

4<sup>th</sup> September, 2020

The Corporate Relationship Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda, Dalal Street,  
Mumbai – 400 001

The Secretary,  
National Stock Exchange of India Limited,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, Bandra Kurla Complex, Bandra (East),  
Mumbai - 400 051

Dear Sir/Madam,

**Sub: Proceedings of the 3<sup>rd</sup> Annual General Meeting of the Company held on 3<sup>rd</sup> September, 2020 pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

Pursuant to Regulation 30(6) of the Listing Regulations read with Para A of Part A of Schedule III to the Listing Regulations, we are submitting herewith proceedings of the 3<sup>rd</sup> Annual General Meeting of the Company, marked as ‘Annexure A’, duly convened on Thursday, the 3<sup>rd</sup> September, 2020 at 12.00 noon through Video Conferencing/Other Audio Visual Means.

It is hereby informed that the voting results in the format prescribed under Regulation 44 of the Listing Regulations are being filed with NSE & BSE separately.

Please take the above on your record.

Kindly acknowledge receipt.

For Somany Home Innovation Limited



(Payal M. Puri)  
Company Secretary & V. P. Group General Counsel

Name: Payal M. Puri  
Address: 301-302, 3<sup>rd</sup> Floor, Park Centra, Sector-30, NH-8, Gurugram-122001  
Membership No. 16068

Enclosure : As above

Somany Home Innovation Limited

Corporate Office: 37 B, Echelon Institutional Area, Sector-32, Gurugram, Haryana-122 001, India. T. +91 124 2889300  
Registered Office: 2, Red Cross Place, Kolkata-700001, West Bengal, India. T. +91 33-22487407/5668

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**Proceedings of 3<sup>rd</sup> Annual General Meeting of Somany Home Innovation Limited**

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The 3<sup>rd</sup> Annual General Meeting (“AGM/Meeting”) of Somany Home Innovation Limited was held on Thursday, the 3<sup>rd</sup> September, 2020 at 12.00 noon through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).

Ms. Payal M. Puri, Company Secretary and V.P. Group General Counsel opened the Meeting and welcomed the Members attending Meeting through VC/OAVM. Thereafter, she informed that on account of COVID-19 outbreak and considering the social distancing norms to contain the spread of this virus, the Meeting was conducted through VC/OAVM in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in this regard.

Mr. Sandip Somany, Chairman and Non-Executive Director of the Company chaired the Meeting and introduced:

- i. Directors attending the Meeting through VC/OAVM from their respective locations;
- ii. Members of the Senior Management attending the Meeting from Gurugram; and
- iii. Auditors attending the Meeting from their respective locations.

The Chairman called the Meeting to order as the requisite quorum was present.

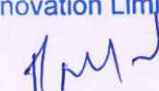
With the concurrence of the Members attended the Meeting through VC/OAVM, the Chairman had taken the Notice of the 3<sup>rd</sup> AGM together with the Financial Statements and Directors’ Report for the FY 2019-20 as read. He further informed the Members that there were no qualifications reported by the Statutory Auditors and Secretarial Auditors of the Company in their respective Reports, therefore, the same were not required to be read.

Thereafter, Members were informed that the remote e-voting facility had been arranged by the Company through a platform provided by Central Depository Services (India) Limited (“CDSL”), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which commenced from **Monday, the 31<sup>st</sup> August, 2020 at 9.00 a.m. (IST)** and ended on **Wednesday, the 2<sup>nd</sup> September, 2020 at 5.00 p.m. (IST)**.

It was also informed to the Members in the meeting through VC/OAVM that Mr. Pravin Kumar Drolia, Practicing Company Secretary (FCS: 2366, CP: 1362) was appointed as the Scrutinizer for scrutinizing the remote e-voting process and the e-voting process during the proceedings of the Meeting in a fair and transparent manner.

The Chairman briefed the Members on key highlights and future prospects of the Company. On invitation by the Chairman, Mr. Naveen Malik, Chief Financial Officer of the Company also presented an overview of the financial performance of the Company for the FY 2019-20.

For Somany Home Innovation Limited

  
Company Secretary

Members present at the Meeting through VC/OAVM and who had registered themselves as speakers, were given an opportunity to ask questions and seek clarifications. Members asked the questions which were suitably replied by the Chairman.

Thereafter, the Chairman stated that the following are the items of business as per the Notice of the 3<sup>rd</sup> AGM.

#### **AS ORDINARY BUSINESS**

1. Consideration and adoption of the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2020, 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<sup>st</sup> March 2020 and Auditors' Report thereon.
2. Declaration of dividend on Equity Shares for the year ended 31<sup>st</sup> March 2020.
3. Appointment of a Director in place of Mr. Sandip Somany, who retires by rotation and, being eligible, offers himself for re-appointment.

#### **AS SPECIAL BUSINESS (ORDINARY RESOLUTIONS)**

4. Appointment of Mr. Nand Gopal Khaitan as an Independent Director of the Company.
5. Appointment of Mr. Salil Kumar Bhandari as an Independent Director of the Company.
6. Appointment of Mr. Ashok Jaipuria as an Independent Director of the Company.
7. Appointment of Ms. Anisha Motwani as an Independent Director of the Company.
8. Appointment of Mr. Rakesh Kaul as Director of the Company.

#### **AS SPECIAL BUSINESS (SPECIAL RESOLUTION)**

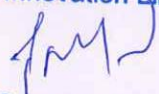
9. Approval for appointment of Mr. Rakesh Kaul as Whole-time Director and Chief Executive Officer and remuneration payable thereof.

The Chairman informed that the Members who did not cast their vote electronically through remote e-voting system of CDSL and who were participating in this meeting had an opportunity to cast their votes through the e-voting system provided by CDSL during the Meeting. The e-voting was kept open for the next 15 minutes to enable the Members to cast their votes.

The Chairman announced that the e-voting results along with the Scrutinizer's Report shall be informed to the Stock Exchanges on which the Company's shares are listed and will also be made available on the websites of the Company and CDSL on or before 5<sup>th</sup> September, 2020.

The Meeting was concluded by the Chairman with a vote of thanks to the Panelists and Members at 01.00 P.M.

For Somany Home Innovation Limited

  
Company Secretary