

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U74999WB2017PLC223307

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAHCB5089L

(ii) (a) Name of the company

HINDWARE LIMITED

(b) Registered office address

2, RED CROSS PLACE
KOLKATA
West Bengal
700001
India

(c) *e-mail ID of the company

ngoenka@hindware.co.in

(d) *Telephone number with STD code

913322487407

(e) Website

www.hindwarehomes.com

(iii) Date of Incorporation

02/11/2017

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(b) CIN of the Registrar and Transfer Agent

U20221WB1982PTC034886

Pre-fill

Name of the Registrar and Transfer Agent

MAHESHWARI DATAMATICS PVT LTD.

Registered office address of the Registrar and Transfer Agents

23, R.N. Mukherjee Road
5th Floor

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	64
2	G	Trade	G1	Wholesale Trading	36

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Hindware Home Innovation Ltd	L74999WB2017PLC222970	Holding	98.2
2	Halis International Limited		Subsidiary	100
3	QUEO Bathroom Innovations Ltd		Subsidiary	100
4	Truflo Pipes Limited		Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	75,000,000	49,900,000	49,900,000	49,900,000
Total amount of equity shares (in Rupees)	150,000,000	99,800,000	98,900,000	98,900,000

Number of classes

2

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Fully Paid up Shares				
Number of equity shares	74,100,000	49,000,000	49,000,000	49,000,000
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	148,200,000	98,000,000	98,000,000	98,000,000
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Partly Paid Up Equity Shares				
Number of equity shares	900,000	900,000	900,000	900,000
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	1,800,000	1,800,000	900,000	900,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	24,500,000	24500000	49,000,000	49,000,000	
Increase during the year	0	25,400,000	25400000	49,900,000	49,900,000	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	24,500,000	24500000	49,000,000	49,000,000	0
iv. Private Placement/ Preferential allotment	0	900,000	900000	900,000	900,000	0
v. ESOPs	0	0	0	0	0	
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	49,900,000	49900000	98,900,000	98,900,000	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE05JU01017

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐ Nil

[Details being provided in a CD/Digital Media]

☐ Yes

☒ No

☐ Not Applicable

Separate sheet attached for details of transfers

☒ Yes

☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 100%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100%;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 100%;" type="text"/>	<input style="width: 100%;" type="text"/>	<input style="width: 100%;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 100%;" type="text"/>	<input style="width: 100%;" type="text"/>	<input style="width: 100%;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 100%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100%;" type="text"/>

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

22,481,091,665

(ii) Net worth of the Company

4,094,711,409

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	588	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	48,999,412	98.2	0	
10.	Others	0	0	0	
	Total	49,000,000	98.2	0	0

Total number of shareholders (promoters)

7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	900,000	1.8	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	900,000	1.8	0	0

Total number of shareholders (other than promoters)

5

**Total number of shareholders (Promoters+Public/
Other than promoters)**

12

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	5	5
Debenture holders	0	0



VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	1	1	1	0	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	5	1	5	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SALIL KUMAR BHAND, 	00017566	Director	0	
SANDIP SOMANY	00053597	Managing Director	98	
GIRDHARI SULTANIA	00060931	Director	98	
ASHOK JAIPURIA	00214707	Director	0	
RAINER SIEGFRIED SI 	03543040	Director	0	
ALPANA PARIDA	06796621	Director	0	
SANDEEP SIKKA	AATPS3365D	CFO	200,000	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
PAYAL M PURI	AIBPM5745K	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General meeting	30/06/2022	7	6	99.99
Extra Ordinary General Meeting	30/11/2022	7	6	99.99

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/05/2022	6	5	83.33
2	04/08/2022	6	6	100
3	04/11/2022	6	5	83.33
4	03/02/2023	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

13

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Corporate Soc	17/05/2022	4	3	75
2	Corporate Soc	04/08/2022	4	3	75
3	Corporate Soc	04/11/2022	4	3	75
4	Corporate Soc	03/02/2023	4	3	75
5	Corporate Affa	05/04/2022	3	2	66.67
6	Corporate Affa	10/05/2022	3	2	66.67
7	Corporate Affa	14/06/2022	3	2	66.67
8	Corporate Affa	11/08/2022	3	2	66.67
9	Corporate Affa	03/11/2022	3	2	66.67
10	Corporate Affa	05/12/2022	3	2	66.67

D. * ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	SALIL KUMAR	4	4	100	13	6	46.15	
2	SANDIP SOM	4	4	100	13	13	100	
3	GIRDHARI S	4	4	100	4	4	100	
4	ASHOK JAIP	4	1	25	13	8	61.54	
5	RAINER SIEG	4	4	100	0	0	0	
6	ALPANA PAR	4	4	100	0	0	0	

X. * REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANDIP SOMANY	MANAGING DIF +	96,052,833	0	0	334,958	96,387,791
	Total		96,052,833	0	0	334,958	96,387,791

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANDEEP SIKKA	CFO	38,803,199	0	0	39,600	38,842,799
2	PAYAL M PURI	CS	0	0	0	0	0
	Total		38,803,199	0	0	39,600	38,842,799

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SALIL KUMAR BHAI +	INDEPENDENT +	0	2,444,246	0	150,000	2,594,246
2	GIRDHARI SULTAN +	NON-EXECUTIVE +	0	2,444,246	0	135,000	2,579,246
3	ASHOK JAIPURIA	INDEPENDENT +	0	2,444,246	0	25,000	2,469,246
4	RAINER SIEGFRIED +	INDEPENDENT +	0	2,444,246	0	0	2,444,246
5	ALPANA PARIDA	INDEPENDENT +	0	2,444,246	0	120,000	2,564,246
	Total		0	12,221,230	0	430,000	12,651,230

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Monika Kohli

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

4936

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...

15

dated

03/11/2017

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

00053597

To be digitally signed by

- ☐ Company Secretary
- ☒ Company secretary in practice

Membership number

36232

Certificate of practice number

18282

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

Shareholding of Hindware.pdf

List of Committee Meetings_Hindware Lim

Transfer of Share.pdf

MGT 8_Hndware Ltd.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

LIST OF SHAREHOLDERS AS ON 31.03.2023

SI #	Folio/CI ID/DP ID	Name	Securities	Adr1
Fully Paid Up Shares of Rs.2 each				
1	10007804 IN303212	NIRANJAN KUMAR GOENKA *	98	'2 RED CROSS PLACE, KOLKATA -700001
2	10018238 IN303212	GIRDHARI LAL SULTANIA *	98	'2 RED CROSS PLACE, KOLKATA -700001
3	10021338 IN303212	HINDWARE HOME INNOVATION LIMITED	48,999,412	'2 RED CROSS PLACE, KOLKATA -700001
4	10023063 IN303212	MANOJ KUMAR AGARWAL *	98	'106 KIRAN CHANDRA SINGHA ROAD, GANGES GARDEN BLOCK-GA11 FLAT-2C, SHIBPUR, KOLKATA – 711102
5	10525238 IN300327	RAVI KEDIA *	98	'2 RED CROSS PLACE, KOLKATA -700001
6	11292375 IN300183	AJAY KUMAR DOKANIA *	98	'DIAMOND CITY WEST, TOWER 5 FLAT 7B, 1B HO CHI MINH SARANI , KOLKATA -700061
7	21136452 IN301151	SANDIP SOMANY *	98	'2 RED CROSS PLACE, KOLKATA -700001
Partly Paid Up Shares of Rs.2 each (Rs.1 was paid)				
8	12348093 IN300183	SUDHANSHU POKHRIYAL	200,000	B6/002, WORLD SPA WEST, SECTOR 30, GURUGRAM HARYANA- 122001
9	89037895 IN301436	RAJESH PAJNOO	200,000	FLAT NO- 502, BLOCK-A, JYOTICOSMOS, SURVEY NO- 08, PLOT NO-04 PART & 5, WHITEFIELD, HI-T LANDMARK-NEXT TO WESTERN AQUA BUILDING, HYDERABAD, TELANGANA-500081
10	51974360 IN301549	SANDEEP SIKKA	200,000	145, E SPACE NIRVANA COUNTRY, SECTOR – 50, GURUGRAM
11	10251356 12086700	SANJAY GAUR	150,000	KK 60 KAVI NAGAR, NEAR RAMLIA GROUND, GHAZIABAD, UTTAR PRADESH -201002
12	00178984 12012200	RAM BABU KABRA	150,000	H.NO.2, HSIL COLONY BAHADURGARH, JHAJJAR, HARYANA-124507
		Total	49,900,000	
*Nominee of Hindware Home Innovation Limited				

