WENDT (INDIA) LIMITED

No. 69/70, Sipcot, Hosur 635 126, Tamilnadu, INDIA

Telephone: +91 4344.405500

Telefax : + 91 4344 405620 / 405630
E-mail : wil@wendtindia.com
Web : www.wendtindia.com
CIN: : L85110KA1980PLC003913



31st December 2021

BSE Limited

1st Floor, New Trading Ring, Rotunda Building, P J Towers,

Dalal Street, Fort Stock Code: 505412

Mumbai 400 001 Through BSE Listing Centre

The Manager

Listing Department

National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor Plot No. C/1, G Block

Bandra-Kurla Complex, Bandra (E) Stock Code: WENDT-EQ

Mumbai 400 051 Through NEAPS

Dear Sirs,

Sub: Voting results and Consolidated Scrutiniser's report - Postal Ballot

We refer to our letter dated 30th November 2021 intimating you of postal ballot for seeking approval of the shareholders and related matters thereto.

In terms of the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of voting results and the Scrutiniser's report in respect of the business transacted through postal ballot mechanism are enclosed. The resolutions set out in the postal ballot notice for approval of continuation of directorship of Mr. M Lakshminarayan who has attained the age of seventy five years and for his re-appointment as an Independent Director for a second term have been passed with requisite majority on 30th December 2021(being the last date for e-voting).

The results shall be also made available on the website of the Company at www.wendtindia.com.

Kindly take the information on record.

Thanking you

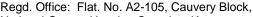
Yours faithfully

For Wendt (India) Limited

Arjun Raj P

Company Secretary

Encl. a.a.



National Games Housing Complex, Koramangala, Bangalore-47.

Phone + 91 80 2570 1423/ 24, Fax + 91 80 2570 1425.



Company Name	WENDT (INDIA) LIMITED	
Date of the AGM/EGM	Not applicable. (Resolution passed through postal ballot on December 30, 2021)	
Total number of shareholders on record date	7365 (As on cut-off date i.e. November 26, 2021)	
No. of shareholders present in the meeting either in person or		
Promoters and Promoter Group:	Not Applicable (Resolution passed through postal ballot)	
Public:		
No. of Shareholders attended the meeting through Video		
Promoters and Promoter Group:	Not Applicable (Resolution passed through postal ballot)	
Public:		

<u>Note</u> - Voting for the resolution was done through remote e-voting only.

Resolution required: (Ordinary/ Special)	SPECIAL - To consider the continuation of directorship of Mr. M Lakshminarayan (DIN: 00064750) as a Non-Executive Independent Director of the Company and approve his re-appointment							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1500000	750000	50.0000	750000	0	100.0000	0.0000
	Poll	1500000	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	1500000						
Public- Institutions	E-Voting	134558	131721	97.8916	131721	0	100.0000	0.0000
	Poll	134558	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	134558						
Public- Non Institutions	E-Voting	365442	973	0.2663	966	7	99.2805	0.7194
	Poll	365442	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	365442						
	Total	2000000	882694	44.1347	882687	7	99.9992	0.0008





New No. 44, Old No. 25, Flat No.3 Thiruvarangam Apartments, 1st Floor, Unnmalai Ammal Street, T-Nagar, Chennai -600 017. email: sridharan.r@aryes.in

web : www.aryes.in

31st December, 2021

The Chairman
Wendt (India) Limited,
Flat No 105, Cauvery Block
National Games Housing Complex
Koramangala,
Bengaluru - 560047

Dear Sir,

Sub: Passing of Resolution through Postal Ballot

Pursuant to the resolution passed by the Board of Directors of **Wendt (India) Limited** (hereinafter referred to as **"the Company"**) on Thursday, the 25th November, 2021, we have been appointed as Scrutinizer for the purpose of scrutinizing the postal ballot voting conducted through remote e-voting process in respect of the following resolution:

D-f	1
Reference to	
the Companies	Type and Description of the resolution
Act, 2013	
Sections 149	SPECIAL RESOLUTION
and 152 of the	RESOLVED THAT pursuant to the provisions of Sections 149, 152
Companies	and other applicable provisions of the Companies Act, 2013 and the
Act, 2013 read	rules made thereunder read with Schedule IV to the Companies Act,
with rules	2013 (including any statutory modifications or re-enactment thereof
made	for the time being in force and as amended from time to time),
thereunder	Regulation 17(1A) of SEBI (Listing Obligations and Disclosure
	Requirements) Regulations, 2015 read with all other applicable
	provisions under the said regulations and the circulars, notifications
	and rules issued thereunder by the Securities and Exchange Board of
	India (including any statutory modifications or re-enactment thereof
	for the time being in force and as amended from time to time) and as
	recommended by the Nomination and Remuneration Committee and
	the Board of Directors, Mr. M Lakshminarayan (DIN: 00064750) Non-
	Executive Independent Director of the Company , holding office for a
	period of 5 (five) years commencing from 20 th March 2018 until 19 th
	March 2023 with the approval of the shareholders granted on 24 th
	July 2018 and who has completed 75 years of age on 7 th September
	2021 continue to hold office as a 'Non-Executive Independent
	Director' of the Company not liable to retire by rotation.
	Director of the company not habite to retire by rotation.
	RESOLVED FURTHER THAT Mr. M Lakshminarayan, Non-Executive
	Independent Director whose term of office as an Independent
	Director will expire on 19 th March 2023 and in respect of whom the
	Company has received notice in writing under Section 160 of the
	Companies Act, 2013 from a member proposing his candidature for
	the office of Director of the Company, be and is hereby re-appointed
	as a Non- Executive Independent Director of the Company after the
	completion of his current tenure expiring on 19 th March 2023 for a
	further term until 30 th November 2023.

