

NEAPS/ BSE ONLINE

28th September, 2023

**The Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
1st Floor, New Trading Ring
Rotunda, Dalal Street,
Mumbai - 400 001
(BSE Scrip Code: 542905)**

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

Dear Sir/Madam,

Sub: Disclosure of Voting Results in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

We hereby inform you that 6th Annual General Meeting (“AGM”) of Hindware Home Innovation Limited (Formerly known as Somany Home Innovation Limited) was held on **Wednesday, 27th September, 2023 at 1:00 P.M.** through Video Conferencing/Other Audio Visual Means.

Pursuant to Regulation 44(3) of Listing Regulations and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2015, please find enclosed herewith the disclosure of Voting Results of the AGM along with the Consolidated Scrutinizer’s Report thereon.

This is for your reference and record.

Thanking You,

**For Hindware Home Innovation Limited
(Formerly known as Somany Home Innovation Limited)**

(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

HINDWARE HOME INNOVATION LIMITED (FORMERLY: SOMANY HOME INNOVATION LIMITED)

Results of E-voting on Resolutions contained in Notice dated 24th May, 2023, of 6th Annual General Meeting of the Company held on Wednesday, 27th September, 2023 Through Video Conferencing ("VC") and other Audio Video Visual Means ("OAVM") at 1.00 P.M., as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting	27th September, 2023
Total number of shareholders on cut off date for e-voting i.e. 20th September, 2023	42,959
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	NOT APPLICABLE
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	7 26

Item No.1

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023, the reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 and Auditors' Report thereon

Resolution Required : (Ordinary/Special)							Ordinary	
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote E-Voting	3,70,99,787	3,70,99,787	100.00	3,70,99,787	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		3,70,99,787	100.00	3,70,99,787	-	100.00	-
Public-Institutions	Remote E-Voting	1,17,41,674	73,57,632	62.66	73,57,632	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		73,57,632	62.66	73,57,632	-	100.00	-
Public-Non Institutions	Remote E-Voting	2,34,54,934	36,53,477	15.58	36,53,372	105	100.00	0.00
	E-voting during AGM		5	0.00	-	5	-	100.00
	Total		36,53,482	15.58	36,53,372	110	100.00	0.00
Total		7,22,96,395	4,81,10,901	66.55	4,81,10,791	110	100.00	0.00

Item No.2

To Declare dividend on Equity Shares for the year ended 31 March 2023

Resolution Required : (Ordinary/Special)							Ordinary	
Whether promoter/ promoter group are interested in the Agenda/resolution							Yes*	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote E-Voting	3,70,99,787	3,70,99,787	100.00	3,70,99,787	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		3,70,99,787	100.00	3,70,99,787	-	100.00	-
Public-Institutions	Remote E-Voting	1,17,41,674	73,57,632	62.66	73,57,632	-	100.00	-
	E-voting during AGM		-	-	-	-	-	-
	Total		73,57,632	62.66	73,57,632	-	100.00	-
Public-Non Institutions	Remote E-Voting	2,34,54,934	36,53,477	15.58	36,53,372	105	100.00	0.00
	E-voting during AGM		5	0.00	-	5	-	100.00
	Total		36,53,482	15.58	36,53,372	110	100.00	0.00
Total		7,22,96,395	4,81,10,901	66.55	4,81,10,791	110	100.00	0.00

* To the extent of their shareholding in the Company

Item No.3

To appoint a Director in place of Mr. Sandip Somany (holding DIN: 00053597) who retires by rotation, and being eligible, offers himself for re-appointment

