

**NEAPS/BSE ONLINE**

5<sup>th</sup> July, 2024

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 4<sup>th</sup> June, 2024 regarding seeking approval from the shareholders by way of postal ballot on the following items:

1. Increase in Authorised Share Capital of the Company and consequential amendment in Capital clause of Memorandum of Association of the Company- **Ordinary resolution**
2. Re-appointment of Mr. Nand Gopal Khaitan (DIN: 00020588) as an Independent Director of the Company- **Special resolution**
3. Re-appointment of Mr. Salil Kumar Bhandari (DIN: 00017566) as an Independent Director of the Company- **Special resolution**
4. Re-appointment of Mr. Ashok Jaipuria (DIN: 00214707) as an Independent Director of the Company- **Special resolution**

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 28<sup>th</sup> May, 2024 for conducting the Postal Ballot process, has submitted his report dated 5<sup>th</sup> July, 2024. 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**

**(Payal M Puri)**

**Company Secretary and Sr. 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**

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 28 May, 2024 and passed by the Members of the Company by means of Postal Ballot through remote e-voting on 4 July, 2024 duly declared by the Company on 5 July, 2024 at 12.30 P.M. at the Registered Office of the Company at 2, Red Cross Place, Kolkata- 700 001

Date of declaration of Postal Ballot Results	5 July, 2024
Total number of shareholders on record date i.e. 31 May, 2024	40,024
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**

**Increase in Authorised Share Capital of the Company and consequential amendment in Capital clause of Memorandum of Association of the Company**

Resolution Required : (Ordinary/Special)							Ordinary	
Whether promoter/ promoter group are intersted 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	3,70,99,787	100.00	3,70,99,787	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>3,70,99,787</b>	<b>100.00</b>	<b>3,70,99,787</b>	-	<b>100.00</b>	-
Public-Institutions	E-voting	99,18,953	60,73,855	61.23	60,61,038	12,817	99.79	0.21
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>60,73,855</b>	<b>61.23</b>	<b>60,61,038</b>	<b>12,817</b>	<b>99.79</b>	<b>0.21</b>
Public-Non Institutions	E-voting	2,52,77,655	51,97,988	20.56	51,83,552	14,436	99.72	0.28
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>51,97,988</b>	<b>20.56</b>	<b>51,83,552</b>	<b>14,436</b>	<b>99.72</b>	<b>0.28</b>
<b>Total</b>		<b>7,22,96,395</b>	<b>4,83,71,630</b>	<b>66.91</b>	<b>4,83,44,377</b>	<b>27,253</b>	<b>99.94</b>	<b>0.06</b>

**Agenda No.2**

**Re-appointment of Mr. Nand Gopal Khaitan as an Independent Director of the Company**

Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are intersted 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	3,70,99,787	100.00	3,70,99,787	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>3,70,99,787</b>	<b>100.00</b>	<b>3,70,99,787</b>	-	<b>100.00</b>	-
Public-Institutions	E-voting	99,18,953	60,73,855	61.23	51,75,804	8,98,051	85.21	14.79
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>60,73,855</b>	<b>61.23</b>	<b>51,75,804</b>	<b>8,98,051</b>	<b>85.21</b>	<b>14.79</b>
Public-Non Institutions	E-voting	2,52,77,655	51,94,642	20.55	51,81,973	12,669	99.76	0.24
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>51,94,642</b>	<b>20.55</b>	<b>51,81,973</b>	<b>12,669</b>	<b>99.76</b>	<b>0.24</b>
<b>Total</b>		<b>7,22,96,395</b>	<b>4,83,68,284</b>	<b>66.90</b>	<b>4,74,57,564</b>	<b>9,10,720</b>	<b>98.12</b>	<b>1.88</b>

**Agenda No.3****Re-appointment of Mr. Salil Kumar Bhandari as an Independent Director of the Company**

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	3,70,99,787	100.00	3,70,99,787	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>3,70,99,787</b>	<b>100.00</b>	<b>3,70,99,787</b>	-	<b>100.00</b>	-
Public-Institutions	E-voting	99,18,953	60,73,855	61.23	52,24,982	8,48,873	86.02	13.98
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>60,73,855</b>	<b>61.23</b>	<b>52,24,982</b>	<b>8,48,873</b>	<b>86.02</b>	<b>13.98</b>
Public-Non Institutions	E-voting	2,52,77,655	51,94,588	20.55	51,79,548	15,040	99.71	0.29
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>51,94,588</b>	<b>20.55</b>	<b>51,79,548</b>	<b>15,040</b>	<b>99.71</b>	<b>0.29</b>
<b>Total</b>		<b>7,22,96,395</b>	<b>4,83,68,230</b>	<b>66.90</b>	<b>4,75,04,317</b>	<b>8,63,913</b>	<b>98.21</b>	<b>1.79</b>