RESOLVED FURTHER THAT Mr. N Ananthaseshan, Director, Mr. C Srikanth, CEO, and Mr. Arjun Raj P, Company Secretary be and are hereby severally authorised to do all such acts, file necessary forms and do such things including but not limited to make necessary intimations to the stock exchanges and other statutory authorities to give effect to the above resolution.

WE REPORT that in view of the pandemic COVID-19 and the resultant lockdown situation across the country restricting the movement of persons, in compliance with framework issued by the Ministry of Corporate Affairs (MCA) through its General Circular No.14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, and General Circular No. 10/2021 dated 23rd June, 2021, the Company has sent the Postal Ballot Notice dated 25th November, 2021 only through electronic mode to those Members whose names appear on the Register of Members / List of Beneficial Owners as on 26th November 2021 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Depositories as on the said date. The communication of assent or dissent of the Members on the Resolution proposed in the Postal Ballot Notice took place only through remote e-voting system. Members holding equity shares of the Company as on 26th November, 2021 ("Cut-off Date") were entitled to vote by Remote E-voting. The Company had engaged M/s. KFin Technologies Private Limited, the Registrar and Share Transfer Agent of the Company for providing remote e-voting facility for enabling the members to cast their votes for the resolution set out in the Postal Ballot Notice.

WE REPORT that the management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to Postal Ballot E-voting, on the resolution contained in the Postal Ballot Notice. Our responsibility as a Scrutinizer for remote e-voting with respect to the postal ballot process is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by KFin Technologies Private Limited, the authorized agency engaged by the Company.

We REPORT that as stated in the Postal Ballot Notice sent to the members, the Company had fixed 30th December, 2021 as the last date for E-Voting. As required under Rule 22 of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in "BUSINESS STANDARD" in 'English' on 1st December, 2021 and "VIJAY KARNATAKA" in vernacular language 'Kannada' on 1st December, 2021 informing about the despatch of the Postal Ballot Notice and other related matters mentioned therein. The Members of the Company have casted their votes through remote e-voting between the period 1st December, 2021 (9:00 a.m. IST) to 30th December, 2021 (5:00 p.m. IST) (e-voting period).

All the votes received upto the closure of e-voting period (i.e. **5:00 p.m. IST**) on Thursday, 30th December, 2021, the last date fixed by the Company for receipt of votes through remote e-Voting, were considered for our scrutiny.

WE REPORT that all the votes were scrutinized and processed and a computer statement containing the Shareholders Name, Address, Folio/Client ID Number, Postal Ballot Number, number of Shares held, Number of Votes voted, Assented, Dissented and Rejected were generated.

We report that out of **7365** Shareholders, we have received valid E-Voting from **42** Shareholders and the details of polling results are given below:

Receipt of Postal Ballot E- Voting	1 st December, 2 30 th December,	-	-
Total No. of Shareholders		7365	
Total No. of Shares		2000000	
Particulars	As per Postal Ballot	As per E-Voting	Total
Postal Ballot Forms Received	-	42	42
Less: Invalid Forms	-	-	-
Net Valid Forms	1	42	42

ITEM 1 – To consider the continuation of directorship of Mr. M Lakshminarayan (DIN: 00064750) as a Non-Executive Independent Director of the Company and approve his re-appointment (Special Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) -E-Voting	% of total number of valid votes cast
39	882687	99.99921

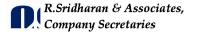
(ii) Votes **against** the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) -E-Voting	% of total number of valid votes cast
3	7	0.00079

(iii) **Invalid** Votes:

Number of members voted in E-	Number of votes cast (Shares) -E-
Voting	Voting
NIL	NIL

RESULT:



As the number of votes casted in favour of the resolution was not less than three times the number of votes cast against, we report that the <u>Special Resolution</u> under Sections 149, 152 of the Companies Act, 2013 read with Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with regard to Item 1 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

WE FURTHER REPORT that as per the notice of Postal Ballot dated 25th November, 2021, as approved by the Board of Directors on 25th November, 2021, the results in connection with the voting shall be declared by the Chairman or any other person authorised by the Board of Directors not later than Friday, 31st December 2021. The results shall be also made available on the website of the Company at www.wendtindia.com. The results shall be also communicated to the Bombay Stock Exchange ('BSE') and National Stock Exchange ('NSE'), the Depositories viz. National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') (collectively 'Depositories') and M/s. KFin Technologies Private Limited, the Registrar and Share Transfer Agent of the Company and the same shall be available on their respective websites. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" for the resolution is enclosed.

WE FURTHER REPORT that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has complied with all the provisions of the Rules. We further report that as per the said Rules, the records maintained by us such as the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares abstained, number of shares rejected), are in our safe custody which will be handed over to the Company Secretary after the Chairman considers, approves and signs the minutes of the postal ballot.

We thank you for the opportunity given to us to act as Scrutinizer for the above Postal Ballot E-Voting.

Thanking You

Yours faithfully,

For R. SRIDHARAN & ASSOCIATES COMPANY SECRETARIES

R Digitally signed by R SRIDHARAN Date: 2021.12.31 13:02:41 +05'30'

CS R SRIDHARAN FCS No. 4775 C P No. 3239

UDIN: F004775C002012803

Place: Chennai Encl.: a/a

