December 11, 2024

The BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001

Scrip Code: 522029



WINDSOR MACHINES LIMITED

Registered Office: 102/103, Devmilan CHS, Next to Tip Top Plaza, LBS Road, Thane (W) • 400604, Maharashtra, India Ph.:+91 22 25836592, Fax: +91 22 25836285

National Stock Exchange of India Ltd.

Exchange Plaza, Plot No. C/ 1, G Block, Bandra-Kurla Complex, Bandra (E),Mumbai - 400 051

Trading Symbol: WINDMACHIN

VOTING RESULTS OF THE POSTAL BALLOT

[Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015]

Dear Sir/ Madam,

Further to our letters dated November 09, 2024 and in accordance with the Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following:

- The details of the voting results by postal ballot.
- The summary of the proceedings of the resolution passed by way of postal ballot.
- The Scrutinizer Report dated December 10, 2024 of Ms. Rama Subramanian, Company Secretary in Practice (ACS- 15923 and CP No: 10964) on the voting results by postal ballot.

Based on the Scrutinizer's report, we confirm that the following resolution as contained in the Postal Ballot Notice was duly passed by the Members with requisite majority and is effective from December 09, 2024:

S.	Details of the Resolution	Business	Type of Resolution
No			
1	Appointment of Ms. Garima Malhotra (DIN: 10762983)	Special Business	Special Resolution
	as an Independent Director of the Company		
2	Appointment of Mr. Manoj Antani (DIN: 05177142) as	Special Business	Special Resolution
	an Independent Director of the Company		
3	Appointment of Mr. Subhendu Roy (DIN: 10763149) as	Special Business	Special Resolution
	an Independent Director of the Company		
4	Appointment of Mr. Vivek Chopra (DIN: 10240558) as	Special Business	Ordinary Resolution
	a Non-Executive Non- Independent Director of the		
	Company		
5	Appointment of Mr. Vinit Bediya (DIN: 07915192) as a	Special Business	Ordinary Resolution
	Non-Executive Non- Independent Director of the		-
	Company		

The same is also being made available on the website of the Company at www.windsormachines.com

We request that you take the aforesaid information on record. Thanking you,

Yours faithfully, For WINDSOR MACHINES LIMITED NIKHILKUMA Optably spinol by MANSUKHEH AI VADERA NIKHILKUMA Optably spinol by MANSUKHEH M



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SUMMARY OF THE PROCEEDINGS OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT BY THE SHAREHOLDERS OF WINDSOR MACHINES LIMITED ON DECEMBER 09, 2024

The Board of Directors of Windsor Machines Limited, in its meeting held on September 12, 2024, approved the appointment of the following directors based on the recommendations of the Nomination and Remuneration Committee, subject to the approval of the shareholders:

Sr. No	Type of Resolution	Particulars
1	Special Resolution	Appointment of Ms. Garima Malhotra (DIN: 10762983) as an Independent Director of the Company
2	Special Resolution	Appointment of Mr. Manoj Antani (DIN: 05177142) as an Independent Director of the Company
3	Special Resolution	Appointment of Mr. Subhendu Roy (DIN: 10763149) as an Independent Director of the Company
4	Ordinary Resolution	Appointment of Mr. Vivek Chopra (DIN: 10240558) as a Non- Executive Non- Independent Director of the Company
5	Ordinary Resolution	Appointment of Mr. Vinit Bediya (DIN: 07915192) as a Non- Executive Non- Independent Director of the Company

Further, the Board approved the Postal Ballot Notice to obtain consent of the members through Postal Ballot under Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, in respect of the appointments.

The Postal Ballot notice dated November 08, 2024 was sent to Members of Company whose names appeared on the Register of Members/List of beneficiaries as on November 01, 2024 (Cut-Off date).

The Company as on November 08, 2024, has completed sending Postal Ballot Notice in electronic form only through Link Intime India Pvt. Ltd. along with the details of Login ID and Password to the members/ shareholders who have registered their E-mail ID's with depositories or with the Company. The Company also provided remote e-voting facility for its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot form and availed the services of Central Depository Services (India) Limited to provide the facility to the members for e-voting.