**Agenda No.4****Re-appointment of Mr. Ashok Jaipuria as an Independent Director of the Company**

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	3,70,99,787	100.00	3,70,99,787	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>3,70,99,787</b>	<b>100.00</b>	<b>3,70,99,787</b>	-	<b>100.00</b>	-
Public-Institutions	E-voting	99,18,953	60,73,855	61.23	48,92,884	11,80,971	80.56	19.44
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>60,73,855</b>	<b>61.23</b>	<b>48,92,884</b>	<b>11,80,971</b>	<b>80.56</b>	<b>19.44</b>
Public-Non Institutions	E-voting	2,52,77,655	51,94,488	20.55	51,81,904	12,584	99.76	0.24
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>51,94,488</b>	<b>20.55</b>	<b>51,81,904</b>	<b>12,584</b>	<b>99.76</b>	<b>0.24</b>
<b>Total</b>		<b>7,22,96,395</b>	<b>4,83,68,130</b>	<b>66.90</b>	<b>4,71,74,575</b>	<b>11,93,555</b>	<b>97.53</b>	<b>2.47</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,**  
**CIN: L74999WB 2017PLC222970)**  
2 Red Cross Place,  
Kolkata-700 001.

Dear Sir,

**Sub: Scrutinizer's report on remote e-voting conducted on the resolutions mentioned in the Postal Ballot Notice dated 28<sup>th</sup> May, 2024 of Hindware 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 your Company at their meeting held on 28<sup>th</sup> May, 2024 for the purpose of scrutinizing the votes caste through remote e-voting and ascertaining the results thereof in a fair and transparent manner in respect of the following special resolutions to be passed by Members as set out in the postal ballot notice dated 28<sup>th</sup> May, 2024 of the Company ("Notice") issued 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, 11/2022 dated 28<sup>th</sup> December, 2022 and 09/2023 dated 25<sup>th</sup> September, 2023 ("MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

Sl. No.	Type of Resolution	Particulars
1	Ordinary resolution	Increase in Authorized Share Capital of the Company and consequential amendment in capital clause of Memorandum of Association of the Company
2	Special resolution	Re-appointment of Mr Nand Gopal Khaitan as an Independent Director of the Company
3	Special resolution	Re-appointment of Mr Salil Kumar Bhandari as an Independent Director of the Company
4	Special resolution	Re-appointment of Mr Ashok Jaipuria as an Independent Director of the Company

Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars notified from time to time and SEBI Circulars and rules relating to the postal ballot process on the resolutions set out in the notice dated 28<sup>th</sup> May, 2024. My responsibility, as scrutinizer to scrutinize the e-voting process is restricted to the extent of ascertaining requisite votes caste i.e., "in Favour" and "Against" the resolutions mentioned in the said notice of postal ballot.

**UDIN: F002366F000639717**

1. I submit my report as under:
  - 1.1. As per the information provided by the Management, Registrar & Share Transfer Agent (“RTA”) had completed dispatch of the notice of postal ballot dated 28<sup>th</sup> May, 2024 along with other details through electronic mode only on 4<sup>th</sup> June, 2024 to those Members whose names appeared in the Register of Members/List of Beneficiaries with registered e-mail addresses as on 31<sup>st</sup> May, 2024 being the cut-off date fixed by the Board.
  - 1.2. The Members holding shares in physical mode and not having email ID registered with RTA 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 MCA Circular, public notices were published in “Financial Express, Kolkata” (English Edition) and “Ekdin, Kolkata” (Bengali Edition) on 5<sup>th</sup> June, 2024 informing the Members about completion of dispatch of Postal Ballot notice electronically, along with other information as specified in the said 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 Wednesday, 5<sup>th</sup> June, 2024 from 9:00 A.M. (IST) and concluded on Thursday, 4<sup>th</sup> July, 2024 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 28<sup>th</sup> May, 2024, 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 do all incidental and necessary steps in this regard.
  - 1.7. I have relied on confirmation provided by 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 P.M. on 4<sup>th</sup> July, 2024 in presence of two witnesses Mr. Naveen Saraf of 58/26, Prince Anwar Saha Road, Kolkata 700045 and Mr. Anirudh Saraf of 58/26, Prince Anwar Saha Road, Kolkata 700045; who were not in employment of the above Company.
  - 1.9 There were 40024 numbers of eligible Members holding total 7,22,96,395 no(s) of Equity Shares of Rs. 2/- each to vote as on cut-off date i.e., 31<sup>st</sup> May, 2024. On scrutiny, I report that out of these shareholders, 262 shareholders holding 48,371,684 Shares have exercised their vote through remote e-voting. The details of e voting on the proposed resolutions as mentioned above are provided in the **Annexure “A”** attached to this report.

