



January 29, 2024

To,
Listing Department
NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Exchange Plaza, C/1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

To,
Listing Department
BSE LIMITED
P. J. Towers,
Dalal Street,
Mumbai – 400 001

Scrip Symbol: HONASA

Scrip Code: 544014

Subject: Postal Ballot Voting Result & Scrutinizers Report thereof

This is further to our disclosure dated December 29, 2023, enclosing the copy of Postal Ballot Notice (“**Notice**”) for seeking approval of the Members of Honasa Consumer Limited (“**the Company**”) on the following resolutions by way of Special Resolution:

Sr. No.	Resolutions
1.	Ratification of “Honasa Consumer Limited Employees Stock Option Plan – 2018.”
2.	Ratification of “Honasa Consumer Limited Employees Stock Option Plan - 2018” to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.
3.	Ratification of “Honasa Consumer Limited Employees Stock Option Plan – 2021.”
4.	Ratification of “Honasa Consumer Limited Employees Stock Option Plan - 2021” to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.

Pursuant to the provisions of Section 110, Section 108 and other applicable provisions of the Companies Act, 2013, read with related Rules, as amended, along with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**) read with other applicable SEBI Circulars and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, the Company has transacted special business by way of Postal Ballot through remote e-voting process as set out in the Notice.

The remote e-voting process concluded on Sunday, January 28, 2024 at 5:00 p.m. (IST). The Scrutinizer has submitted his report dated January 28, 2024, on the results of the Postal Ballot through remote e-voting. Based on the report of the scrutinizer, we hereby inform that, the Members of the Company have duly passed the above Special Resolutions with requisite majority.

Honasa Consumer Limited

Registered Office: Unit No - 404, 4th Floor, City Centre, Plot No 05, Sector-12, Dwarka New Delhi 110075

Corporate Office: 10th Floor, Capital Cyberscape, Ullahwas, Sector-59, Gurugram, Haryana - 122102

Email: info@mamaearth.in; Phone: 0124 - 4880828 | Website: www.honasa.in

| CIN: U74999DL2016PLC306016 |



Pursuant to Regulation 44(3) of the Listing Regulations, we are enclosing herewith the details of the voting results as **Annexure A** and the Report of the Scrutinizer as **Annexure B**.

The voting results and the Report of the Scrutinizer are being made available on the website of the Company www.honasa.in and on website of CDSL <http://www.evotingindia.com>.

This is for your information and records.

Thanking you,
Yours faithfully

For, **Honasa Consumer Limited**

Dhanraj Dagar
Company Secretary & Compliance Officer
Mem. No. A33308

Encl: as above

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Annexure A

DETAILS OF VOTING RESULTS BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF LISTING REGULATIONS

Sr. No.	Particulars	Details
1.	Date of Postal Ballot Notice	Friday, December 29, 2023
2.	Cut-off Date	Friday, December 22, 2023
3.	Voting Start Date & Time	Saturday, December 30, 2023 (9:00 a.m. IST)
4.	Voting End Date & Time	Sunday, January 28, 2024 (5:00 p.m. IST)
5.	Total Number of Shareholders as on the Cut-off Date	51479
6.	No. of Members present in meeting either in person or proxy	
	Promoter & Promoter Group	Not Applicable
	Public	Not Applicable
8.	No. of Members attended the meeting through Video Conferencing	
	Promoter & Promoter group	Not Applicable
	Public	Not Applicable
9.	Results of the Postal Ballot	
	1. Ratification of "Honasa Consumer Limited Employees Stock Option Plan – 2018."	Passed with special resolution.
	2. Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2018" to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.	
	3. Ratification of "Honasa Consumer Limited Employees Stock Option Plan – 2021."	
	4. Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2021" to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.	

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Resolution No. 1

Resolution required: [Ordinary / Special]			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Ratification of “Honasa Consumer Limited Employees Stock Option Plan – 2018.”					
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 of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	113716550	113665550	99.9552	113665550	0	100.00	0
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		113716550	113665550	99.9552	113665550	0	100.00
Public – Institutions	Remote E-Voting	189158648	100678350	53.2243	87388700	13289650	86.7999	13.2001
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		189158648	100678350	53.2243	87388700	13289650	86.7999
Public – Non Institutions	Remote E-Voting	18871559	14472	0.0767	13,670	802	94.4583	5.5417
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		18871559	14472	0.0767	13670	802	94.4583
Total		321746757	214358372	66.6233	201067920	13290452	93.7999	6.2001