The e-voting period commenced on November 10, 2024 at 9.00 A.M. (IST) and ended on December 09, 2024 at 5.00 P.M. (IST). The Board had appointed Ms. Rama Subramanian, Company Secretary in Practice (ACS-15923 and CP No: 10964) as the scrutinizer ("Scrutinizer") for conducting the e-voting process in a fair and transparent manner. The scrutinizer carried out the scrutiny of the votes polled electronically up to December 09, 2024 and submitted his report dated December 10, 2024.

WINDSOR MACHINES LIMITED

	_ .			THINES LIMITED				
Voting Results as	s per Regulatio	on 44(3)of SEI	3I (Listing Ob	oligations and Discl	osure Require	ements) Regul	Ŵ	INDSOR Partner in Progress
					November 08	3, 2024		
Date of the Postal Ballot	Date of the Postal Ballot Notice						n Postal Ballot on Do	ecember 09,
					1			
Cut-off Date					Friday, Nove	mber 01, 2024		
Total number of Shareho	olders as on R	ecord Date (ci	1t-off date for	ascertaining				
voting rights of member				uscertaining	20398			
No. of shareholders pres	ent in the mee	ting either in	person or th	rough proxy				
Promoters and Promoter			person or the	iongri provij		. 1.1		
Public	•				N.A. (Kesolu	tion passed th	rough Postal Ballot	
No. of shareholders atter	nded the meet	ing through V	video Confere	encing:				
Promoters and Promoter		ing unough v	luco comerc	inemig.		1.1		
Public	÷				N.A. (Resolu	tion passed th	rough Postal Ballot	
		The Me		nda-wise disclosure for resolutions was a		~		
		The MC	de of voting i	for resolutions was	remote e-votii	ig.		
Resolution Required : (S	pecial)		1 - Appointn Company	nent of Ms. Garima	Malhotra (DI	N: 10762983) a	as an Independent	Director of the
Whether promoter/ pron in the agenda/resolution		e interested	No					
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]}*1 00
	E-Voting		3500000		3500000	0	100.0000	
Promoter and Promoter	Poll	35000000	0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	3300000	0	0.0000	0	0	0.0000	0.0000
	Total		3500000			0	100.0000	
	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	D (1011)	1082250		0.0000	0	0	0.0000	0.0000
	Postal Ballot Total		0				0.0000	
	E-Voting		1372193			407	99.9703	
	Poll	1	0				0.0000	
Public Non Institutions		28849550						
	Postal Ballot		0			-	0.0000	
Total	Total	64021000	1372193 36272192				99.9703 99.9989	
Total		64931800	36372193	56.0160	36371786	407	99.9985	0.0011

