

SMITA SHARMA & ASSOCIATES
Company Secretaries in whole time practise

FortunaTower, 23A, N S Road
5th Floor, Room No. 12A
Kolkata-700001
Tel : 98301-26765 / 4005-6808.
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FORM MGT 13

SCRUTINIZER'S REPORT

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014)

Name of the Company	Hindustan Wires Limited
Meeting	62 ND Annual General Meeting
Day, Date & Time	Thursday, 8th September, 2022 at 11:30 a.m.
Deemed Venue	Registered office situated at 3A, Shakespeare Sarani, 5th Floor, Kolkata-700071
Mode	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

To
The Chairman
Hindustan Wires Limited
(CIN:U27106WB1959PLC024177)
3A, Shakespeare Sarani, 5th Floor
Kolkata-700071

Dear Sir,

I, Smita Sharma, (ACS-17757 / CP-6077) of M/S Smita Sharma & Associates, Company Secretaries in whole time Practise, Kolkata was appointed as the scrutinizer by the Board of Directors for the remote e-voting as well as the e-voting by Members during the 62nd Annual General Meeting ("AGM") of **HINDUSTAN WIRES LIMITED** (hereinafter referred to as "the **Company**") scheduled on Thursday, 8th September, 2022 at 11:30 a.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the 8 (EIGHT) resolutions based on the reports generated from the electronic voting system.



I submit the report as under:

1. The Company held the 62nd AGM on 8th September, 2022 through video conferencing at 11:30 AM IST in accordance with the provisions of Companies Act, 2013 (the Act) With reference to Ministry's General Circular Nos. 20/2020 dated 05.05.2020, General Circular No. 02/2021 dated 13.01.2021, General Circular No. 19/2021 dated 08.12.2021 and 21/2021 dated 14.12.2021, it has been decided to allow the companies whose AGMs are due in the Year 2022, to conduct their AGMs on or before 31st December, 2022 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020 as per General circular no. 02/2022 dated 05/05/2022 (collectively referred to as "MCA Circulars") has permitted the holding of the annual general meeting through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue.

2. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting at the AGM by the shareholders on the resolutions set out in the Notice of the 62nd Annual General Meeting of the Company is the responsibility of the management.

My responsibility as a Scrutinizer was to ensure that the e-voting process is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.

3. The Company has informed that on the basis of Register of members, it has completed dispatch of Notice of AGM and Annual Report by E-mail (who had registered their email ids).

4. Voting rights were reckoned as on Thursday, September 1, 2022 being the Cut-off date for the purpose of deciding the entitlements of members at the remote E-voting.

5. The Company has availed the services of Central Depository Services (India) Limited ("CDSL") to provide e-voting facilities to the members of the Company.

6. Remote e-voting platform was open from 10.00 a.m. on Monday, September 5, 2022 till 5.00 p.m. on Wednesday, September 7, 2022 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-voting platform provided by CDSL.



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7. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting do not vote again at the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of General Meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.
8. Accordingly, CDSL, the remote e-voting agency provided us with names, DP ID & Client ID/folios and shareholding of members who had cast their votes through remote e-voting.
9. The Company through CDSL provided e-voting facility to members attending the AGM who had not cast their votes through remote e- voting to cast their votes.
10. On completion of voting at the AGM, CDSL provided us with the list of members who had cast their votes, their holding details and details of votes cast on the Resolution.
11. Votes were reconciled with the records maintained by the Company and Share transfer Agent of the Company (RTA) with respect to authorizations lodged with the Company.
12. We unblocked the remote e-voting results on the CDSL remote e-voting platform and downloaded the remote e-voting results.
13. **RESULTS (EVSN: 220707007)**

We observed that:

1. 97 members had cast their votes through remote e-voting
2. No member had cast his votes at the AGM.



[A] Ordinary Business:

Resolution No. 1

To consider and adopt the Audited Financial Statements for the year ended 31.03.2022 and report of the Board of Directors and Auditors

Type of resolution: Ordinary Resolution

Particulars	No. of votes contained in						Percentage %
	E-Voting		Voting at AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	96	9340512	--	--	96	9340512	100
Dissent	1	1	--	--	1	1	0
Total	97	9340513	-	-	97	9340513	100

Resolution No. 2

To re-appointment of Shri U S Bhartia (DIN: 00063091) who retires by rotation as Director and eligible for re-appointment.

Type of resolution: Ordinary Resolution

Particulars	No. of votes contained in						Percentage %
	E-Voting		Voting at AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	94	9338911	-	-	94	9338911	100
Dissent	-	-	-	-	-	-	0
Total	94	9338911	-	-	94	9338911	100

Resolution No. 3

To appoint Statutory Auditors and to fix their remuneration.

Type of resolution: Ordinary Resolution

Particulars	No. of votes contained in						Percentage %
	E-Voting		Voting at AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	97	9340513	-	-	97	9340513	100
Dissent	-	-	-	-	-	-	0
Total	97	9340513	-	-	97	9340513	100



Resolution No. 4

To approve Related Party transactions under Section 188 of Companies Act, 2013.

Type of resolution: Ordinary Resolution

Particulars	No. of votes contained in						Percentage %
	E-Voting		Voting at AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	97	9340513	-	-	97	9340513	100
Dissent	-	-	-	-	-	-	0
Total	97	9340513	-	-	97	9340513	100

Resolution No. 5

To approve Loan to related parties under Section 185 of Companies Act, 2013.

Type of resolution: Ordinary Resolution

Particulars	No. of votes contained in						Percentage %
	E-Voting		Voting at AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	97	9340513	-	-	97	9340513	100
Dissent	-	-	-	-	-	-	0
Total	97	9340513	-	-	97	9340513	100

Resolution No. 6

To approve Loan and investment under Section 186 of Companies Act, 2013

Type of resolution: Ordinary Resolution

Particulars	No. of votes contained in						Percentage %
	E-Voting		Voting at AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	96	9340512	--	--	96	9340512	100
Dissent	-	-	--	--	-	-	0
Total	96	9340512	-	-	96	9340512	100

Resolution No. 7



Approval to borrow funds under Section 180(1)(c) of Companies Act, 2013

Type of resolution: Ordinary Resolution

Particulars	No. of votes contained in						Percentage %
	E-Voting		Voting at AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	96	9340512	--	--	96	9340512	100
Dissent	1	1	--	--	1	1	0
Total	97	9340513	-	-	97	9340513	100

Resolution No. 8

To approve mortgaging and/or charging all its moveable and immovable properties under Section 180(1)(a) of Companies Act, 2013

Type of resolution: Ordinary Resolution

Particulars	No. of votes contained in						Percentage %
	E-Voting		Voting at AGM		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	96	9340512	--	--	96	9340512	100
Dissent	-	-	--	--	-	-	0
Total	96	9340512	-	-	96	9340512	100

14. Based on the foregoing, the resolution no. (s) 1 to 8 shall be deemed to have been passed with the requisite majority.



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15. The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking You

Yours Truly
For Smita Sharma & Associates
Company Secretaries in Whole time Practise

Smita Sharma

CS SMITA SHARMA
Practising Company Secretary
ACS-17757
CP No-6077
UDIN : A017757D000940723



Place: Kolkata
Date:09/09/2022

Witness:-

Anasua Mondal

1. Mrs. Anasua Mondal
51/4/C Rabindra Sarani
Liluah Howrah-711204

Nilanjana Ganguly

2. Miss Nilanjana Ganguly
39, Brindaban Basak Street
Kolkata-700005