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Resolution No. 2

Resolution required: [Ordinary / Special]			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Ratification of “Honasa Consumer Limited Employees Stock Option Plan - 2018” to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.					
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 of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	113716550	113665550	99.9552	113665550	0	100.00	0
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		113716550	113665550	99.9552	113665550	0	100.00
Public – Institutions	Remote E-Voting	189158648	100678350	53.2243	87388700	13289650	86.7999	13.2001
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		189158648	100678350	53.2243	87388700	13289650	86.7999
Public – Non Institutions	Remote E-Voting	18871559	14492	0.0768	13623	869	94.0036	5.9964
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		18871559	14492	0.0768	13623	869	94.0036
Total		321746757	214358392	66.6233	201067873	13290519	93.7999	6.2001

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Resolution No. 3

Resolution required: [Ordinary / Special]			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Ratification of “Honasa Consumer Limited Employees Stock Option Plan - 2021”.					
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 of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	113716550	113665550	99.9552	113665550	0	100.00	0
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		113716550	113665550	99.9552	113665550	0	100.00
Public – Institutions	Remote E-Voting	189158648	100678350	53.2243	87388700	13289650	86.7999	13.2001
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		189158648	100678350	53.2243	87388700	13289650	86.7999
Public – Non Institutions	Remote E-Voting	18871559	14,472	0.0767	13716	756	94.7761	5.2239
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		18871559	14472	0.0767	13716	756	94.7761
Total		321746757	214358372	66.6233	201067966	13290406	93.7999	6.2001

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Resolution No. 4

Resolution required: [Ordinary / Special]			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			“Honasa Consumer Limited Employees Stock Option Plan - 2021” to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.”					
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 of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	113716550	113665550	99.9552	113665550	0	100.00	0
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		113716550	113665550	99.9552	113665550	0	100.00
Public – Institutions	Remote E-Voting	189158648	100678350	53.2243	87388700	13289650	86.7999	13.2001
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		189158648	100678350	53.2243	87388700	13289650	86.7999
Public – Non Institutions	Remote E-Voting	18871559	14492	0.0768	13669	823	94.3210	5.6790
	E-voting during EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		0	0	0	0	0	0
	Total		18871559	14492	0.0768	13669	823	94.3210
Total		321746757	214358392	66.6233	201067919	13290473	93.7999	6.2001

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Arora Shekhar & Company
(Practicing Company Secretaries)

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with the
Companies (Management and Administration) Rules, 2014]

To,
Company Secretary
Honasa Consumer Limited
Unit No - 404, 4th Floor, City Centre,
Plot No 05, Sector-12, Dwarka New Delhi 110075

Dear Sir,

Sub: Scrutinizer's Report on voting through postal ballot by electronic means conducted pursuant to the provisions of Section 110 read with Section 10G of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.

I, Shashi Shekhar, proprietor of M/s Arora Shekhar & Company, Practicing Company Secretaries, New Delhi refer to my appointment as the Scrutinizer in terms of Section 110 of the Companies Act, 2013 ('the Act') as amended from time to time, read with Rule 22 of the Companies Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and-in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') vide its General Circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23,2021, December 8,2021, May 5, 2022 , December 28, 2022, September 25, 2023 (collectively referred to as ('MCA Circulars') and pursuant to other applicable laws and regulations, for the purpose of scrutinizing the process of voting through postal ballot by electronic means only (remote e-voting) in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as contained in the postal ballot notice dated December 22, 2023. The businesses transacted through this notice are reproduced below:

SPECIAL BUSINESSES:

1. Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2018".



Office Address : A-335, 1st Floor, Shivalik, Malviya Nagar, New Delhi -110017

Contact ☎ : 011-41402888,+91- 9015398479

Web 🌐 : www.arorashekhar.com Email : info@arorashekhar.com



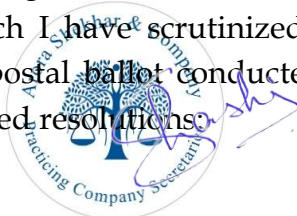
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(Practicing Company Secretaries)

- 2. Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2018" to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.**
- 3. Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2021".**
- 4. Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2021" to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.**

My responsibility as a scrutinizer for the voting process through postal ballot by electronic means is restricted to ensure that the voting process was conducted in a fair and transparent manner and make the Scrutinizer's Report of the votes-cast "in favor" or "against" for the above-mentioned resolutions, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide remote e-voting facility.

