



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

Date: 18.07.2022

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

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

Scrip ID: HARDWYN Scrip Code: 541276

**Subject**: - Voting Result of Postal Ballot and Remote E-Voting

**Reference**:- Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Ma'am,

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that, following resolutions have been passed by the Members of the Company with requisite majority on July 17, 2022, being the last date of receiving Postal Ballot and E-Voting: July 17, 2022.

- 1. Increase in remuneration payable to Mr. Rubaljeet Singh Sayal, Managing Director and CFO of the Company.
- 2. Increase in remuneration payable to Mr. SwaranJeet Singh Sayal, Executive Director of the Company.
- 3. To appoint Ms. Shikha Chawla (DIN 09523645), as an Independent Director.
- 4. To Reappointment/regularization of Ms. Tanya Sayal (DIN: 02821564) as Director of the Company.
- 5. Increase In Authorized Share Capital of The Company And Consequent Amendment To The Capital Clause Of The Memorandum of Association Of The Company.
- 6. To Consider Issue of Bonus Shares.

Please find enclosed herewith the following:-

- 1. Voting results as required under Regulation 44 of the Listing Regulations.
- 2. Report of Scrutinizer dated July 18, 2022, pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 and read with Companies (Management and Administration) Rules, 2014.

For Hardwyn India Limited





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

Kindly take the same on your records.

Yours faithfully,

For and on the behalf of Hardwyn India Limited

For Hardwyn India Limited

Rubaljeet Singh Sayal Managing Director DIN:00280624

Encl: 1). Voting Result

2) Scrutinizer Report

General information about company						
Scrip code	541276					
NSE Symbol	HARDWYN					
MSEI Symbol						
ISIN	INE626Z01011					
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)	17-07-2022					
Start time of the meeting						
End time of the meeting						

Scrutinizer Details							
Name of the Scrutinizer	Mr. Manish Kumar Singh						
Firms Name	M/S KMPM & Co.						
Qualification	CS						
Membership Number	A50969						
Date of Board Meeting in which appointed	13-06-2022						
Date of Issuance of Report to the company	18-07-2022						

Voting results							
Record date	10-06-2022						
Total number of shareholders on record date	835						
No. of shareholders present in the meeting either in person or through proxy							
a) Promoters and Promoter group	The state of the s						
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 6							
Disclosure of notes on voting results							

				Resolution(	(1)							
Resolution requ	uired: (Ordinary	/ Special)		Special	Special							
Whether promothe agenda/reso	oter/promoter gro olution?	oup are inter	rested in	Yes			v					
Description of	Description of resolution considered			Increase in remunera and CFO of the Com		to Mr.Rubal	ljeet Singh Sayal, Ma	anaging 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				
	E-Voting		7634800	100	7634800	0	100	0				
Decretor and	Poll					A						
Promoter and Promoter Group	Postal Ballot (if applicable)	7634800										
	Total	7634800	7634800	100	7634800	0	100	0				
	E-Voting											
	Poll											
Public- Institutions	Postal Ballot (if applicable)											
	Total											
Public- Non	E-Voting		300811	11.7266	300811	0	100	0				
Institutions	Poll							F	or Hardwyn India Lim			
	Postal Ballot (if applicable)	2565200							· Dire			

Total	2565200	300811	11.7266	300811	0	100	0
Total	10200000	7935611	77.8001	7935611	0	100	0
	×		Wh	ether resolution is	Pass or Not.	Yes	**
Disclosure of notes on resolution							

For Hardwyn India Limited

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

				Resolution(	(2)							
Resolution required: (Ordinary / Special)				Special	Special							
Whether promothe agenda/reso	oter/promoter gro olution?	oup are inte	rested in	Yes								
Description of	Description of resolution considered			Increase in remunera Director of the Comp		to Mr. Swara	anJeet Singh Sayal, I	Executive				
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	$(7)= \\ [(5)/(2)]*100$				
	E-Voting		7634800	100	7634800	0	100	0				
Dromoter and	Poll	7624000										
Promoter and Promoter Group	Postal Ballot (if applicable)	7634800	-									
	Total	7634800	7634800	100	7634800	0	100	0				
	E-Voting											
	Poll											
Public- Institutions	Postal Ballot (if applicable)				20							
	Total											
Public- Non	E-Voting		300811	11.7266	300811	0	100	0				
Institutions	Poll	2565200										
	Postal Ballot (if applicable)	2565200										