Resolution Required : (Ordinary/Special)								Ordinary	
Whether promoter/ promoter group are intersted in the Agenda/resolution								No	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoters and Promoter Group	Remote E-Voting	3,70,99,787	3,70,99,787	100.00	3,70,99,787	-	100.00	-	
	E-voting during AGM		-	-	-	-	-	-	
	Total		3,70,99,787	100.00	3,70,99,787	-	100.00	-	
Public-Institutions	Remote E-Voting	1,17,41,674	73,57,632	62.66	72,34,087	1,23,545	98.32	1.68	
	E-voting during AGM		-	-	-	-	-	-	
	Total		73,57,632	62.66	72,34,087	1,23,545	98.32	1.68	
Public-Non Institutions	Remote E-Voting	2,34,54,934	36,53,477	15.58	36,53,336	141	100.00	0.00	
	E-voting during AGM		5	0.00	-	5	-	100.00	
	Total		36,53,482	15.58	36,53,336	146	100.00	0.00	
Total		7,22,96,395	4,81,10,901	66.55	4,79,87,210	1,23,691	99.74	0.26	

Item No. 4

To re-appoint M/s. Lodha & Co., as Statutory Auditors of the Company to hold office from the conclusion of the 6th Annual General Meeting till the conclusion of the 11th Annual General Meeting of the Company and to fix their remuneration

Resolution Required : (Ordinary/Special)								Ordinary	
Whether promoter/ promoter group are intersted in the Agenda/resolution								No	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoters and Promoter Group	Remote E-Voting	3,70,99,787	3,70,99,787	100.00	3,70,99,787	-	100.00	-	
	E-voting during AGM		-	-	-	-	-	-	
	Total		3,70,99,787	100.00	3,70,99,787	-	100.00	-	
Public-Institutions	Remote E-Voting	1,17,41,674	73,57,632	62.66	73,52,386	5,246	99.93	0.07	
	E-voting during AGM		-	-	-	-	-	-	
	Total		73,57,632	62.66	73,52,386	5,246	99.93	0.07	
Public-Non Institutions	Remote E-Voting	2,34,54,934	36,53,407	15.58	36,53,302	105	100.00	0.00	
	E-voting during AGM		5	0.00	-	5	-	100.00	
	Total		36,53,412	15.58	36,53,302	110	100.00	0.00	
Total		7,22,96,395	4,81,10,831	66.55	4,81,05,475	5,356	99.99	0.01	

Item No.5

To consider and fix the fees for delivery of documents requested by a member through a particular mode

Resolution Required : (Ordinary/Special)								Ordinary	
Whether promoter/ promoter group are intersted in the Agenda/resolution								No	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoters and Promoter Group	Remote E-Voting	3,70,99,787	3,70,99,787	100.00	3,70,99,787	-	100.00	-	
	E-voting during AGM		-	-	-	-	-	-	
	Total		3,70,99,787	100.00	3,70,99,787	-	100.00	-	
Public-Institutions	Remote E-Voting	1,17,41,674	73,57,632	62.66	73,57,632	-	100.00	-	
	E-voting during AGM		-	-	-	-	-	-	
	Total		73,57,632	62.66	73,57,632	-	100.00	-	
Public-Non Institutions	Remote E-Voting	2,34,54,934	36,53,407	15.58	36,53,296	111	100.00	0.00	
	E-voting during AGM		5	0.00	-	5	-	100.00	
	Total		36,53,412	15.58	36,53,296	116	100.00	0.00	
Total		7,22,96,395	4,81,10,831	66.55	4,81,10,715	116	100.00	0.00	

CS PRAVIN KUMAR DROLIA
(Company Secretary in whole time practice)
2nd Floor, Block D, 13, Selimpur Road, Kolkata -700031
MOBILE NO: 9831196869, EMAIL ID: droliapravin12@gmail.com

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman,
**6th ANNUAL GENERAL MEETING
OF HINDWARE HOME INNOVATION LIMITED**
(Formerly: Somany Home Innovation Limited),
(CIN: L74999WB2017PLC222970)
2, Red Cross Place,
Kolkata-700 001.

