

Jayshree S. Joshi

B. Com. (Hons.), LL.B., F.C.S.
PROPRIETRESS



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JAYSHREE DAGLI & ASSOCIATES

COMPANY SECRETARIES

Date: 30/07/2021

**SCRUTINIZER'S CONSOLIDATED REPORT
(REMOTE E-VOTING PROCESS & E-VOTING PROCESS AT AGM)**

**{Pursuant to section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the
Companies (Management and Administration) Rules, 2014}**

To,

The Chairman of the 61st Annual General Meeting of the Members of **Hawkins Cookers Limited** (the Company) held on Thursday, July 29, 2021, at 4:00 P.M. IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"),

Dear Sir,

1. I, Jayshree S. Joshi, Proprietor of Jayshree Dagli & Associates, Company Secretaries, Mumbai, have been appointed by the Board of Directors of **Hawkins Cookers Limited** (the Company) as the Scrutinizer for the purpose of scrutinizing remote e-Voting Process along with e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority on Voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of the Resolutions passed at the 61st Annual General Meeting (AGM) of the Members of the Company, held on Thursday, the 29th day of July, 2021.
2. 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 and also the requirements thereof relating to voting through electronic means and Polling Process on the resolutions contained in the Notice of the 61st AGM of the Members of the Company. As the Scrutinizer for the e-Voting process along with e-voting at the AGM, my role and responsibility are limited to make a Scrutinizer's Consolidated Report of the votes cast "in favour" or "against" in respect of the Resolutions contained in the Notice of the 61st AGM, 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 e-Voting facilities at the AGM conducted at the 61st AGM engaged by the Company.
3. Further to the above, I submit my Report as under:-
 - i. The Remote e-Voting period remained open from Monday, 26th July, 2021 (9.00 A.M.) to Wednesday, 28th July, 2021 (5.00 P.M.).

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- ii. The Members of the Company as on the "cut-off" date i.e. 22nd July, 2021 were entitled to vote on the Resolutions (items No. 1 to 9 as set out in the Notice of the 61st AGM of the Company).
- iii. The votes cast via remote e-voting were blocked on Wednesday, 28th July, 2021 immediately after completion of voting hours.
- iv. The facility for e-voting at the AGM was provided at the 61st AGM on Thursday, the 29th day of July, 2021 for those members who attended the meeting but had not voted through remote e-voting facility. Thereafter, the electronic votes cast through remote e-voting were unblocked at 07:20 p.m. i.e. after counting the votes cast through e-voting at the AGM in the presence of 2 witnesses Mr. Ajay V. Mehta, Practicing Company Secretary (ACS - 9332) and Mr. Nayan Shah (ACS - 63291) who are not in the employment of the Company.
- v. Then, the details containing, inter alia, list of Equity Shareholders, who voted through Remote e-voting and by e-voting at the AGM, "for" and/or "against" each of the resolutions that were put to vote, were generated from the e-Voting website of National Securities Depository Limited i.e. www.evoting.nsdl.com
- vi. The Register to record the assent or dissent received has been maintained electronically. It contained the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining the list of shares with differential voting rights.

The Consolidated result of the Voting (Remote e-voting+ E-voting at the AGM) is given in attachment hereto marked as 'Annexure'.

Jayshree S. Joshi

Jayshree S. Joshi
(Scrutinizer)
FCS 1451; CP 487
UDIN: F001451C000713481

Encl.: As Above

Countersigned by:
For Hawkins Cookers Ltd.

Subhadip Datta Choudhary

Chairman
31 July, 2021

Annexure

Hawkins Cookers Limited
61st AGM

Resolution No.:1 -

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2021, and the Directors' and the Auditors' Reports thereon.

[Ordinary Resolution]

Total Votes Cast:	2048978	Total Valid Votes:	2047346	Invalid Votes:	1632
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Remote Evoting				Evoting at the AGM				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
2046848	99.98676188	271	0.013238	227	100	0	0	2047075	99.9867634	271	0.013237
Invalid Votes:		1632		Invalid Votes:		0		Invalid Votes:		1632	

Result: Resolution passed by Majority.

Hawkins Cookers Limited
61st AGM

Resolution No.: 2 -

To appoint a Director in place of Mr. Sudeep Yadav (DIN: 02909892) who retires by rotation, and, being eligible, offers himself for re-appointment as a Director of the Company.

[Ordinary Resolution]

Total Votes Cast:	2048978	Total Valid Votes:	2047346	Invalid Votes:	1632
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Remote Evoting				Evoting at the AGM				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
2045879	99.939427	1240	0.060573	227	100	0	0	2046106	99.9394338	1240	0.060566
Invalid Votes:		1632		Invalid Votes:		0		Invalid Votes:		1632	

Result: Resolution passed by Majority.