Total	2565200	300811	11.7266		300811	0	100		0
Total	10200000	7935611	77.8001		7935611	0	100		0
Whether resolution is Pass or Not.								*	
Disclosure of notes on resolution									

For Hardwyn India Limited

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

				Resolution(	(3)				
Resolution req	uired: (Ordinary	/ Special)		Special					
Whether promothe agenda/reso	oter/promoter gro olution?	oup are inter	rested in	No				84	
Description of	resolution consid	dered		To appoint Ms. Shik	ha Chawla (C	)IN 0952364	45), as an Independer	nt 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	
	E-Voting		7634800	100	7634800	0	100	0	
Promoter and	Poll	7624000							
Promoter and Promoter Group	Postal Ballot (if applicable)	7634800					÷		
	Total	7634800	7634800	100	7634800	0	100	0	
	E-Voting								
	Poll								
Public- Institutions	Postal Ballot (if applicable)								
	Total								
	E-Voting		300811	11.7266	300811	0	100	0	
	Poll								
Public- Non Institutions	Postal Ballot (if applicable)	2565200							For Hardwyn India Limited
34	Total	2565200	300811	11.7266	300811	0	100	0	• Director

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Total   102000	00   7935611	77.8001		7935611	0	100	0
	146		Whether	Yes	-40		
			Disclosu	ire of notes of	n resolution		

Details of Invalid Votes							
Category	No. of Votes						
Promoter and Promoter Group							
Public Insitutions	The size of the si						
Public - Non Insitutions							

				Resolution	(4)						
Resolution requ	uired: (Ordinary	/ Special)		Ordinary	Ordinary						
Whether promothe agenda/reso	oter/promoter grolution?	oup are inte	rested in	Yes							
Description of	Description of resolution considered			To Reappointment/rof the Company	egularization	of Ms. Tany	a Sayal (DIN: 02821	564) as 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			
	E-Voting		7634800	100	7634800	0	100	0			
_	Poll										
Promoter and Promoter Group	Postal Ballot (if applicable)	7634800									
	Total	7634800	7634800	100	7634800	0	100	0			
	E-Voting										
	Poll										
Public- Institutions	Postal Ballot (if applicable)										
	Total										
Public- Non	E-Voting		300811	11.7266	300811	0	100	0			
Institutions	Poll							F			
	Postal Ballot (if applicable)	2565200									

Total	2565200	300811	11.7266		300811	0	100		0	
Total	10200000	7935611	77.8001		7935611	0	100		0	
Whether resolution is Pass or Not.										
Disclosure of notes on resolution										

For Hardwyn India Limited

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

				Resolution	(5)				
Resolution requ	ired: (Ordinary	/ Special)		Ordinary			Y T		
Whether promothe agenda/reso	oter/promoter grollution?	oup are inte	rested in	No					
Description of resolution considered				In Authorized Share Capital Clause Of The	Capital Of The Memorand	he Company um Of Asso	And Consequent Asciation Of The Com	mendment To The pany	
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	
V		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100	
	E-Voting		7634800	100	7634800	0	100	0	
December and	Poll	7634800							
Promoter and Promoter Group	Postal Ballot (if applicable)	7634800		2	ii			-2.	
	Total	7634800	7634800	100	7634800	0	100	0	
	E-Voting								
	Poll								
Public- Institutions	Postal Ballot (if applicable)								
	Total								
Public- Non	E-Voting		300811	11.7266	300811	0	100	0	
Institutions	Poll							c	or Hardwyn India Limite
	Postal Ballot (if applicable)	2565200							Diporte

Total	2565200	300811	11.7266		300811	0	100		0
Total	10200000	7935611	77.8001	- L - J	7935611	0	100		0
	Yes								
Disclosure of notes on resolution									

For Hardwyn India Limited

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

				Resolution	(6)						
Resolution requ	uired: (Ordinary	/ Special)		Special	Special						
Whether promothe agenda/reso	oter/promoter grolution?	oup are inte	rested in	No	No						
Description of	resolution consi	dered		TO CONSIDER ISS	UE OF BON	US SHARE	S				
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			
	E-Voting		7634800	100	7634800	0	100	0			
Promoter and	Poll	7634800						DI			
Promoter and Promoter Group	Postal Ballot (if applicable)	7634800			17.				,		
	Total	7634800	7634800	100	7634800	0	100	0			
	E-Voting										
	Poll										
Public- Institutions	Postal Ballot (if applicable)				5: -						
	Total										
	E-Voting		300811	11.7266	300811	0	100	0			
	Poll	2565200				Î					
Public- Non Institutions	Postal Ballot (if applicable)	2565200						F(	r Hardwyn India Limi		
	Total	2565200	300811	11.7266	300811	0	100	0	Direc		