Dear Sir,

Sub: Consolidated Scrutinizer's report on remote e-voting conducted on resolutions mentioned in the notice dated 24th May, 2023 of 6th Annual General Meeting (AGM) of Hindware Home Innovation Limited (Formerly: Somany Home Innovation Limited) held through video conferencing (VC)/other audio-visual means (OAVM) on Wednesday, the 27th September, 2023 at 1.00 P.M. (IST)

I, Pravin Kumar Drolia, (FCS No. 2366 & CP 1362), Company Secretary in whole time practice of Kolkata, was appointed as the Scrutinizer, by the Board of Directors of **Hindware Home Innovation Limited (Formerly: Somany Home Innovation Limited)** ("the Company") at their meeting held on 24th May, 2023 for the purpose of Scrutinizing the votes cast through remote e-voting and ascertaining the results thereof in a fair and transparent manner in respect of following resolutions passed by the Members at the 6th AGM of the Company held **through video conferencing (VC)/other audio visual means (OAVM) on Wednesday, the 27th September, 2023 at 1.00 P.M.** as set out in the notice of AGM dated 24th May, 2023 ("Notice") in terms of the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended read with General Circular no.10/2022 dated 28th December, 2022, read with circulars dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021 and 5th May, 2022 (collectively referred to as MCA circulars) and Securities and Exchange Board of India (SEBI) vide its circular Nos: SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 (collectively referred to as SEBI Circulars) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) permitting the holding of Annual General meeting (AGM) through Video Conferencing (VC) or other audio visual means (OAVM) without the physical presence of Members at a common venue.

Resolution Number	Type of Resolution	Particulars
1.	Ordinary Resolution	To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2023, the reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2023.
2.	Ordinary Resolution	To declare dividend on Equity Shares for the year ended 31 st March, 2023.
3.	Ordinary Resolution	To appoint a Director in place of Mr. Sandip Somany (holding DIN: 00053597) who retires by rotation, and being eligible, offers himself for

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		re-appointment.
4.	Ordinary Resolution	To re-appoint M/s. Lodha & Co., as Statutory Auditors of the Company to hold office from the conclusion of the 6 th Annual General Meeting till the conclusion of the 11 th Annual General Meeting of the Company and to fix their remuneration.
5.	Ordinary Resolution	To consider and fix the fees for delivery of documents requested by a member through a particular mode.

Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars notified from time to time and SEBI Circulars and rules relating to holding of AGM and passing of resolutions set out in notice of AGM dated 24th May, 2023. My responsibility, as a scrutinizer to scrutinize the e-voting process is restricted to the extent of ascertaining requisite votes cast i.e. "in Favour" and "Against" the resolutions mentioned in the said notice of AGM. The deemed venue for the AGM shall be the Registered Office of the Company.

1. I submit my report as under:

- 1.1. As per information provided by the management, the RTA of the Company had completed dispatch of the notice of AGM inter-alia containing User ID, password, Annual Report for the financial year 2022-2023 along with other necessary information through electronic mode only on 4th September, 2023 to those Members whose names appeared in the register of Members/list of Beneficiaries with registered e-mail address as on 1st September, 2023 being the cut-off date, in terms of aforesaid MCA & SEBI Circulars. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Members / Beneficial Owners as on the cut-off date i.e on 20th September, 2023. One share held is equal to one vote.
- 1.2. The Company through public notices published on 23rd August, 2023 in "Financial Express, Kolkata" (English Edition) and "Ekdin, Kolkata" (Bengali Edition) informed the Members to update their credentials with the RTA and Depositories for getting Annual Report and other details regarding e-voting through electronically as per MCA & SEBI circulars. Further the Company also informed the Members through public notices published on 6th September, 2023 in "Financial Express, Kolkata" (English Edition) and "Ekdin, Kolkata" (Bengali Edition) about completion of dispatch of notice electronically, along with other information as specified in the rules as prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rule 2014 as amended.
- 1.3. In compliance with provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company has provided only remote e-voting facility to all its Members to enable them to cast their votes electronically.
- 1.4. The Company had appointed Central Depository Services (India) Limited (CDSL) to provide the e-voting services platform for facilitating e-voting to enable the Members to cast their votes electronically. The e-voting period was commenced on Sunday, 24th September, 2023 from 9:00 A.M. (IST) and concluded on Tuesday, 26th September, 2023 at 5:00 P.M. (IST). The Shareholders who were holding shares of the Company as on the "cut-off" date i.e., 20th September, 2023, fixed by the Company, were entitled to vote on the resolutions set out in the notice of the said AGM of the Company by electronic mode only. The Company had also provided electronic voting facility to the Shareholders during the meeting, who had attended the meeting through above process and did not vote on resolutions by means of remote e-voting prior to the AGM. Members attended this meeting through VC or OAVM had been counted for the purpose of reckoning the requisite quorum under section 103 of the Companies Act, 2013.
- 1.5. At the meeting of the Board of the Company on 24th May, 2023, Ms. Payal M Puri, Company Secretary and Compliance Officer, was made responsible for conducting the entire e-voting process and was authorized to do all things and to take all incidental and necessary steps for conducting the AGM through VC/OAVM.