WINDSOR MACHINES LIMITED

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



Resolution Required : (S	Resolution Required : (Special)			nent of Mr. Manoj	Antani (DIN	: 05177142) as	an Independent I	Director of the
Whether promoter/ prom in the agenda/resolution		e interested	No					
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]}*1 00
	E-Voting		3500000	100.0000	3500000	0	100.0000	0.0000
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	35000000	0	0.0000	0	0	0.0000	0.0000
	Total		35000000	100.0000		0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Poll	1082250	0	0.0000	0	0	0.0000	0.0000
Public institutions	Postal Ballot	1082230	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0		0.0000	0.0000
	E-Voting		1372193	4.7564	1371786	407	99.9703	0.0297
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions		28849550						
	Destal Dallat		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot							
Total	Total	64021800	1372193	4.7564	1371786		99.9703	0.0297
Total Resolution Required : (S	Total	64931800	36372193 3 - Appointn	4.7564 56.0160 nent of Mr. Subhen	36371786	407	99.9989	0.0011
Resolution Required : (S Whether promoter/ prom	Total pecial) toter group are		36372193	56.0160	36371786	407	99.9989	0.0011
Resolution Required : (S	Total pecial) toter group are		36372193 3 - Appointn Company	56.0160	36371786 Idu Roy (DIN	407	99.9989	0.0011
Resolution Required : (S Whether promoter/ prom in the agenda/resolution	Total pecial) oter group are ? Mode of	e interested No. of	36372193 3 - Appointn Company No No. of votes	56.0160 nent of Mr. Subhen % of Votes Polled on outstanding	36371786 Idu Roy (DIN No. of Votes	407 I: 10763149) as No. of Votes	99.9989 5 an Independent I % of Votes in favour on votes	0.0011 Director of the % of Votes against on
Resolution Required : (S Whether promoter/ prom in the agenda/resolution	Total pecial) oter group are Mode of Voting E-Voting	e interested No. of shares held	36372193 3 - Appointn Company No No. of votes polled	56.0160 nent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]]*100 100.0000	36371786 Idu Roy (DIN No. of Votes - in favour [4]	407 I: 10763149) as No. of Votes -Against [5] 0	99.9989 s an Independent I % of Votes in favour on votes polled [6]={[4]/[2]]*100 100.0000	0.0011 Director of the % of Votes against on votes polled [7]={[5]/[2]}*1 00 0.0000
Resolution Required : (S Whether promoter/ prom in the agenda/resolution	Total pecial) oter group are Mode of Voting	e interested No. of shares held [1]	36372193 3 - Appointn Company No No. of votes polled [2]	56.0160 nent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]}*100	36371786 Idu Roy (DIN No. of Votes - in favour [4]	407 I: 10763149) as No. of Votes -Against [5] 0	99.9989 5 an Independent E % of Votes in favour on votes polled [6]={[4]/[2]]*100	0.0011 Director of the % of Votes against on votes polled [7]={[5]/[2]}*1 00
Resolution Required : (S Whether promoter/ prom in the agenda/resolution Category	Total pecial) toter group are Mode of Voting E-Voting Poll	e interested No. of shares held	36372193 3 - Appointn Company No No. of votes polled [2] 35000000 0	56.0160 hent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000	36371786 du Roy (DIN No. of Votes - in favour [4] 35000000 0	407 I: 10763149) as No. of Votes -Against [5] 0 0	99,9989 an Independent I % of Votes in favour on votes polled [6]={[4]/[2]]*100 100.0000 0.0000	0.0011 Director of the against on votes polled [7]={[5]/[2]}*1 00 0.0000 0.0000
Resolution Required : (S Whether promoter/ prom in the agenda/resolution Category Promoter and Promoter	Total Pecial) Toter group are Mode of Voting E-Voting Poll Postal Ballot	e interested No. of shares held [1]	36372193 3 - Appointn Company No No. of votes polled [2] 35000000 0	56.0160 nent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]]*100 100.0000 0.0000 0.0000	36371786 du Roy (DIN No. of Votes - in favour [4] 35000000 0	407 I: 10763149) as No. of Votes -Against [5] 0 0	99,9989 s an Independent I % of Votes in favour on votes polled [6]={[4]/[2]]*100 100.0000 0.0000	0.0011 Director of the against on votes polled [7]={[5]/[2]}*1 00 0.0000 0.0000