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Total	10200000	7935611	77.8001		7935611	0	100	0
				Whether	resolution is l	Pass or Not.	Yes	
				Disclosu	re of notes of	n resolution		

For Hardwyn India Limited

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

## Scrutinizer Report [Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014]

Date:18.07.2022

To

Mr.SwaranJeet Singh Chairman Hardwyn India Limited B-101, Phase-1, Mayapuri, South West Delhi 110064

Dear Sir,

Sub: Report of Scrutinizer on Voting Process (including Physical Postal Ballot and Remote Evoting) conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014

The Board of Directors of Hardwyn India Limited issued postal ballot notice dated June 13, 2022 (hereinafter referred as "Notice") and decided to provide to the members of the Company, facility to exercise their voting rights on the resolutions as set out in the notice by way of Voting by electronic means ("remote e-voting") or physical postal ballots; as required under the provisions of Section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

I Manish Kumar Singh, Managing Partner of Ms. KMPM & Co. Practicing Company Secretary(FRN: P2020DE081800) was appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on June 13, 2022 as required under Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the results of remote e-voting and voting by physical postal ballots; in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to remote e-voting or by way of physical postal ballots.

My responsibility as a scrutinizer for the voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make the Scrutinizers' Report of the votes cast "in favour" or "against" and "invalid votes" on the resolutions stated in notice and based on the reports generated from the physical Postal Ballots and E-voting System provided by the Central Depository Services (India) Limited (CDSL) the authorized agency to provide Remote E-voting Gallites and engaged by the company for that purpose.

### <u>Resolution No.1</u>- Increase in remuneration payable to Mr. Rubaljeet Singh Sayal, Managing Director and CFO of the Company- Special Business and Special Resolution

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	% of Votes against on votes
		(1)	(2)	(3)={(2 )/(1)}*100	(4)	(5)	polled (6)={[4]/ [2]}*100	polled [7]={[5]/ [2]}*100
Promoter and Promoter Group	E- Voting	7634800*	7634800*	100	7634800*	0	100	0
Public Institutions	E- Voting	0	0	0	0	0	0	0
Public Non- Institutions	E- Voting	2565200	300811	11.7266	300811	0	100	0
Total		10200000	7935611	77.8001	7935611	0	100	0

\*In view of amended definition of the term 'Related Party' pursuant to regulation 2(zb) and proviso of sub-regulation 6 of Regulation 29 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting exercised by all interested personsinvolved in the transaction shall abstain from voting in the general meeting.

<u>Resolution No.2</u>-Increase in remuneration payable to Mr. SwaranJeet Singh Sayal, Executive Director of the Company.- Special Business and Special Resolution.

Category	Mode of	No. of shares	No. of votes	% of Votes Polled on	No. of Votes in	No. of Votes	% of Votes in	% of
	Voting	held	polled*	outstanding shares	favour	Against	favour on votes polled	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	7634800*	7634800*	100	7634800*	0 .	100	0
Public Institutions	E- Voting	0	0	0	0	0	0	0
Public Non- Institutions	E- Voting	2565200	300811	11.7266	300811	0	100	0
Total		10200000	7935611	77.8001	7935611	0	100	0

\*In view of amended definition of the term 'Related Party' pursuant to regulation 2(zb) and proviso of sub-regulation 6 of Regulation 29 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting exercised by all interested persons involved in the transaction shall abstain from voting in the general meeting.



### Resolution No.3- To appoint Ms. Shikha Chawla (DIN 09523645), as an Independent Director: Special Business and Special Resolution.