- 1.6. I have relied on confirmation provided by the Registrar and Share Transfer Agent (RTA) of the Company in relation to details regarding number of shares held by the respective shareholders who have participated in remote e-voting process against their respective Folio Number/ Client ID.
- 1.7. The details of the e-voting exercised by the Shareholders were duly scrutinized and have been duly entered in a register separately maintained for the purpose in electronic mode. The e-voting facility provided by CDSL was unlocked after the conclusion of AGM in the presence of 2 (two) witnesses, Mr. Naveen Saraf and Mrs Sangita Saraf both resident of 58/26, Prince Anwar Saha Road, Kolkata 700045, who are not in the employment of the Company.
- 1.8. There were 42,959 numbers of eligible Members holding total 7,22,96,395 no(s) of Equity Shares of Rs. 2/- each to vote as on cut-off date i.e., 20th September, 2023. On scrutiny, I report that out of these shareholders, 182 shareholders holding fully paid up 48110901 Equity Shares have exercised their vote through remote e-voting. The details of e voting on the proposed resolutions as mentioned above are provided in the "Annexure - A" attached to this report.

RESULT:

All the resolutions as stated in the notice of Annual General Meeting stand passed with requisite majority.

I further report that the Sri G L Sultania, Director of the Company as authorized by the Chairman of the meeting will declare and confirm the above results of e-voting at the registered office of the Company not later than 29th September, 2023 in respect of the resolutions passed referred hereinabove.

All relevant records relating to remote e-voting will be handed over to the authorized person for safe keeping after the necessary compliances are made in terms of the rules thereunder.

(Note: Remote e-voting term mentioned in my above report means the vote cast electronically during the tenure of 3 days e-voting period provided before the AGM and vote cast electronically during the AGM)

Yours faithfully,
FOR PRAVIN KUMAR DROLIA,
(Company Secretary in whole time practice)

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DROLIA

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(Pravin Kumar Drolia)

Proprietor.

FCS:2366, CP 1362

UDIN: F002366E001094919

Peer View Reg No: 1928/2022

Place: Kolkata

Date: 27th September, 2023

ANNEXURE - A

Consolidated result of remote e-voting on the resolutions passed by the Members at Annual General Meeting of Hindware Home Innovation Limited (Formerly: Somany Home Innovation Limited) held on 27th September, 2023 at 1.00 P.M.

