

1<sup>st</sup> July 2024

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400 001

Scrip Code : 517354

**Ref: Your email dated 1<sup>st</sup> July 2024 regarding Conclusion Time in the Proceedings of General Meetings**

**Sub: Company Intimation filed on 28<sup>th</sup> June, 2024 towards Proceedings of 41<sup>st</sup> Annual General Meeting u/r 30 alongwith the Consolidated Scrutinizer's Report and Results of the e-Voting at AGM u/r 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015**

Dear Sir/ Madam,

This is further to the Corporate Announcement filed by the Company viz Havells India Limited on 28<sup>th</sup> June, 2024 post its Annual General Meeting which was held on that date, alongwith the XBRL filing of Voting Results on the same date. The XBRL filing was made with the time of Conclusion of the Meeting as 2:47 pm. However, the same was not mentioned in the Proceedings filed in pdf mode.

As advised by your good office vide captioned email, the Company is herewith filing the Proceedings of the 41<sup>st</sup> Annual General Meeting once again under this cover letter, duly mentioning the conclusion time of the AGM as 2:47 pm.

Kindly acknowledge receipt.

Thanking you.

Yours faithfully,  
for **Havells India Limited**

(Sanjay Kumar Gupta)  
Company Secretary

Encl.: A/a

HAVELLS INDIA LTD.

Corporate Office: QRG Towers, 2D, Sector 126, Expressway, Noida - 201304, U.P (INDIA). Tel: +91-120-3331000, Fax: +91-120-3332000, E-mail: marketing@havells.com, www.havells.com  
Registered Office: 904, 9th Floor, Surya Kiran Building, K.G. Marg, Connaught Place, New Delhi - 110001. (INDIA)  
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**PROCEEDINGS OF THE 41<sup>ST</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 28<sup>TH</sup> JUNE, 2024 AT 2:00 P.M. THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM) AND CONCLUDED AT 2:47 P.M.**

Date of the AGM: **28<sup>TH</sup> JUNE, 2024**

Total number of shareholders on Cut-off i.e. **21<sup>st</sup> June, 2024: 2,16,604**

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: —

Public: —

No. of Shareholders attended the meeting **through Video Conferencing:**

Promoters and Promoter Group:- **3**

Public:- **115**

Directors Present:

- 1. Shri Anil Rai Gupta: Chairman and Managing Director**
- 2. Shri Surjit Kumar Gupta: Non-Executive Director**
- 3. Shri Ameet Kumar Gupta: Whole-time Director**
- 4. Shri Rajesh Kumar Gupta: Whole-time Director & Group CFO**
- 5. Shri U K Sinha – Independent Director, Chairman of Audit Committee**
- 6. Smt Namrata Kaul – Independent Director**
- 7. Shri Subhash S Mundra – Independent Director, Chairman of Stakeholders Relationship/ Grievance Redressal Committee**
- 8. Shri Vivek Mehra – Independent Director, Chairman of Corporate Social Responsibility & Environmental, Social and Governance Committee**
- 9. Shri Ashish Bharat Ram – Independent Director, Chairman of Nomination and Remuneration Committee**
- 10. Shri Jalaj Ashwin Dani – Independent Director, Chairman of Enterprises Risk Management Committee**
- 11. Shri B Prasada Rao – Independent Director**
- 12. Shri Puneet Bhatia – Non-Independent Non-Executive Director**
- 13. Shri Siddhartha Pandit – Wholetime Director**

**Shri TV Mohandas Pai, Non-Independent Non-Executive Director, was pre-occupied with other commitments and therefore could not participate in the AGM**

Chairman, other Directors and Officers were participating in the Meeting through VC.

Company Secretary welcomed the Shareholders who were participating in the Meeting through VC/ OAVM and briefed them about certain important points regarding video conferencing. Thereafter, he requested the Chairman, Shri Anil Rai Gupta to chair the meeting.

Chairman welcomed all the Shareholders and asked all the fellow colleagues on the Board to introduce themselves to all the shareholders on the occasion of the 41<sup>st</sup> AGM of the Company. Upon confirmation of quorum by NSDL, the Chairman declared the Meeting open. Thereafter the Notice of AGM and Directors' Report were taken as read by the Shareholders of the Company.

