



20th September, 2024

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
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001.
Scrip Code - 543433

Sub: Voting Results and Scrutinizer's Report – 5th Annual General Meeting.

Dear Sir/Madam,

With reference to the above captioned subject, we wish to inform you that the 5th Annual General Meeting ('AGM') of HP Adhesives Limited ('the company') was held on Thursday, 19th September, 2024 at 12:00 Noon IST through Video Conferencing. Further, the Company had provided the facility of remote e-voting and e-voting at AGM to its Members on the resolutions set out in the notice convening the 5th AGM.

Mr. Shivam Sharma proprietor of M/s. Shivam Sharma & Associates, Practicing Company Secretaries, Mumbai, were appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

In accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the consolidated voting results of remote e-voting and e-voting at the meeting, on the business transacted at AGM and the report of the Scrutinizer thereon. All the resolutions set out in the Notice have been duly passed by the Members with the requisite majority.

The aforesaid documents are also being made available on the website of the Company at www.hpadhesives.com and of Central Depository Services (India) Limited at www.evotingindia.com.

This is for your information and appropriate dissemination.

Thanking you,
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



Voting Results
Disclosure as per Regulation 44(3) of the
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Company Name	HP Adhesives Limited
Date of AGM Notice	12 th August, 2024
Remote E-voting Period:	
Start date	16 th September, 2024
End date	18 th September, 2024
Record date/Cut-off date	13 th September, 2024
Total number of shareholders as on record date/ Cut-off date	56889
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	Not applicable
Public	Not applicable
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	3
Public	43

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31 st March, 2024 together with the reports of the Board of Directors and Statutory Auditors thereon.				
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
Promoter and Promoter Group	E-Voting	65550675	65550675	100.0000	65550675	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	65550675	65550675	100.0000	65550675	0	100.0000	0.0000
Public-Institutions	E-Voting	3559332	3415685	95.9642	3415685	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	3559332	3415685	95.9642	3415685	0	100.0000	0.0000
Public- Non Institutions	E-Voting	22764728	1403968	6.1673	1403868	100	99.9929	0.0071
	Poll							
	Postal Ballot (if applicable)							
	Total	22764728	1403968	6.1673	1403868	100	99.9929	0.0071
Total		91874735	70370328	76.5938	70370228	100	99.9999	0.0001

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To declare a final dividend of Rs. 0.30 per equity share of Rs. 2 each of the Company for the financial year ended 31 st March, 2024.				
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
Promoter and Promoter Group	E-Voting	65550675	65550675	100.0000	65550675	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	65550675	65550675	100.0000	65550675	0	100.0000	0.0000
Public-Institutions	E-Voting	3559332	3415685	95.9642	3415685	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	3559332	3415685	95.9642	3415685	0	100.0000	0.0000
Public-Non Institutions	E-Voting	22764728	1403968	6.1673	1403868	100	99.9929	0.0071
	Poll							
	Postal Ballot (if applicable)							
	Total	22764728	1403968	6.1673	1403868	100	99.9929	0.0071
Total		91874735	70370328	76.5938	70370228	100	99.9999	0.0001

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Ms. Nidhi Haresh Motwani (DIN: 06655834), who retires by rotation and being eligible offers herself for re-appointment.				
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
Promoter and Promoter Group	E-Voting	65550675	65550675	100.0000	65550675	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	65550675	65550675	100.0000	65550675	0	100.0000	0.0000
Public-Institutions	E-Voting	3559332	3415685	95.9642	3415685	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	3559332	3415685	95.9642	3415685	0	100.0000	0.0000
Public-Non Institutions	E-Voting	22764728	1403718	6.1662	1402456	1262	99.9101	0.0899
	Poll							
	Postal Ballot (if applicable)							
	Total	22764728	1403718	6.1662	1402456	1262	99.9101	0.0899
	Total	91874735	70370078	76.5935	70368816	1262	99.9982	0.0018

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve HP Adhesives Employee Stock Option Scheme - 2024.				
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
Promoter and Promoter Group	E-Voting	65550675	65550675	100.0000	65550675	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	65550675	65550675	100.0000	65550675	0	100.0000	0.0000
Public-Institutions	E-Voting	3559332	3415685	95.9642	3415685	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	3559332	3415685	95.9642	3415685	0	100.0000	0.0000
Public-Non Institutions	E-Voting	22764728	1403613	6.1657	1402408	1205	99.9142	0.0858
	Poll							
	Postal Ballot (if applicable)							
	Total	22764728	1403613	6.1657	1402408	1205	99.9142	0.0858
	Total	91874735	70369973	76.5934	70368768	1205	99.9983	0.0017

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Scrutinizer Report

[Pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
HP Adhesives Limited,
Reg. Office: 11 Unique House, Chakala Cross Road,
Andheri East, Mumbai 400099, Maharashtra, India.

