



September 27, 2022

To,  
**National Stock Exchange of India Ltd**  
Listing Department  
Exchange Plaza, C/1, G block,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai 400051.  
Scrip ID - HPAL

To,  
**BSE Limited**  
Listing Department  
1<sup>st</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400001.  
Scrip Code - 543433

**Subject: Proceedings of the 3<sup>rd</sup> Annual General Meeting of the Company held on September 27, 2022.**

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with Part A of Schedule III thereto, please find enclosed the summary of proceedings of the 3<sup>rd</sup> Annual General Meeting of the Company ("3<sup>rd</sup> AGM" or "Meeting") held on Tuesday, September 27, 2022, at 03:00 p.m. IST through Video Conferencing.

This is for your information and appropriate dissemination.

Thanking you,

Yours Truly,  
For HP Adhesives Limited

Jyoti Chawda  
Company Secretary  
Encl: As above



**HP ADHESIVES LIMITED** (Formerly known as HP ADHESIVES PRIVATE LIMITED)

**Corporate Office:** 501, 5th floor, C Wing, Business Square Bldg., Andheri East, Mumbai 400093, Maharashtra, India  
**Registered Office:** 11, Unique House, Chakala, Andheri (East), Mumbai 400099, India  
CIN: L24304MH2019PLC325019

**Tel:** +91-22-68196300

**Email:** info@hpadhesives.com

**Web:** www.hpadhesives.com



## SUMMARY OF THE PROCEEDINGS OF 3<sup>rd</sup> AGM OF HP ADHESIVES LIMITED

HP Adhesives Limited (“Company”) convened its 3<sup>rd</sup> AGM through Video conferencing/Other Audio-Visual Means on Tuesday, September 27, 2022, at 03:00 p.m. IST, in accordance with the applicable provisions of the Companies Act, 2013 read with the rules made thereunder, SEBI Listing Regulations, General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated, May 5, 2020, read with General Circular No. 02/2022 dated May 5, 2022 and other circulars issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated May 13, 2022 and other circulars issued by the Securities and Exchange Board of India.

Mrs. Anjana Motwani, Chairperson presided over the meeting and welcomed the Members to the Meeting.

After ascertaining that the requisite quorum was present, the Chairperson declared the Meeting to be in order and commenced the proceedings of the Meeting.

The Chairperson introduced the Board Members, Key Managerial Personnel, representatives of the Statutory Auditors, Secretarial Auditors and Scrutinizer for the e-Voting process.

Thereafter, the Company Secretary stated that the Company had availed the services of Central Depository Services (India) Limited (“CDSL”) for conducting the meeting through Video Conferencing/Other Audio-Visual Means for enabling participation of the Members at the Meeting, remote e-voting and e-voting during the Meeting.

Further, she explained to the Members the general instructions regarding participation and voting at the Meeting. It was also stated that the Company had provided remote e-voting facility to the Members in respect of the resolutions to be passed at the 3<sup>rd</sup> AGM. The remote e-voting commenced at 9:00 a.m. IST on Tuesday, September 24, 2022 and concluded at 5:00 p.m. IST on Monday, September 26, 2022. Members holding shares as of the cut-off date i.e. Tuesday, September 20, 2022, were only entitled to cast their votes through remote e-voting and e-voting at the Meeting. Further, Members present at the meeting could also cast their votes by means of e-voting that was made available during and 15 minutes after the conclusion of the meeting.



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Thereafter Chairperson briefed the member about the Company and also apprised them on the theme of the Company's 3<sup>rd</sup> Annual Report – “*Expanding Capabilities, Ensuring Growth*” and stated that the Reports from the Statutory Auditor and Secretarial Auditor did not contain any qualifications, observations or remarks having any adverse effect on the functioning of the Company.

Thereafter, Mr. Karan Motwani, Managing Director, briefed the Members about new product development, distribution network, manufacturing capabilities, brand promotion and other corporate developments during FY 2021-22. He expressed his gratitude to all Members for their faith and support towards the Company.

Thereafter, the Company Secretary invited the Members who had pre-registered themselves as speakers to ask their questions which were responded to/addressed by Mr. Karan Motwani, Managing Director; Ms. Nidhi Motwani, Executive Director; and Mr. Mihir Shah, Chief Financial Officer.

The Company Secretary then requested the Members who had not voted earlier to cast their votes on the matters as set forth in the Notice. The Members were further informed that a consolidated report of remote e-voting and e-voting conducted at the Meeting will be announced within the stipulated time from the conclusion of the Meeting and will be made available on the website of the Company, CDSL and Stock Exchanges.

She then informed the Members that the e-voting facility will be available for 15 minutes after the closure of the meeting and thanked the Chairperson, Directors, Statutory Auditor, Secretarial Auditor and Members for their participation.

The Chairperson thereafter concluded the Meeting, thanked the Directors, Auditors and Members for their participation and wished everyone to stay safe and healthy in the times ahead.



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After completion of the 3<sup>rd</sup> AGM, the Scrutinizer post verification of votes, confirmed that the following resolutions as set out in the Notice were passed with the requisite majority:

**Ordinary Business:**

1. To receive, consider and adopt the audited financial statements for the financial year ended 31st March, 2022 and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Nidhi Haresh Motwani (DIN: 06655834), who retires by rotation and being eligible offers herself for reappointment.

**Special Business:**

3. To approve payment of remuneration to Executive Directors who are members of the Promoter group in excess of 5% of the net profits of the Company in a year as per Regulation 17(6)(e)(ii) of SEBI (LODR) Regulations, 2018.

Thanking you,

Yours Truly,

For HP Adhesives Limited

Jyoti Chawda  
Company Secretary



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