Total No. of Shareholders as on record date i.e. 20th September, 2023 = 42,959

Total No. of paid up Shares as on 20th September, 2023 = 7,22,96,395

SL No.	Resolution	Mode	No. of folios/ Ballots Received	Total no. of Shares held	Valid votes			Invalid votes			Vote cast in favour of resolutions		% of Valid Votes in favour of the resolutions	Vote cast against the resolutions		% of Valid votes against the resolutions	Abstain	
					No. of folios/ No. of Ballots received	Votes	% of Valid votes	No. of folios/ No. of Ballots received	Votes	% of Invalid votes	No. of folios/ No. of Ballots	Votes		No. of folios/ no. of Ballots	Votes		No. of folios/ no. of Ballots	Votes
1	Approval and adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2023 the reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 and Auditors' Report thereon. (passed as an ordinary resolution)	Remote E-Voting	181	48110896	181	48110896	100.00	0	0	0.00	175	48110791	100.00	6	105	0.00	0	0
		E-voting during AGM	1	5	1	5	100.00	0	0	0.00	0	0	0.00	1	5	100.00	0	0
		TOTAL	182	48110901	182	48110901	100.00	0	0	0.00	175	48110791	100.00	7	110	0.00	0	0
2	Declaration of dividend on Equity Shares for the year ended 31st March, 2023 (passed as an ordinary resolution)	Remote E-Voting	181	48110896	181	48110896	100.00	0	0	0.00	175	48110791	100.00	6	105	0.00	0	0
		E-voting during AGM	1	5	1	5	100.00	0	0	0.00	0	0	0.00	1	5	100.00	0	0
		TOTAL	182	48110901	182	48110901	100.00	0	0	0.00	175	48110791	100.00	7	110	0.00	0	0
3	Appointment of Mr. Sandip Somany (holding DIN: 00053597) as a Director who retires by rotation, and being eligible, offers himself for re-appointment (passed as an ordinary resolution)	Remote E-Voting	181	48110896	181	48110896	100.00	0	0	0.00	166	47987210	99.74	20	123686	0.26	0	0
		E-voting during AGM	1	5	1	5	100.00	0	0	0.00	0	0	0.00	1	5	100.00	0	0
		TOTAL	182	48110901	182	48110901	100.00	0	0	0.00	166	47987210	99.74	21	123691	0.26	0	0
4	Re-appointment of M/s. Lodha & Co., as Statutory Auditors of the Company to hold office from the conclusion of the 6th Annual General Meeting till the conclusion of the 11th Annual General Meeting of the Company and to fix their remuneration.	Remote E-Voting	181	48110896	180	48110826	100.00	0	0	0.00	174	48105475	99.99	9	5351	0.01	1	70
		E-voting during AGM	1	5	1	5	100.00	0	0	0.00	0	0	0.00	1	5	100.00	0	0
		TOTAL	182	48110901	181	48110831	100.00	0	0	0.00	174	48105475	99.99	10	5356	0.01	1	70

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SL No.	Resolution	Mode	No. of folios/ Ballots Received	Total no. of Shares held	Valid votes		% of Valid votes	Invalid votes		% of Invalid votes	Vote cast in favour of resolutions		% of Valid Votes in favour of the resolutions	Vote cast against the resolutions		% of Valid votes against the resolutions	Abstain	
					No. of folios/ No. of Ballots received	Votes		No. of folios/ No. of Ballots received	Votes		No. of folios/ No. of Ballots	Votes		No. of folios/ no. of Ballots	Votes		No. of folios/ no. of Ballots	Votes
5	Consideration and fix the fees for delivery of documents requested by a member through a particular mode (passed as an ordinary resolution)	Remote E-Voting	181	48110896	180	48110826	100.00	0	0	0.00	172	48110715	100.00	8	111	0.00	1	70
		E-voting during AGM	1	5	1	5	100.00	0	0	0.00	0	0	0.00	1	5	100.00	0	0
		TOTAL	182	48110901	181	48110831	100.00	0	0	0.00	172	48110715	100.00	9	116	0.00	1	70

Note:

Resolution No. 3 - 5 Nos. of Custodian Shareholders voting on resolution partly in "YES" and Partly in "NO"

Resolution No. 4 - 3 Nos. of Custodian Shareholders voting on resolution partly in "YES" and Partly in "NO"

For Pravin Kumar Drolia,

PRAVIN KUMAR
KUMAR DROLIA
DROLIA

(Pravin Kumar Drolia)
Company Secretary in whole time practice,
F.C.S No.2366, Certificate of Practice No.1362,
Peer review unit regn: 1928/2002
UDIN: F002366E001094919
Date: 27/09/2023

sd/-

1 Witness
Sangita Saraf,
58/35, Prince Anwar Saha Road,
Kolkata 700045.

sd/-

2 Witness
Naveen Saraf,
58/35, Prince Anwar Saha Road,
Kolkata 700045.