List of Committee Meetings held during the financial year 2022-2023

S. No.	Type of Meeting	Date of Meeting	Total No. of Members	Attendance	
				No. of Members Attended	% of Attendance
1	Corporate Affairs Committee	05.04.2022	3	2	66.67
2	Corporate Affairs Committee	10.05.2022	3	2	66.67
3	Corporate Affairs Committee	14.06.2022	3	2	66.67
4	Corporate Affairs Committee	11.08.2022	3	2	66.67
5	Corporate Affairs Committee	03.11.2022	3	2	66.67
6	Corporate Affairs Committee	05.12.2022	3	2	66.67
7	Corporate Affairs Committee	27.01.2023	3	3	75
8	Corporate Affairs Committee	13.02.2023	3	2	66.67
9	Corporate Affairs Committee	29.03.2023	3	2	66.67
10	Corporate Social Responsibility Committee	17.05.2022	4	3	75
11	Corporate Social Responsibility Committee	04.08.2022	4	3	75
12	Corporate Social Responsibility Committee	04.11.2022	4	3	75
13	Corporate Social Responsibility Committee	03.02.2023	4	3	75

21 Feb 2023	81000092942314	IN301151 /21136452	A/c to A/c Rcpt		2000.000
-------------	----------------	--------------------	-----------------	--	----------

Type: FREE BALANCE
ISIN: INE545A01016
Company: HEG LIMITED EQ

Date	Reference No.	Counter Party	Details	Debit	Credit
21 Feb 2023	81000092942334	IN301151 /21136452	A/c to A/c Rcpt		7050.000

Type: FREE BALANCE
ISIN: INE549A01026
Company: HINDUSTAN CONSTRUCTION CO. LTD. EQ NEW FV RE. 1/-

Date	Reference No.	Counter Party	Details	Debit	Credit
21 Feb 2023	81000092942337	IN301151 /21136452	A/c to A/c Rcpt		2000.000

Type: FREE BALANCE
ISIN: INE05AN01011
Company: HINDWARE HOME INNOVATION LIMITED EQ

Date	Reference No.	Counter Party	Details	Debit	Credit
21 Feb 2023	81000092942313	IN301151 /21136452	A/c to A/c Rcpt		3645000.000

Type: FREE BALANCE
ISIN: INE05JU01017
Company: HINDWARE LIMITED EQ

Date	Reference No.	Counter Party	Details	Debit	Credit
21 Feb 2023	81000092942315	IN301151 /21136452	A/c to A/c Rcpt		98.000

Type: FREE BALANCE
ISIN: INE031A09FG6
Company: HOUSING AND URBAN DEVELOPMENT CORPORATION LIMITED SR-C OP-II 8.16 BD 22DC26 FVRS1LAC

Date	Reference No.	Counter Party	Details	Debit	Credit
21 Feb 2023	81000092942311	IN301151 /21136452	A/c to A/c Rcpt		50.000

Type: FREE BALANCE
ISIN: INE204A01010
Company: I.G.PETROCHEMICALS LIMITED EQ

Date	Reference No.	Counter Party	Details	Debit	Credit
21 Feb 2023	81000092942332	IN301151 /21136452	A/c to A/c Rcpt		6411.000

Type: FREE BALANCE
ISIN: INE090A01021
Company: ICICI BANK LIMITED EQ NEW FV RS. 2/-

Date	Reference No.	Counter Party	Details	Debit	Credit
------	---------------	---------------	---------	-------	--------