Resolution Required : (S Whether promoter/ prom in the agenda/resolution Category Promoter and Promoter	Total pecial) oter group are Mode of Voting E-Voting Poll Postal Ballot Total	e interested No. of shares held [1]	36372193 3 - Appointn Company No No. of votes polled [2] 35000000 0	56.0160 hent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000	36371786 du Roy (DIN No. of Votes - in favour [4] 35000000 0 35000000	407 I: 10763149) as -Against [5] 0 0 0 0 0	99,9989 an Independent I % of Votes in favour on votes polled [6]={[4]/[2]]*100 100.0000 0.0000	0.0011 Director of the % of Votes against on votes polled [7]={[5]/[2]}*1 00 0.0000 0.0000
Resolution Required : (S Whether promoter/ prom in the agenda/resolution Category Promoter and Promoter	Total pecial) toter group are mode of Voting E-Voting Poll Postal Ballot	e interested No. of shares held [1]	36372193 3 - Appointm Company No No. of votes polled [2] 35000000 0 35000000	56.0160 nent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000 0.0000 100.0000	36371786 du Roy (DIN No. of Votes - in favour [4] 35000000 0 35000000	407 I: 10763149) as No. of Votes -Against [5] 0 0 0 0 0 0 0 0 0 0 0 0 0	99.9989 an Independent I % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 0.0000 0.0000 100.0000	0.0011 Director of the % of Votes against on votes polled [7]={[5]/[2]}*1 00 0.0000 0.0000 0.0000
Resolution Required : (S Whether promoter/ prom in the agenda/resolution Category Promoter and Promoter	Total pecial) toter group are mode of Voting E-Voting Poll Postal Ballot Total E-Voting	e interested No. of shares held [1]	36372193 3 - Appointm Company No No. of votes polled [2] 35000000 0 0 35000000 0 0 0 0 0 0 0 0 0	56.0160 nent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]]*100 100.0000 0.0000 0.0000 0.0000 0.0000 0.0000	36371786 du Roy (DIN No. of Votes - in favour [4] 35000000 0 35000000 0	407 I: 10763149) as No. of Votes -Against [5] 0 0 0 0 0 0 0 0 0 0 0 0 0	99.9989 s an Independent I % of Votes in favour on votes polled [6]={[4]/[2]]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	0.0011 Director of the % of Votes against on votes polled [7]={[5]/[2]}*1 00 0.0000 0.0000 0.0000 0.0000
Resolution Required : (S Whether promoter/ prom in the agenda/resolution Category Promoter and Promoter Group	Total pecial) toter group are mode of Voting E-Voting Poll Postal Ballot E-Voting Poll Postal Ballot	e interested No. of shares held [1] 35000000	36372193 3 - Appointm Company No No. of votes polled [2] 35000000 0 35000000 0 0 0 0 0	56.0160 nent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]]*100 100.0000 0.0000	36371786 du Roy (DIN No. of Votes - in favour [4] 35000000 0 35000000 0 0 0 0 0 0 0 0 0	407 I: 10763149) as No. of Votes -Against [5] 0 0 0 0 0 0 0 0 0 0 0 0 0	99.9989 s an Independent E % of Votes in favour on votes polled [6]={[4]/[2]]*100 100.0000 0.	0.0011 Director of the % of Votes against on votes polled [7]={[5]/[2]}*1 00 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000
Resolution Required : (S Whether promoter/ prom in the agenda/resolution Category Promoter and Promoter Group	Total E-Voting Poll E-Voting Poll E-Voting Poll Postal Ballot Total Postal Ballot Total Postal Ballot Total	e interested No. of shares held [1] 35000000	36372193 3 - Appointm Company No No. of votes polled [2] 35000000 0 0 35000000 0 0 0 0 0 0 0 0 0 0 0	56.0160 hent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]]*100 100.0000 0.0000	36371786 du Roy (DIN No. of Votes - in favour [4] 35000000 0 0 35000000 0 0 0 0 0 0 0 0 0	407 I: 10763149) as No. of Votes -Against [5] 0 0 0 0 0 0 0 0 0 0 0 0 0	99,9989 an Independent I % of Votes in favour on votes polled [6]={[4]/[2]]*100 100.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	0.0011 Director of the % of Votes against on votes polled [7]={[5]/[2]}*1 00 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000