In this regard, I submit my report as under:

1. The Company provided remote e-voting facility to the Members to cast votes on the aforesaid resolutions for a period commencing from Saturday, December 30, 2023 (09:00 A.M.) (IST) until Sunday, January 28, 2024 (05:00 P.M.) (IST).
2. The facility of e-voting was made available to the members holding shares as on Friday, December 22, 2023 ("Cut -Off Date").
3. At the end of remote e-voting period on Sunday, January 28, 2024 (05:00 P.M.) (IST) voting portal of the agency (CDSL) was blocked forthwith.
4. After the closure of the remote e-voting facility, the votes cast through remote e-voting were unlocked forthwith.
5. Thereafter, the details containing, inter alia, list of shareholders who voted as "assent" or "dissent" or "abstain from voting" on the resolution that was put to vote were generated from the e-voting website of CDSL i.e. www.evotingindia.com.
6. Based on the reports generated from CDSL's e-voting website www.evotingindia.com which I have scrutinized, I now submit my report as under on the result of the postal ballot conducted through remote e-voting in respect of the above-mentioned resolutions.





Arora Shekhar & Company
(Practicing Company Secretaries)

SPECIAL BUSINESS

Resolution 1: Special Resolution

Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2018".

(i) Voted **in favor** of the resolution:

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	251
b.	Number of valid votes cast by them	20,10,67,920
c.	% of total number of valid votes cast	93.80%

(ii) Voted **against** the resolution:

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	44
b.	Number of valid votes cast by them	1,32,90,452
c.	% of total number of valid votes cast	6.2%

(iii) **Invalid votes:**

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	0
b.	Number of valid votes cast by them	Not Applicable
c.	% of total number of valid votes cast	Not Applicable





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Resolution 2: Special Resolution

Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2018" to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.

(i) Voted **in favor** of the resolution:

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	249
b.	Number of valid votes cast by them	20,10,67,873
c.	% of total number of valid votes cast	93.8%

(ii) Voted **against** the resolution:

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	47
b.	Number of valid votes cast by them	1,32,90,519
c.	% of total number of valid votes cast	6.2%

(iii) **Invalid votes:**

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	0
b.	Number of valid votes cast by them	Not Applicable
c.	% of total number of valid votes cast	Not Applicable





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(Practicing Company Secretaries)

Resolution 3: Special Resolution

Ratification of "Honasa Consumer Limited Employees Stock Option Plan - 2021".

(i) Voted **in favor** of the resolution:

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	252
b.	Number of valid votes cast by them	20,10,67,966
c.	% of total number of valid votes cast	93.8%

(ii) Voted **against** the resolution:

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	43
b.	Number of valid votes cast by them	1,32,90,406
c.	% of total number of valid votes cast	6.2%

(iii) **Invalid votes:**

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	0
b.	Number of valid votes cast by them	Not Applicable
c.	% of total number of valid votes cast	Not Applicable





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(Practicing Company Secretaries)

Resolution 4: Special Resolution

Ratification of “Honasa Consumer Limited Employees Stock Option Plan - 2021” to the Employees of Subsidiary Companies, Group Companies and Associate Companies of the Company.

(i) Voted **in favor** of the resolution:

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	250
b.	Number of valid votes cast by them	20,10,67,919
c.	% of total number of valid votes cast	93.8%

(ii) Voted **against** the resolution:

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	46
b.	Number of valid votes cast by them	1,32,90,473
c.	% of total number of valid votes cast	6.2%

(iii) **Invalid votes:**

Sr. No.	Particulars	Through postal ballot conducted through electronic means
a.	Numbers of members voted	0
b.	Number of valid votes cast by them	Not Applicable
c.	% of total number of valid votes cast	Not Applicable





Arora Shekhar & Company
(Practicing Company Secretaries)

7. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the postal ballot of the Company and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking You

For Arora Shekhar and Company

CS Shashi Shekhar

Membership Number: F12475

Certificate of Practice: 14145

UDIN: F012475E003319671

Peer Review Certificate No.: 3159/2023



Place: New Delhi

Date: 28-01-2024

Countersigned by:

Dhanraj P. Dagar

Company Secretary & Compliance Officer

Honasa Consumer Limited

ACS No.: A33308



Place: New Delhi

Date: 28-01-2024