



HARDWYN INDIA LIMITED

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

To,

Date: 27.12.2023

The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001

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

Company Symbol: HARDWYN
Scrip Code: 541276

Subject: Disclosure of voting results of Postal Ballot under Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 and 44 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that, following resolutions have been passed by the members of the Company with requisite majority on **26th December, 2023**, being the last date of e-voting:

- Regularization of Ms. Nidhi Sethi (DIN No. 09617207) as an Independent Director of the Company'

Please find enclosed herewith the following:

1. Voting results as required under regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated **26th December, 2023** pursuant to provisions of section 108 and section 110 of the Companies Act, 2013 and read with Companies (Management and Administration) Rules, 2014.

The voting results along with Scrutinizer's Report will also be available on the Company's website www.hardwyn.com.

This is for your information as also for the information of your members and the public at large.

Thanking You

Yours Faithfully

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

RUBALJEET
SINGH SAYAL

Digitally signed by RUBALJEET
SINGH SAYAL
Date: 2023.12.27 12:17:47
+05'30'

**Rubaljeet Singh Sayal
Managing Director & CFO**

DIN: 00280624

Date: 27/12/2023

Place: New Delhi

Encl: As above

Email: info@hardwyn.com

www.hardwyn.com

CIN: L74990DL2017PLC324826

SCRUTINIZER'S REPORT FOR POSTAL BALLOT THROUGH E-VOTING OF
HARDWYN INDIA LIMITED

To,
The Chairman,
Hardwyn India Limited
B-101, Phase-1, Mayapuri, South West Delhi, New Delhi, Delhi, India, 110064

Subject : Scrutinizer's Report on Postal Ballot Process conducted pursuant to the provisions of Section(s) 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and in terms of General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 3/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 respectively issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the SEBI Listing Regulations).

Dear Sir/Madam,

I, Vivek Rawal, Partner of M/s Vikas Verma and Associates, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of M/s Hardwyn India Limited for the purpose of monitoring E-voting process, scrutinizing the vote casted and ascertaining the results thereof and report to the chairman, on resolutions contained in the Notice of the Company dated 23rd November, 2023 through Postal Ballot (Postal Ballot Notice).

The said appointment as scrutinizer, is under the applicable provisions of the Act read with the Rules made thereunder to scrutinize, in fair and transparent manner, the process of Postal Ballot conducted through e-voting in respect of following Resolution proposed in the Postal Ballot Notice:

Sr. No.	TYPE OF RESOLUTION	RESOLUTION DESCRIPTION
1.	Special Resolution	Regularization of Ms. Nidhi Sethi (Din: 09617207) as an Independent Director of the company

Management's Responsibility

The management of the Company is responsible to ensure compliances with the requirements of the relevant provisions of (i) Companies Act, 2013 and the Rules made thereunder and (ii) the

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



Vikas Verma & Associates, Company Secretaries



Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, [“SEBI Listing Regulations”] on the resolutions as set-out in the notice of Postal Ballot.

Scrutinizer’s Responsibility

My responsibility as a scrutinizer is restricted to making a Scrutinizer’s report of the votes cast by the members in respect of the resolutions contained in the Postal Ballot Notice. My report is based on report generated by voting through electronic means provided by Central Depository Services (India) Limited (CDSL) the authorized agency engaged by the Company to provide voting by electronic means and verification of data provided by Skyline Financial Services Private Limited, Registrar and Transfer Agent of the Company.

I submit my report as under:

1. In terms of Section 108 and Section 110 of Companies Act, 2013 read with rules and SEBI Listing Regulations, 2015, the Company had made arrangement with Central Depository Services (India) Limited (“CDSL”) for providing facility of voting through electronic means (“Remote e-voting”) to its members.
2. In terms of Section 108 and 110 of Companies Act, 2013 read with rules 20 and 22 of Companies (Management and Administration) Rules, 2014, the Company has dispatched ballot papers to shareholders through e-mail and also provide the facility of remote e-voting. Accordingly, the communication of the assent and dissent of the members had taken place through ballot papers and remote e-voting process only.
3. As per Rule 22 (3) Companies (Management & Administration) Rules, 2014 the Company published an advertisement on 26th November, 2023 about the dispatch of Postal Ballot Notice in “Financial Express” (English Newspaper) and “Jansatta” (Hindi Newspaper).
4. The members of the Company whose name were recorded in the Register of Members or in the Register of Beneficial owners maintained for it by the depositories (in case of share held in dematerialized form) as on the cut-off date i.e., 24th November, 2023 were entitled to avail the Remote e-voting facility, in respect of resolution set out in the Postal Ballot Notice.
5. In terms of Postal Ballot notice the Remote E-voting commenced on Monday 27th November, 2023 (09:00 A.M. IST) and ended on Tuesday, 26th December, 2023 (05:00 P.M. IST).
6. All votes cast through e-voting during the abovementioned period, were considered for scrutiny and at the end of Remote e-voting period, the remote e-voting facility was blocked by Central Depository Services (India) Limited (CDSL).
7. The votes casted through remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company namely Ms. Muskan Singh

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**Vikas Verma & Associates,
Company Secretaries**



Resident of R-9, Shakarpur Main Market, Near Bagga Jeweller, Delhi and Ms. Kanchan Gautam F-69, Gali No. 1, Tajpur Road, Badarpur Border, New Delhi - 110044.


Muskan


Kanchan

8. 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 **26th December, 2023**, 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.
9. The votes cast through remote e-voting were scrutinized by me for verification of votes cast in favour and against the resolution.
10. The particulars of Voting and other requisite details have been entered in a separate register maintained for the purpose.
11. The Result of the scrutiny of the above postal ballot voting through electronic means in respect of passing of the resolutions contained in postal Ballot Notice, is as under:

Item No. 1: Special Resolution

Regularization of Ms. Nidhi Sethi (Din: 09617207) as an Independent Director of the company

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
Postal Ballot received	Nil	Nil	Nil
Electronic(e-voting)	97	246330717	99.99
Total	97	246330717	99.99

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot received	Nil	Nil	Nil
Electronic(e-voting)	13	5286	0.01

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**Vikas Verma & Associates,
Company Secretaries**



Total	13	5286	0.01
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3. Invalid Votes:

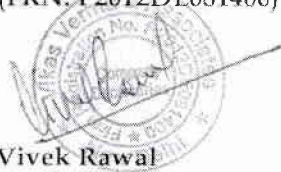
Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Postal Ballot received	NA	NA
Electronic(e-voting)	NA	NA
Total	NA	NA

Based on data furnished to me and verified by me as above, the aforesaid resolutions contained in postal ballot Notice have been carried on with the requisite majority.

The remote e-voting register and other records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Compliance Officer for safe keeping.

Thanking you
Yours faithfully

For & on behalf of
Vikas Verma & Associates
(Company Secretaries)
(FRN: P2012DE081400)



Vivek Rawal
(Partner)
M No.: A43231
COP: 22687
UDIN: A043231E003039422

For Hardwyn India Limited


Counter Sign: **Director**
Rubaljeet Singh Sayal
Chairman

Date: 26.12.2023
Place: New Delhi

Office Address:- B-502, 5th Floor, Statesman House, 148, Barakhamba Road, New Delhi – 110001
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General information about company	
Scrip code	541276
NSE Symbol	HARDWYN
MSEI Symbol	NA
ISIN	INE626Z01029
Name of the company	HARDWYN INDIA LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-12-2023
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	VIVEK RAWAL
Firms Name	VIKAS VERMA & ASSOCIATES
Qualification	CS
Membership Number	A43231
Date of Board Meeting in which appointed	23-11-2023
Date of Issuance of Report to the company	26-12-2023

Voting results	
Record date	24-11-2023
Total number of shareholders on record date	24228
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Ms. Nidhi Sethi (DIN No. 09617207) as Non-Executive Independent 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	0
Public-Institutions	E-Voting	1622606	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1622606	0	0	0	0	0	0
Public- Non Institutions	E-Voting	194562861	93640003	48.1284	93634717	5286	99.9944	0.0056
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	194562861	93640003	48.1284	93634717	5286	99.9944	0.0056
Total		348881467	246336003	70.6074	246330717	5286	99.9979	0.0021
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	