FORM NO.MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **HINDWARE LIMITED (Formerly known as Brilloca Limited) (CIN: U74999WB2017PLC223307)** (the Company) as required to be maintained under the Companies Act, 2013(the Act) and the rules made there under for the financial year ended on March 31, 2023. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A) The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B) During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of following:
 - 1. That the Company being a Public Limited Company and during the year there was no change in the status of the Company;
 - 2. That the Company has kept and maintained all required registers/records as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded;
 - 3. That the Company has filed all the forms and returns with the Registrar of Companies / Central Government within the prescribed time and in accordance with the Act and rules made thereunder. Further, the Company was not required to file any forms with Regional Director, the Tribunal, Court or any other Authorities;
 - 4. That the Company has duly complied the provisions of the Act with respect to calling/ convening/ holding meetings of Board of Directors and its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the resolutions by circulation have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

5. That the Company was not required to close its Register of Members. There was no other security holder in the Company;
6. That the Company has not given any advances or loans to its directors or persons or firms or companies referred in Section 185 of the Act;
7. That the company has entered into contract/agreement with related parties on arm's length basis and was in ordinary course of business as specified under section 188 of the Act.
8. That during the financial year;
 - i) The Company has increased its Authorized Share Capital from Rs.6,00,00,000 to Rs. 15,00,00,000 which was approved by shareholders in their Annual General Meeting held on 30 June 2022;
 - ii) The Company has not bought back any securities, redeemable preference shares or debentures;
 - iii) The Company has issued Bonus shares and Partly Paid Up Equity Shares during the year in compliance of the provisions of the Act;
 - iv) The Company has received case of transmission of shares during the year as per the provisions of the Act and the rules made there under and all compliances have been duly complied for transmission of shares;
 - v) The Company has not converted any shares or securities;
 - vi) The Company has not issued duplicate share certificate(s) in compliance of the Act;
9. That the Company has issued bonus shares to its equity shareholders whose name appears in the Register of Members on the 'Record Date' in accordance with the provisions of the Act. There was no transfer pending for registration at the time of issuance of bonus shares, hence the provisions of keeping in abeyance rights shares and bonus shares pending registration of transfer of shares was not applicable. Further, the Company has declared the final dividend during the year and there was no transfer pending for registration at the time of declaration of dividend, hence the provisions of keeping in abeyance the rights to dividend pending registration of transfer of shares was not applicable;
10. That the Company has declared dividend and payment of dividend has made in the previous financial year in accordance with the provisions of the Act. Further the company was not required to transfer of unpaid / unclaimed dividend to the Investor Education and Protection Fund as per Section 125 of the Companies Act, 2013;

11. That the Company's audited financial statements for the financial year has been signed as per the provisions of the Act and Report of Directors' has been prepared during the year in accordance with Section 134 of the Companies Act, 2013;
12. That the Board of the Company was duly constituted. There was no change in the constitution of the board of directors of the Company and there was no case of filing of casual vacancies during the year under review. Further the necessary disclosures were made by Directors and Key Managerial Personnel and the remuneration paid to Directors and Key Managerial Personnel were in accordance with the Act;
13. That the Company at its Annual General Meeting held on 21st June, 2023 appointed M/s. Lodha & Co. Chartered Accountant as statutory Auditors for further period of five years as per the provision of section 139 of the Act and there was no case of filling of casual vacancies of auditors;
14. That during the financial year under review, Company was not required to obtain any approval from Central Government. Tribunal, Regional Director, Registrar, Court or such other authorities as prescribed under the various provision of the Act;
15. That the Company has not accepted, renewed or repaid any deposits under Section 73 of the Act;
16. That the amount borrowed by the Company from the Public Financial Institution, banks and others was within the borrowing limits of the Company and the Company has filed necessary e-form for creation/modification/satisfaction of charges in that respect wherever applicable.
17. That the Company has not made any investments, guarantees or provided securities, to other bodies corporate or persons falling under the provisions of Section 186 of the Act except in its holding and subsidiary companies;
18. That the Company has made alteration in its Memorandum of Association of the Company to increase the Authorized Share Capital of the Company. However, there was no alteration its Articles of Association of the Company.

**For DMK ASSOCIATES
COMPANY SECRETARIES**

Date:

Place: New Delhi

UDIN: _____

**(MONIKA KOHLI)
B. Com (H), FCS, LL.B. I.P.
PARTNER
FCS 5480, C P 4936**