Hawkins Cookers Limited
61st AGM

Resolution No.: 3 -

To approve change in terms of appointment and remuneration payable to Mr. Subhadip Dutta Choudhury (DIN:00141545), as Chairman of the Board of Directors and Managing Director designated as Chief Executive Officer, for the balance period of his existing Agreement ending on September 30, 2022, within the existing terms of his remuneration.

[Ordinary Resolution]

Total Votes Cast:	1679592	Total Valid Votes:	1677960	Invalid Votes:	1632
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Remote Evoting				Evoting at the AGM				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
1676583	99.931455	1150	0.068545	227	100	0	0	1676810	99.9314644	1150	0.068536
Invalid Votes:		1632		Invalid Votes:		0		Invalid Votes:		1632	

Result: Resolution passed by Majority.



Hawkins Cookers Limited
61st AGM

Resolution No.: 4 -

To approve change of designation of Mr. Sudeep Yadav (DIN: 02909892) from Executive Director-Finance and Administration and Chief Financial Officer to Vice-Chairman of the Board of Directors and Chief Financial Officer of the Company and change in terms of remuneration, for the balance period of his existing Agreement ending on September 30, 2022, within the existing terms of his remuneration.
[Ordinary Resolution]

Total Votes Cast:	1679182	Total Valid Votes:	1677550	Invalid Votes:	1632
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Remote Evoting				Evoting at the AGM				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
1676073	99.925476	1250	0.074524	227	100	0	0	1676300	99.9254866	1250	0.074513
Invalid Votes:		1632		Invalid Votes:		0		Invalid Votes:		1632	

Result: Resolution passed by Majority.

Hawkins Cookers Limited
61st AGM

Resolution No.: 5 -

To appoint Mr. Tej Paul Sharma (DIN:09195422), as a Director and further as a Wholetime Director of the Company designated as Executive Director-Sales for a period of twenty six months from August 1, 2021, to September 30, 2023, and approve the remuneration payable to him.

[Ordinary Resolution]

Total Votes Cast:	1679582	Total Valid Votes:	1677950	Invalid Votes:	1632
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Remote Evoting				Evoting at the AGM				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
1676458	99.9246	1265	0.075400	227	100	0	0	1676685	99.9246104	1265	0.075390
Invalid Votes:		1632		Invalid Votes:		0		Invalid Votes:		1632	

Result: Resolution passed by Majority.

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Hawkins Cookers Limited
61st AGM

Resolution No.: 6 -

To appoint Mr. Neil Vasudeva (DIN:09208715), as a Director and further as a Wholetime Director of the Company designated as Executive Director-Marketing for a period of twenty six months from August 1, 2021 to September 30, 2023 and approve the remuneration payable to him.

[Ordinary Resolution]

Total Votes Cast:	1679582	Total Valid Votes:	1677950	Invalid Votes:	1632
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Remote Evoting				Evoting at the AGM				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
1676414	99.92197759	1309	0.078022	227	100	0	0	1676641	99.9219881	1309	0.078012
Invalid Votes:		1632		Invalid Votes:		0		Invalid Votes:		1632	

Result: Resolution passed by Majority.



Hawkins Cookers Limited
61st AGM

Resolution No.: 7 -

To appoint Mr. Murli Aildas Teckchandani (DIN:00049563) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years from August 1, 2021 to July 31, 2026.

[Ordinary Resolution]

Total Votes Cast:	1679582	Total Valid Votes:	1677950	Invalid Votes:	1632
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Remote Evoting				Evoting at the AGM				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
1677283	99.973774	440	0.026226	227	100	0	0	1677510	99.9737775	440	0.026222
Invalid Votes:		1632		Invalid Votes:		0		Invalid Votes:		1632	

Result: Resolution passed by Majority.

Hawkins Cookers Limited
61st AGM

Resolution No.: 8 -

To re-appoint Mr. Ravi Kant (DIN: 00016184) as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years from August 4, 2021, to August 3, 2026.

[Special Resolution]

Total Votes Cast:	1679582	Total Valid Votes:	1677950	Invalid Votes:	1632
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Remote Evoting				Evoting at the AGM				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
1676882	99.949873	841	0.050127	227	100	0	0	1677109	99.9498793	841	0.050121
Invalid Votes:		1632		Invalid Votes:		0		Invalid Votes:		1632	

Result: Resolution passed by requisite Majority.



Hawkins Cookers Limited
61st AGM

Resolution No.: 9-
Acceptance of Fixed Deposits from the Members and the Public.
[Ordinary Resolution]

Total Votes Cast:	2048978	Total Valid Votes:	2047346	Invalid Votes:	1632
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Remote Evoting				Evoting at the AGM				Total			
Assent		Dissent		Assent		Dissent		Assent		Dissent	
Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%	Total Votes	%
2044517	99.872895	2602	0.127105	227	100	0	0	2044744	99.8729086	2602	0.127091
Invalid Votes:		1632		Invalid Votes:		0		Invalid Votes:		1632	

Result: Resolution passed by Majority.