

Date: 21.06.2022

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

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

Subject:-Revised Intimation regarding Report of Scrutinizer that was submitted on July 18, 2022.

Dear Sir/Ma'am,

This is to inform you that in pursuance to the intimation regarding the Voting Result of Postal Ballot dated 18th July, 2022. We have already submitted the Scrutinizer Report pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 and read with Companies (Management and Administration) Rules, 2014 in that intimation. However the second page of Scrutinizer Report was missed inadvertently in the previous intimation. Hence, we are submitting the Scrutinizer Report again.

We request you to kindly consider this and take the same on record.

Thanking you

Yours Faithfully,

**FOR AND ON BEHALF OF
HARDWYN INDIA LIMITED**

For Hardwyn India Limited

• Swaran Jeet Singh Sayal
Director
DIN: 00280576



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 E-voting) 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 facilities and engaged by the company for that purpose.

Further to above, I submit my report as under

1. The members of the company whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained in the depositories as on the Cut-off date i.e. Friday, June 10, 2022 were entitled to vote on the Ordinary Resolution and Special Resolution in the notice.
2. The postal ballot notice along with the postal ballot form was mailed electronically to the members who had registered their emails with the depositories. In other cases, the company had dispatched postal ballot notice along with the postal ballot forms and postage prepaid self addressed business reply envelopes on Wednesday, June 15, 2022.
3. The Company has published on Thursday, June 16, 2022, an advertisement about the dispatch of Postal Ballot Notice in Financial Express (English) and Jansatta (Hindi).
4. The votes exercised through e-voting facility from Saturday, June 18, 2022 (9.00 a.m. IST) till Sunday, July 17, 2022 (5.00 p.m. IST) and all physical postal ballot forms received till 5:00 p.m. on Sunday, July 17, 2022; being the last date for receipt of postal ballot forms and remote e-voting; were considered for my scrutiny. The envelopes containing postal ballot forms; if any, received after 5:00 p.m. on Sunday, July 17, 2022 were not considered for my scrutiny.
5. After the closure of Voting period on Sunday, July 17, 2022, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
6. The details containing list of the shareholders who casted their votes electronically on each of the resolutions; was downloaded from the e-voting website of CDSL www.evotingindia.com, The physical postal ballots were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
7. I have scrutinized, downloaded and counted the votes casted through remote e-voting facility and votes casted by physical postal ballots and their particulars have been recorded in accordance with the Companies (Management and Administration) Rules, 2014; for the purpose of this report.
8. No member has voted through both the modes i.e. remote e-voting as well as physical postal ballot.

On proper scrutiny of all the Postal Ballot votes cast by way of e-voting, I report the result of the Postal Ballot as under:

The result of the E-voting and Postal Ballot are as under:

Resolution No.1- 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 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	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.2-Increase in remuneration payable to Mr. Swaranjeet Singh Sayal, Executive Director 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 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	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 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	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

*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	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	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.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 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	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

*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 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	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

*No of votes polled does not include no. of votes abstained.



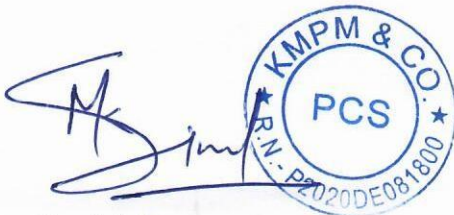
All the Resolutions stated in postal ballot notice dated June 13 ,2022 as per the details above stand passed under Postal ballot process including remote E-voting with the requisite majority and hence deemed to be passed and aforesaid result of voting by members through remote e-voting in respect of 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**