & Promoter Group, on /after April, 2022, have not been considered for the said e-voting process with respect to Resolution No. 3 votes casted by them.</i>

C) As an Ordinary Resolution- Item No.3

Increase in Authorised Share Capital of the Company and consequent amendment to the capital clause of the 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	11452200	11452200	100	11452200	-	100	-
	Ballot Voting		-	-	-	-	-	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Ballot Voting	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	3847497	20593	0.53	20593	-	100	-
	Ballot Voting		-	-	-	-	-	-
Total		15299697	11472793	74.99	11472793	-	100	-

Abstain Vote :

Number of Members whose votes were declare abstain	Number of Abstain votes cast by them	Reasons for abstain
NA	NA	NA

D) As a Special Resolution- Item No.4

Approval of Hardwyn Employee Stock Option Scheme- 2022

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

							0	00
Promoter and Promoter Group	E-Voting	11452200	11452200	100	11452200	-	100	-
	Ballot Voting		-	-	-	-	-	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Ballot Voting	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	3847497	20593	0.53	20593	-	100	-
	Ballot Voting							
Total		15299697	11472793	74.99	11472793	-	100	-

Abstain Vote:

Number of Members whose votes were declare abstain	Number of Abstain votes cast by them	Reasons for abstain
NA	NA	NA

E) As a Special Resolution- Item No.5

Regularisation of Mr. Kulmeet Singh (DIN:09592108) as an independent Director.

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	11452200	11452200	100	11452200	-	100	-
	Ballot Voting		-	-	-	-	-	
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Ballot Voting	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	3847497	20593	0.53	20593	-	100	-
	Ballot Voting							
Total		15299697	11472793	74.99	11472793	-	100	-

Abstain Vote:

Number of Members whose votes were declare abstain	Number of Abstain votes cast by them	Reasons for abstain
NA	NA	NA

F) As a Special Resolution- Item No.6

To Approve Related Party Transactions.

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	11452200	-	-	-	-	-	-
	Ballot Voting		-	-	-	-	-	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Ballot Voting	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	3847497	20593	0.53	20593	-	100	-
	Ballot Voting		-	-	-	-	-	-
Total		15299697	20593	0.13	20593	-	100	-

Abstain Vote:

Number of Members whose votes were declare abstain	Number of Abstain votes cast by them	Reasons for abstain
2	11452200	<i>In view of amended definition of the term 'Related Party' pursuant to regulation 2(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from 1st April, 2022, the voting exercised by any person belonging to Promoter & Promoter Group, on /after April, 2022, have not been considered for the said e-voting process with respect to Resolution No. 3 votes casted by them.</i>

The electronic data containing records of remote e-voting and voting at the AGM by the members have been handed over to the Company for safekeeping.

We would like to inform you that the Resolution(s) as contained in the Notice dated 07th September, 2022 have been passed with requisite majority i.e. Resolution No. 1, 2 and 3 have been passed as ordinary resolution further the resolution no.4, 5 and 6 passed as Special Resolution. You may accordingly declare the result of the voting through remote e-voting and e-voting at AGM.

Restriction to use:

This report has been issued at the request of the Company for (i) Submission to Stock Exchanges, and (ii) Placing on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company 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.

**For KMPM & Co.
(Company Secretaries)**



Mr. Manish Kumar Singh
Managing Partner
M.No. A50969
COP No. 18611
FRN: P2020DE081800
UDIN- A050969D001119685

Date: 03/10/2022
Place: Delhi