**UDIN: F002366F000639717**

**RESULT:**

Resolution number 1 as stated in the postal ballot notice stand passed with requisite majority and Resolutions number 2, 3 and 4 as stated in the postal ballot notice stand passed with requisite majority as special on 4<sup>th</sup> July, 2024, since more than three fourth of votes of participating members were cast in favor of the resolutions 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 6<sup>th</sup> July, 2024 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 thereunder.

Thanking You,

Place: Kolkata  
Date: 5<sup>th</sup> July, 2024

Yours faithfully,  
**FOR PRAVIN KUMAR DROLIA,**  
(Company Secretary in whole time practice)  
**PRAVIN KUMAR** Digitally signed by PRAVIN KUMAR  
**DROLIA** DROLIA  
Date: 2024.07.05 11:10:07 +05'30'  
(Pravin Kumar Drolia)  
Proprietor.  
FCS:2366, CP 1362.  
UDIN: F002366F000639717  
Peer View Reg: 1928/2022

## HINDWARE HOME INNOVATION LIMITED

## Details of e-voting results on the resolutions approved through postal ballot process on Thursday, 4th July, 2024 at 5.00 P.M.

Total No. of Shareholder as on record date i.e. 31st May, 2024 = 40,024  
 Total No. of paid up Shares as on 31st May, 2024 = 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	Votes cast in favour of the resolutions		% of valid votes in favour of the resolutions	Votes cast against the resolutions		% of valid votes against the resolutions	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	Increase in Authorized Share Capital of the Company and consequential amendment in capital clause of Memorandum of Association of the Company (passed as an ordinary resolution)	Electronic	262	4,83,71,684	260	4,83,71,630	100.00	-	-	-	251	4,83,44,377	99.94	10	27,253	0.06	2	54
		TOTAL	262	4,83,71,684	260	4,83,71,630	100.00	-	-	-	251	4,83,44,377	99.94	10	27,253	0.06	2	54
2	Re-appointment of Mr. Nand Gopal Khaitan as an Independent Director of the Company (passed as a special resolution)	Electronic	262	4,83,71,684	261	4,83,68,284	99.99	-	-	-	237	4,74,57,564	98.12	27	9,10,720	1.88	1	3,400
		TOTAL	262	4,83,71,684	261	4,83,68,284	99.99	-	-	-	237	4,74,57,564	98.12	27	9,10,720	1.88	1	3,400
3	Re-appointment of Mr. Salil Kumar Bhandari as an Independent Director of the Company (passed as a special resolution)	Electronic	262	4,83,71,684	259	4,83,68,230	99.99	-	-	-	234	4,75,04,317	98.21	27	8,63,913	1.79	3	3,454
		TOTAL	262	4,83,71,684	259	4,83,68,230	99.99	-	-	-	234	4,75,04,317	98.21	27	8,63,913	1.79	3	3,454
4	Re-appointment of Mr. Ashok Jaipuria as an Independent Director of the Company (passed as a special resolution)	Electronic	262	4,83,71,684	258	4,83,68,130	99.99	-	-	-	218	4,71,74,575	97.53	40	11,93,555	2.47	4	3,554
		TOTAL	262	4,83,71,684	258	4,83,68,130	99.99	-	-	-	218	4,71,74,575	97.53	40	11,93,555	2.47	4	3,554

Resolution No. 1 - 1 No. of Custodian Shareholder voting on resolution partly in "YES" and Partly in "NO"

Resolution No. 2 - 3 Nos. of Custodian Shareholders voting on resolution partly in "YES" and Partly in "NO"

Resolution No. 3 - 2 Nos. of Custodian Shareholders voting on resolution partly in "YES" and Partly in "NO"

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

Digitally signed by  
 PRAVIN KUMAR  
 DROLIA  
 Date: 2024.07.05  
 11:08:17 +05'30'

Name and address of witnesses  
 sd/-

1 Mr. Naveen Saraf of  
 58/26, Prince Anwar Saha Road,  
 Kolkata - 700045.

2 Mr. Anirudh Saraf of  
 58/26, Prince Anwar Saha Road,  
 Kolkata - 700045.

( Pravin Kumar Drolia)

Proprietor.

FCS 2366, CP 1362

Dated: 05/07/2024

UDIN: F002366F000639717

Peer review regn: 1928/2022