Category	Mode	No. of	No. of	% of Votes	No. of	No. of	% of	% of
	of	shares	votes	Polled on	Votes in	Votes	Votes in	Votes
	Voting	held	polled*	outstanding	favour	Against	favour	against
				shares			on votes polled	on votes polled
		(1)	(2)	(3)={(2 )/(1)}*100	(4)	(5)	(6)={[4]/ [2]}*100	[7]={[5]/ [2]}*100
Promoter	F	7634800	7634800	100	7634800	0	100	0
and	E-							
Promoter	Voting							
Group						- 1		
Public	E-	0	0	0	0	0	0	0
Institutions	Voting							· ·
Public	E-	2565200	300811	11.7266	300811	0	100	0
Non-	Voting	Selling in the selection of the selectio		11200	300011	U	100	U
Institutions	8							
Total		10200000	7935611	77.8001	7935611	0	100	0

<sup>\*</sup>No of votes polled does not include no. of votes abstained.

### Resolution No.4- To Reappointment/regularization of Ms. Tanya Sayal (DIN: 02821564) as Director of the Company.Special Business and Ordinary Resolution.

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares  (3)={(2	No. of Votes in favour	No. of Votes Against	Votes in favour a on votes o	% of
								Votes
								against
								on votes
							polled	polled
							$(6)=\{[4]/$	[7]={[5]/
D				)/(1)}*100			[2]}*100	[2]}*100
Promoter	-	7634800*	7634800*	100	7634800*	0	100	0
and	E-							
Promoter	Voting							
Group								
Public	E-	0	0	0	0	0	0	0
Institutions	Voting				= =			0
Public	E-	2565200	300811	11.7266	300811	0	100	0
Non-	Voting				555511	U	100	U
Institutions						-		
Total		10200000	7935611	77.8001	7935611	0	100	0

<sup>\*</sup>In view of amended definition of the term 'Related Party' pursuant to regulation 2(zb) and proviso of sub-regulation 6 of Regulation 29 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting exercised by all interested persons involved in the transaction shall abstain from voting in the general meeting.



# Resolution No.5 - Increase In Authorized Share Capital Of The Company And Consequent Amendment To The Capital Clause Of The Memorandum Of Association Of The Company-Special Business and Ordinary Resolution.

Category	Mode	No. of	No. of	% of Votes	No. of	No. of	0/ 6	0.4
0 0	of	shares	votes	Polled on	Votes in	Votes	% of	% of
	Voting	held	polled*	outstanding	favour	Against	Votes in	Votes
	0	P	Poned	shares	lavour	Against	favour	against
							on votes polled	on votes polled
		(1)	(2)	(3)={(2 )/(1)}*100	(4)	(5)	(6)={[4]/ [2]}*100	[7]={[5]/ [2]}*100
Promoter and	E-	7634800	7634800	100	7634800	0	100	0
Promoter Group	Voting			-				
Public	E-	0	0	0	0	0	0	0
Institutions	Voting		175500			U	U	U
Public	E-	2565200	300811	11.7266	300811	0	100	0
Non-	Voting			1117200	300011	U	100	U
Institutions	J			-				
Total		10200000	7935611	77.8001	7935611	0	100	0

<sup>\*</sup>No of votes polled does not include no. of votes abstained.

### Resolution No.6 -To Consider Issue of Bonus Shares -Special Business and Special Resolution.

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	% of Votes against on votes
		(1)	(2)	(3)={(2 )/(1)}*100	(4)	(5)	polled (6)={[4]/ [2]}*100	polled [7]={[5]/ [2]}*100
Promoter and Promoter Group	E- Voting	7634800	7634800	100	7634800	0	100	0
Public Institutions	E- Voting	0	0	0	0	0	0	0
Public Non- Institutions	E- Voting	2565200	300811	11.7266	300811	0	100	0
Total	11 1 1	10200000	7935611	77.8001	7935611	0	100	0

<sup>\*</sup>No of votes polled does not include no. of votes abstained.



All the Resolutions stated in postal ballot notice dated June 13 ,2022 as per the details above stand passed under Postal ballot process including remote E-voting with the requisite majority and hence deemed to be passed and aforesaid result of voting by members through remote e-voting in respect of the abovementioned resolutions may accordingly be declared by the Scrutinizer appointed for this process.

#### 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.

I thank you for the opportunity given, to act as a Scrutinizer for the above Postal Ballot process of your Company.

For KMPM& Co. (Company Secretaries)

Manish Kumar Singh Managing Partner

M.No. A50969

COP No. 18611

FRN: P2020DE081800

Place: New Delhi

Date: 18.07.2022

UDIN-A050969D000638435