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| The Chairman presented his speech.  |                              |  |
| Thereafter the Company Secretary requested the Statutory Auditors to read the Auditors' Report.   |                              |  |
| <p>After the Auditor's Report was read by the Statutory Auditor, the Company Secretary informed the Members that the Company had provided Remote E-voting facility to all the Members entitled to cast their vote (i.e. persons who were Members on 21<sup>st</sup> June, 2024, being the cut-off date) on all the Resolutions as set out in the Notice of AGM during the period from 25<sup>th</sup> June, 2024 to 27<sup>th</sup> June, 2024 as per the provisions of Companies Act, 2013 read with Rules framed thereunder. He informed that CS Mohd Zafar, Practicing Company Secretary (Membership No. FCS 9184, COP No. 13875), was appointed as the Scrutinizer for the purpose of carrying out the remote e-voting and the e-voting process during AGM in a fair and transparent manner.</p> <p>Further, in terms of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Members attending the AGM who had not already cast their vote by Remote E-voting were also provided the option to exercise their right to vote through E-voting during the AGM on all the 11 (eleven) Resolutions of Ordinary and Special businesses as set out in the Notice of AGM.</p> <p>The Members were informed that the Results would be declared after considering the Remote e-voting and the e-Voting by Members present in the AGM. They were also informed that the Results would be submitted to the Stock Exchanges (NSE and BSE) in 2 working days and placed on the website of the Company.</p> <p>As the Meeting was convened through VC/ OAVM, the following Resolutions had already been put to vote through remote e-voting and the requirement to propose and second was not applicable.</p> |                              |  |
| <b>1.</b>   | <b>Detail of the Agenda:</b> | Adoption of the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2024, the Reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2024 and the Report of Auditors thereon. |
|   | <b>Resolution required:</b>  | Ordinary Resolution  |
| <b>2.</b>   | <b>Detail of the Agenda:</b> | Confirmation of the payment of Interim Dividend of Rs. 3.00 per equity share of Re. 1/- each already paid as an Interim Dividend during the Financial Year 2023-24.  |
|   | <b>Resolution required:</b>  | Ordinary Resolution  |
| <b>3.</b>   | <b>Detail of the Agenda:</b> | Declaration of a Final Dividend of Rs. 6.00 per equity share of Re. 1/- each for the Financial Year 2023-24.   |
|   | <b>Resolution required:</b>  | Ordinary Resolution  |
| <b>4.</b>   | <b>Detail of the Agenda:</b> | Appointment of a Director in place of Shri Ameet Kumar Gupta (DIN: 00002838), retiring by rotation and being eligible, offering himself for re-appointment   |
|   | <b>Resolution required:</b>  | Ordinary Resolution  |

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| 5.   | <b>Detail of the Agenda:</b> | Appointment of a Director in place of Shri Surjit Kumar Gupta (DIN: 00002810), retiring by rotation and being eligible, offering himself for re-appointment |
|  | <b>Resolution required:</b>  | Special Resolution  |
| 6.   | <b>Detail of the Agenda:</b> | Ratification of Cost Auditors' Remuneration   |
|  | <b>Resolution required:</b>  | Ordinary Resolution   |
| 7.   | <b>Detail of the Agenda:</b> | Re-appointment of Shri Ameet Kumar Gupta (DIN: 00002838) as the Wholetime Director of the Company   |
|  | <b>Resolution required:</b>  | Ordinary Resolution   |
| 8.   | <b>Detail of the Agenda:</b> | Re-appointment of Shri Rajesh Kumar Gupta (DIN: 00002842) as the Whole-time Director & Group CFO of the Company   |
|  | <b>Resolution required:</b>  | Special Resolution  |
| 9.   | <b>Detail of the Agenda:</b> | Re-appointment of Shri Bontha Prasada Rao (DIN: 01705080) as an Independent Director for a Second Term  |
|  | <b>Resolution required:</b>  | Special Resolution  |
| 10.  | <b>Detail of the Agenda:</b> | Re-appointment of Shri Subhash S Mundra (DIN: 00979731) as an Independent Director for a Second Term  |
|  | <b>Resolution required:</b>  | Special Resolution  |
| 11.  | <b>Detail of the Agenda:</b> | Re-appointment of Shri Vivek Mehra (DIN: 00101328) as an Independent Director for a Second Term   |
|  | <b>Resolution required:</b>  | Special Resolution  |
| <p>The Chairman called the names of Shareholders who had registered themselves as registered speakers to express their views and queries.</p> <p>Thereafter the Chairman answered the queries of the shareholders. The Chairman thereafter informed that Members who had not cast their vote already through Remote e-voting may cast their vote by going to the e-voting platform.</p> <p>The Chairman thanked the shareholders and others for attending the Meeting.</p> <p>The Company Secretary proposed a vote of thanks to the Chair and the Meeting ended at 2:47 pm.</p> |                              |   |

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