



SCRUTINIZER'S REPORT

Date: 25/01/2024

To,
The Chairman,
HAWKINS COOKERS LIMITED
Maker Tower F 101, Cuffe Parade,
Mumbai 400005.

Sub: **Result of Postal Ballot conducted by Remote E-voting in respect of the Special Resolutions as included in the Postal Ballot Notice dated 23.12.2023.**

Dear Sir,

I, Jayshree S. Joshi, Proprietor of Jayshree Dagli & Associates, Company Secretaries, Mumbai, (FCS 1451; CP 487) have been appointed by the Board of Directors of **Hawkins Cookers Limited** (the Company) (CIN: L28997MH1959PLC011304) for the purpose of scrutinizing the remote e-voting process ("e-Voting") in a fair and transparent manner on the resolutions contained in the POSTAL BALLOT Notice dated December 23, 2023, issued in accordance with General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and the latest Circular No. 9/2023 dated September 25, 2023, issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "**MCA Circulars**").

It is the responsibility of the Management of the Company to ensure due compliance of the applicable provisions of the Companies Act, 2013 and Rules made thereunder, the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ("LODR") and also the requirements thereof relating to voting through electronic means on the resolutions contained in the said Postal Ballot Notice. As the Scrutinizer for the e-Voting process, my role and responsibility are limited to make a Scrutinizer's Report of the votes cast "in favour" or "against" in respect of the Resolutions contained in the Notice. My report is based on the reports generated from the e-Voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide Remote e-Voting facilities and papers / documents furnished to me electronically, till the time fixed for closing of the remote e-voting process i.e. till 5 p.m. on Thursday, January 25, 2024.

I submit my Report as under: -

- i. The Company completed on December 26, 2023 the dispatch of Postal Ballot Notice along with the required attachments thereto through E-mail, wherever applicable, with a request for E-voting and additionally by post to the registered mailing addresses of those members whose email addresses are not registered for informing them about e-voting.
- ii. The Remote e-Voting period remained open from Wednesday, December 27, 2023 (9.00 A.M.) to Thursday, January 25, 2024 (5.00 P.M.).



- iii. The Members of the Company as on the "cut-off" date i.e. Friday, December 22, 2023 were entitled to vote on the Resolutions (item Nos. 1 and 2 as set out in the Postal Ballot Notice of the Company).
- iv. The votes cast via remote e-voting were blocked on Thursday, January 25, 2024 immediately after completion of voting hours in the presence of 2 witnesses Mr. Ajay V. Mehta, Practicing Company Secretary (ACS - 9332) and Ms. Bhavika Patel (ACS - 65770) who are not in the employment of the Company.
- v. Thereafter, the details containing, inter alia, list of Members, who voted through Remote e-voting, "for" and/or "against" each of the resolutions that were put to vote, were generated from the e-Voting website of NSDL i.e. www.evoting.nsdl.com.
- vi. The Company had hosted the Postal Ballot Notice on its website and the website of NSDL ("e-voting Agency") and also intimated the same to BSE Limited on **December 26, 2023**.
- vii. Pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the relevant MCA Circulars, an advertisement regarding the Postal Ballot was published on December 27, 2023 in The Economic Times, English newspaper and Maharashtra Times, Marathi newspaper.

Voting Pattern of all the Resolutions passed through Postal Ballot through remote e-voting under Section 110 of the Companies Act, 2013 is as under:

RESOLUTION NO.1: Appointment of Mr. Shyamak Ramyar Tata (DIN: 07297729) as an Independent Director of the Company.

Type of Resolution required: Special Resolution

Mode of Voting: Remote E-voting

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
167	39,01,889	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
7	557	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	N.A.



JAYSHREE DAGLI & ASSOCIATES

COMPANY SECRETARIES

RESOLUTION NO. 2: Appointment of Mr. Sanjay Khatau Asher (DIN: 00008221) as an Independent Director of the Company.

Type of Resolution required: Special Resolution

Mode of Voting: Remote E-voting

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
162	34,97,658	89.63

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
12	4,04,788	10.37

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	N.A.

To conclude, both the aforesaid Special Resolutions are passed by requisite majority.

I hereby confirm that I am maintaining the electronic data and all other relevant records relating to remote e-voting by the Members of the Company. All the electronic data and other relevant records are in my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the minutes of Postal Ballot. You may accordingly declare the result of the Voting by Postal Ballot.

Thanking You,

JAYSHREE S. JOSHI
SCRUTINIZER
FCS 1451, CP 487
UDIN: F001451E003310680

Countersigned by:

For Hawkins Cookers Ltd.

Subhash Chandra Chaudhary
Chairman
26 Jan, 2024