Dear Sir,

SCRUTINIZER'S REPORT	
Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014	
Name of the Company	HP Adhesives Limited
Nature of Meeting / Event	5 th Annual General Meeting (AGM)
Time, Day and Date	At 12:00 Noon IST, Thursday, September 19, 2024
Deemed Venue of AGM	11 Unique House, Chakala Cross Road, Andheri East, Mumbai 400099, Maharashtra, India.
Mode of Voting	Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

1. Appointment of Scrutinizer:

I, CS Shivam Sharma, Practicing Company Secretary was appointed as Scrutinizer vide resolution passed by the Board of Directors of the Company on August 12, 2024, to conduct the following:

- i. **Remote e-Voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
- ii. **Electronic voting at the AGM** under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 5th AGM held on Thursday, September 19, 2024 at 12:00 Noon IST.

2. Relaxations granted by Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI"):

In accordance with the provisions of the Companies Act, 2013 read with the Rules made thereunder and General Circular No. 09/2023 dated September 25, 2023, other circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and Circular issued by



the SEBI ("Circulars"), companies are allowed to hold AGM through video conference / Other Audio Visual Means ("VC/OAVM") upto September 30, 2024 without the physical presence of the members. The AGM was held accordingly through VC/OAVM.

3. Dispatch of Notice of 5th Annual General Meeting ("AGM"):

The MCA and Securities and Exchange Board of India ("SEBI") have relaxed and permitted that the notice of AGM and the Annual Report and all other documents could be sent by email to the shareholders, in view of the difficulties faced in physical dispatch of the documents. The Company has informed that it has arranged and sent the Notice of AGM dated August 12, 2024 by electronic mail through Central Depository Services (India) Limited, on August 27, 2024, whose names appeared in the Register of Members/Register of Beneficial Owners as on the cut-off date for this purpose, and who had registered their email address with the Company or Depositories or Depository Participants.

4. Publication of Advertisement in Newspapers:

In terms of the requirements of Rule 20 of the Companies (Management and Administration) Rules, 2022, Company has published advertisement in the English Newspaper - Free Press Journal and Marathi Newspaper - Nav Shakti on August 28, 2024, intimating that the AGM will be held through Video Conferencing mode and the dispatch of Annual Report of the Company for the Financial Year 2023-24 along with the Notice of the 5th AGM has been completed on Tuesday, 27th August, 2024. The said newspaper advertisement, contained information that there will be voting by electronic means only. Further, as per the MCA Circular No 17/2020 dated April 13, 2020 the process to register the email address, in case of shareholder who had not registered the same with the Company/ Depository/ Depository Participant, was also provided in the newspaper notice.

5. Cut-off Date:

The Company has provided me the Register of Members as of the cut-off date i.e. September 13, 2024.

6. Remote e-voting Process: EVSN 240821029:

6.1 Agency:

The company had appointed Central Depository Services (India) Limited for conducting voting through remote e-voting, participation in the AGM through VC/OAVM facility and e-voting during the AGM.

6.2. Generation and activation of EVSN 240821029:

The company had generated the Electronic Voting Sequence Number ("EVSN") 240821029 on August 21, 2024 and activated the EVSN on September 14, 2024. The company has



mentioned the number of records as 56,889 and the total number of shares uploaded in the Register of Members as 9,18,74,735 as of the cut-off date of September 13, 2024.

6.3. Remote e-voting period:

The remote e-voting period commenced at 9:00 a.m. on Monday, September 16, 2024 and concluded at 05:00 p.m. on Wednesday, September 18, 2024. The facility of e-voting during the AGM was provided for an additional duration of 15 minutes soon after the conclusion of the Annual General Meeting. CDSL remote e-voting portal was disabled thereafter.

