SOMANY IMPRESA
GROUP COMPANY

hindware
home innovation limited

NEAPS/BSE ONLINE

29th May, 2025

The Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
1st Floor, New Trading Ring,
Rotunda Building, Mumbai-400001
(BSE Scrip Code: 542905)

Listing Department
National Stock Exchange of India Limited
Plot No. C/1, Block-G, Exchange Plaza, 5th Floor,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051
(NSE Symbol: HINDWAREAP)

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the year ended 31.03.2025

Please find enclosed the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2025 issued by M/s. DMK Associates, Company Secretaries dated 24th May, 2025 pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your reference and record.

We believe you will find the same in order.

Thanking you,

For **Hindware Home Innovation Limited**

PAYAL M PURI
Digitally signed by PAYAL M PURI
Date: 2025.05.29 14:26:23 +05'30'

Payal M Puri
(Company Secretary and Sr. V. P. Group General Counsel)
Name: **Payal M Puri**
Address: **301-302, 3rd Floor, Park Centra, Sector-30, Gurugram-122001**
Membership No.: **16068**

Encl.: As above

ANNUAL SECRETARIAL COMPLIANCE REPORT OF HINDWARE HOME INNOVATION LIMITED FOR THE YEAR ENDED 31ST MARCH, 2025

(Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

We have examined:

a. all the documents and records made available to us and explanation provided by **HINDWARE HOME INNOVATION LIMITED (CIN L74999WB2017PLC222970)** (hereinafter referred to as the "**the Company**") having its registered office at 2 Red Cross Place Kolkata WB 700001;

b. the filings/ submissions made by the Company to the stock exchanges,

c. website of the Company,

d. any other document/ filing, as may be relevant, which has been relied upon to make this certification

for the year ended March 31, 2025 ("**Review Period**") in respect of compliance with the provisions of:

(a) the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") and the Regulations, circulars, guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 ("**SCRA**"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India("**SEBI**");

The specific Regulations whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended till date (herein after referred as "**SEBI LODR**");

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended till date (herein after referred as "**SEBI ICDR**");

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares an Regulations, 2011 as amended till date;

DMK ASSOCIATES CS FRN: P2006DE003100 COMPANY SECRETARIES

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(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Listed Entity during the review period)**

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, **(Not applicable to the Company during the Audit Period)**

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations,2021, as amended till date; **(Not applicable to the Listed Entity during the review period)**

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended till date;

(h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, to the extent applicable; and

(i) and other circulars/guidelines issue thereunder.

and based on the above examination, we hereby report that, during the Review Period:

(a) The Company has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder except in respect of matters specified in **Annexure A.**

(b) The Company has taken the following actions to comply with the observations made in previous reports: **Annexure B.**

(c) We hereby report that, during the Review Period the compliance status of the listed entity with the following requirements:

S.NO.	Particulars	Compliance Status (Yes / No/ NA)	Observations/ Remarks by PCS
1.	**Secretarial Standards:** The compliances of listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India ("ICSI").	Yes	Nil
2	**Adoption and timely updation of the**		

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	Policies:		
	• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entity. • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars guidelines issued by SEBI.	Yes Yes	Nil Nil
3.	**Maintenance and disclosures on Website:**		
	• The Listed entity is maintaining a functional website. • Timely dissemination of the documents/ information under a separate section on the website. • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website.	Yes Yes Yes	Nil Nil Nil
4.	**Disqualification of Director:** None of the Director of the Company are disqualified under Section 164 of the Companies Act, 2013.	Yes	Nil
5.	**Details related to Subsidiaries of listed entities**		
	(a) Identification of material subsidiary companies.	Yes	Nil
	(b) Requirements with respect to disclosure of material as well as other subsidiaries.	Yes	Nil
6.	**Preservation of Documents:** The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR.	Yes	Nil
7.	**Performance Evaluation:**	Yes	Nil

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	The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.		
8.	**Related Party Transactions:**		
	a. The Listed entity has obtained prior approval of Audit Committee for all related party transaction.	Yes	Nil
	b. In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee.	NA	All Related party transactions were entered after obtaining prior approval of the Audit Committee.
9.	**Disclosure of events or information:** The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the SEBI LODR Regulations within the time limits prescribed thereunder.	Yes	Nil
10.	**Prohibition of Insider Trading:** The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Nil
11.	**Actions taken by SEBI or Stock Exchange(s), if any** No Actions taken against the listed entity/ its promoters/directors / subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	Yes	Nil
12.	**Resignation of statutory auditors from the listed entity or its material subsidiaries** In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the	NA	There was no case of Resignation of Statutory Auditors.

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.	listed entity and / or its material subsidiary (ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the SEBI LODR Regulations by listed entities.		
13.	**No additional non-compliances observed:** No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc.	Yes	Nil

(d) We hereby confirm that the company has not issued any Employees Benefit Scheme and therefore the disclosure as required under regulation 46(2) (za) of the SEBI LODR read with SEBI circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December, 2024 is not applicable on the company.

ASSUMPTIONS & LIMITATION OF SCOPE AND REVIEW:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.

2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.

4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the LODR Regulations and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

FOR DMK ASSOCIATES
COMPANY SECRETARIES

Date: 24.05.2025
Place: New Delhi
UDIN: F005480G000428100

DMK ASSOCIATES ★ COMPANY SECRETARIES ★ FRN: P2006DE003100

(MONIKA KOHLI)
B. Com (H), FCS, LL.B. I.P.
PARTNER
FCS 5480, C P 4936
Peer Review No. 779/2020
FRN P2006DE003100

Annexure A										
S. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action i.e Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
					NIL					

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FRN: P2006DE003100
COMPANY SECRETARIES

Annexure B						
S. No.	**Observations/ Remarks of the Practicing Company Secretary in th previous reports**	**Observations made in Secretarial Compliance Report for the year ended _____(the years are to be mentioned)**	**Compliance Requirement (Regulation / Circulars/ guidelines including specific clause)**	**Details of Violation / deviation and action taken / penalty imposed, if any, on the listed entity**	**Remedial, if any taken by the listed entity**	**Comments of the PCS on the actions taken by the listed entity**
1	The waiver application filed by company dated 26.05.2023 is pending with BSE Limited	31.03.2024	Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations").	NSE Limited and BSE Limited has imposed a fine of Rs.99,120/-	The Company vide letter dated 26.05.2023 has applied waiver of fine to BSE Limited (Designated Stock exchange) and the same is still pending with BSE Limited.	The waiver application filed by company dated 26.05.2023 is still pending with BSE Limited

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