Resolution Required : (S Whether promoter/ prom in the agenda/resolution Category Promoter and Promoter Group	Total Total Total Total Total Total Total Total Total E-Voting Poll Postal Ballot Total E-Voting Poll Postal Ballot Total E-Voting Poll E-Voting E-	e interested No. of shares held [1] 35000000	36372193 3 - Appointn Company No No. of votes polled [2] 35000000 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	56.0160 hent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000	36371786 du Roy (DIN No. of Votes - in favour [4] 35000000 0 35000000 0 0 0 0 0 0 0 0 0 0	407 I: 10763149) as No. of Votes -Against [5] 0 0 0 0 0 0 0 0 0 0 0 0 0	99.9989 3 an Independent I 3 an Independent I 5 an Independent I 6 [6]=[[4]/[2]]*100 6 (100.0000 7 (0.0000 0.0000	0.0011 Director of the % of Votes against on votes polled [7]={[5]/[2]}*1 00 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000
Resolution Required : (S Whether promoter/ prom in the agenda/resolution Category Promoter and Promoter Group Public Institutions	Total E-Voting Poll E-Voting Poll E-Voting Poll Postal Ballot Total Postal Ballot Total Postal Ballot Total	e interested No. of shares held [1] 35000000 1082250	36372193 3 - Appointn Company No No. of votes polled [2] 35000000 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	56.0160 hent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]]*100 100.0000 0.0000	36371786 du Roy (DIN No. of Votes - in favour [4] 35000000 0 0 35000000 0 0 0 0 0 0 0 0 0	407 I: 10763149) as No. of Votes -Against [5] 0 0 0 0 0 0 0 0 0 0 0 0 0	99,9989 an Independent I % of Votes in favour on votes polled [6]={[4]/[2]]*100 100.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	0.0011 Director of the % of Votes against on votes polled [7]={[5]/[2]}*1 00 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000
Resolution Required : (S Whether promoter/ prom in the agenda/resolution Category Promoter and Promoter Group	Total Pecial) oter group are Mode of Voting E-Voting Poll Postal Ballot Total E-Voting Poll Postal Ballot Total E-Voting Poll Postal Ballot Total	e interested No. of shares held [1] 35000000	36372193 3 - Appointm Company No No. of votes polled [2] 35000000 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	56.0160 hent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000	36371786 du Roy (DIN No. of Votes - in favour [4] 35000000 0 35000000 0 0 0 0 0 0 0 0 0 0	407 I: 10763149) as No. of Votes -Against [5] 0 0 0 0 0 0 0 0 0 0 0 0 0	99.9989 s an Independent I % of Votes in favour on votes polled [6]={[4]/[2]]*100 0.0000 0.0	0.0011 Director of the % of Votes against on votes polled [7]={[5]/[2]}*1 00 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000
Resolution Required : (S Whether promoter/ prom in the agenda/resolution Category Promoter and Promoter Group Public Institutions	Total Total Total Total Total Total Total Total Total E-Voting Poll Postal Ballot Total E-Voting Poll Postal Ballot Total E-Voting Poll E-Voting E-	e interested No. of shares held [1] 35000000 1082250	36372193 3 - Appointm Company No No. of votes polled [2] 35000000 0 0 35000000 0 0 0 0 0 0 0 0 0 0 0	56.0160 hent of Mr. Subhen % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 100.0000 0.0000	36371786 du Roy (DIN No. of Votes - in favour [4] 35000000 0 35000000 0 0 0 0 0 0 0 0 0 0	407 I: 10763149) as No. of Votes -Against [5] 0 0 0 0 0 0 0 0 0 0 0 0 0	99.9989 an Independent I b an In	0.0011 Director of the % of Votes against on votes polled [7]={[5]/[2]}*1 00 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000