Accordingly, the electronic votes cast during this period have been taken into account for ascertaining the votes cast in favour and against the resolutions, set out in the notice convening the AGM.

There was no facility to cast votes by ballot papers, in accordance with the provision of Para 3 (A)(VI) of the General Circular No 20 dated May 5, 2020 issued by the Ministry of Corporate Affairs.

7. Responsibility of Management:

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting during the AGM on the resolutions contained in the Notice of the AGM. My responsibility as Scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions. Based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited ('CDSL'), the authorized agency to provide facility and e-voting at the AGM.

8. Counting process:

After completion of e-voting at the AGM as mentioned above, the e-votes casted through e-voting during the AGM were counted, thereafter the votes casted under remote e-voting facility were unblocked and the report were downloaded from the CDSL e-voting platform in the presence of the two witness, Mr. Rishabh Sharma and Mr. Anirudh K. Tanvar who are not in employment with the Company.

9. Voting results:

A summary of the voting results for each of the agenda items contained in the notice of AGM is furnished below:



A. Ordinary Business:

ITEM NO. 1: ORDINARY RESOLUTION:

To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2024 together with the reports of the Board of Directors and Statutory Auditors thereon.

Details of Voting	Remote E-voting		During AGM		Total		% of Total Votes cast
	Folios	Votes	Folios	Votes	Folios	Votes	
Ascent	124	7,03,69,873	3	355	127	7,03,70,228	99.9999%
Dissent	1	100	-	-	1	100	0.0001%
Total	125	7,03,69,973	3	355	128	7,03,70,328	100%
Result	Passed with requisite majority						

ITEM NO. 2: ORDINARY RESOLUTION:

To declare a final dividend of Rs.0.30 per equity share of Rs.2 each of the Company for the financial year ended 31st March, 2024.

Details of Voting	Remote E-voting		During AGM		Total		% of Total Votes cast
	Folios	Votes	Folios	Votes	Folios	Votes	
Ascent	124	7,03,69,873	3	355	127	7,03,70,228	99.9999%
Dissent	1	100	-	-	1	100	0.0001%
Total	125	7,03,69,973	3	355	128	7,03,70,328	100%
Result	Passed with requisite majority						

ITEM NO. 3: ORDINARY RESOLUTION:

To appoint a Director in place of Ms. Nidhi Haresh Motwani (DIN: 06655834), who retires by rotation and being eligible offers herself for re-appointment.

Details of Voting	Remote E-voting		During AGM		Total		% of Total Votes cast
	Folios	Votes	Folios	Votes	Folios	Votes	
Ascent	118	7,03,68,461	3	355	121	7,03,68,816	99.9982%
Dissent	6	1,262	-	-	6	1,262	0.0018%
Total	124	7,03,69,723	3	355	127	7,03,70,078	100%
Result	Passed with requisite majority						



B. Special Business:

ITEM NO. 4: SPECIAL RESOLUTION:

To consider and if thought fit, to pass the following as a Special Resolution to approve HP Adhesives Employee Stock Option Scheme - 2024:

Details of Voting	Remote E-voting		During AGM		Total		% of Total Votes cast
	Folios	Votes	Folios	Votes	Folios	Votes	
Ascent	116	6,69,52,728	3	355	119	6,69,53,083	95.1443%
Dissent	7	34,16,890	-	-	7	34,16,890	4.8557%
Total	123	7,03,69,618	3	355	126	7,03,69,973	100%
Result	Passed with requisite majority						

10. Based on the aforesaid report, it may be seen that resolutions No (1), (2) (3) and (4) of the AGM Notice have been passed with the requisite majority. The voting results of the aforesaid AGM may accordingly be declared by the Company Secretary as authorised by the Chairman of the Company.

11. The Register maintained in electronic form recording the assent or dissent received alongwith all the relevant records of e-voting downloaded from the CDSL e-voting portal have been handed over to the Company Secretary for safekeeping.

Thanking You
For Shivam Sharma & Associates
Company Secretaries

SHIVAM Digitally signed
by SHIVAM
SHARMA SHARMA
Date: 2024.09.20
16:42:05 +05'30'

Shivam Sharma
(Proprietor)
M.No.: A35727, CP. No.: 16558
Peer Review Certificate No.: 1811/2022
UDIN: A035727F001268827
Place: Mumbai
Date: 20.09.2024