WINDSOR MACHINES LIMITED

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



							Pa	ž.	
	Resolution Required : (Ordinary)			4 - Appointment of Mr. Vivek Chopra (DIN: 10240558) as a Non-Executive Non- Independent Director of the Company					
Whether promoter/ prom in the agenda/resolution?	• •	e interested	No						
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]}*1 00	
	E-Voting		35000000	100.0000	35000000	0	100.0000	0.000	
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.000	
Group	Postal Ballot	35000000	0	0.0000		•	0.0000	0.000	
	Total		3500000	100.0000	3500000	0	100.0000	0.000	
	E-Voting		0	0.0000	0	0	0.0000	0.000	
	Poll		0	0.0000	0	0	0.0000	0.000	
Public Institutions	D (1D 11 -	1082250		0.0000			0.0000	0.000	
	Postal Ballot Total		0	0.0000		-	0.0000	0.0000	
			-		Ű	Ű			
	E-Voting		1372193	4.7564			99.9703	0.0292	
	Poll	28849550	0	0.0000	0	0	0.0000	0.0000	
Public Non Institutions		20047550		0.0000	0	0	0.0000	0.0000	
Public Non Institutions	Postal Ballot		0	0.000					
Public Non Institutions	Postal Ballot Total		0 1372193	4.7564		407	99.9703	0.0297	
Public Non Institutions Total Resolution Required : (O	Total	64931800	36372193 5 - Appointn	4.7564 56.0160 nent of Mr. Vinit Be	1371786 36371786	407	99.9989	0.0011	
Total Resolution Required : (O Whether promoter/ prom	Total ordinary) oter group are		36372193 5 - Appointm Director of th	4.7564 56.0160 nent of Mr. Vinit Be	1371786 36371786	407	99.9989	0.0011	
Total Resolution Required : (O	Total ordinary) oter group are		36372193 5 - Appointn	4.7564 56.0160 nent of Mr. Vinit Be	1371786 36371786	407	99.9989	0.0012	
Total Resolution Required : (O Whether promoter/ prom	Total ordinary) oter group are		36372193 5 - Appointm Director of th	4.7564 56.0160 nent of Mr. Vinit Be	1371786 36371786 :diya (DIN: 07	407	99.9989	0.0012	
Total Resolution Required : (O Whether promoter/ prom in the agenda/resolution?	Total ordinary) oter group are Mode of	e interested No. of	36372193 5 - Appointn Director of th No No. of votes	4.7564 56.0160 nent of Mr. Vinit Be ne Company % of Votes Polled on outstanding	1371786 36371786 :diya (DIN: 07 No. of Votes	407 7915192) as a N No. of Votes	99.9989 Non-Executive Non- % of Votes in favour on votes	0.001 - Independen % of Votes against on	
Total Resolution Required : (O Whether promoter/ prom in the agenda/resolution?	Total ordinary) oter group are Mode of	e interested No. of shares held	36372193 5 - Appointn Director of th No No. of votes polled	4.7564 56.0160 nent of Mr. Vinit Be ne Company % of Votes Polled on outstanding shares	1371786 36371786 :diya (DIN: 07 No. of Votes - in favour [4]	407 7915192) as a N No. of Votes -Against [5]	99.9989 Non-Executive Non- % of Votes in favour on votes polled	0.001 - Independen % of Votes against on votes polled [7]={[5]/[2]}* 00	
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Scrutinizer's Report

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To, The Chairman Windsor Machines Limited 102/103, Devmilan Co. Op. Housing Society Next to Tip Top Plaza L B S Road, Thane(W) – 400604

I, Rama Subramanian, Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of Windsor Machines Limited (the company) for the purpose of conducting the Postal Ballot through remote e-voting process carried out by the company as per Sections 108 and 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) and the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and the latest one being General Circular No. 9/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (MCA Circulars) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India in respect of the resolution contained in the Notice of Postal Ballot dated November 8, 2024 in a fair and transparent manner and submit the report as under:

- 1. As informed by the company, the Postal Ballot Notice was sent only by email to all the Members, whose names appeared in the Register of Members/List of Beneficial Owners as on Friday, November 1, 2024 (the 'cut-off date') and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, M/s. Link Intime India Private Limited ("RTA").
- 2. As per the MCA Circulars, physical copies of the Postal Ballot Notice, postal ballot forms and pre-paid business reply envelopes were not sent to Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members took place through remote e-voting only.
- 3. As informed by the company, notice about the postal ballot was published in Free Press journal (English newspaper) and Navshakti (Marathi newspaper) on November 9, 2024.
- 4. The company engaged the services of Central Depository Services (India) Limited [CDSL] to provide remote e-voting facility to its members.
- 5. The remote e-voting period commenced on Sunday, November 10, 2024 (9:00 A.M. 1ST) and ended on Monday, December 9, 2024 (05:00 P.M. 1ST).
- 6. The result of the scrutiny of the above postal ballot through remote e-voting in respect of passing of resolution under Special Business as contained in the Notice dated November 8, 2024 is as under:

Special Resolution for appointment of Ms. Garima Malhotra (DIN: 10762983) as an Independent Director of the company.

Number of members participating in the postal ballot process	Total number of shares held by the participating shareholders	Number of votes in favour of the resolution	Number of votes against the resolution	Invalid or abstained votes
100	3,63,72,193	3,63,71,786	407	0
% of total numb	er of votes cast	in favour of the resolution 99.999	against the resolution 0.001	Invalid or abstained

Special Resolution for appointment of Mr. Manoj Antani (DIN: 05177142) as an Independent Director of the company.

Number of members participating in the postal ballot process	Total number of shares held by the participating shareholders	Number of votes in favour of the resolution	Number of votes against the resolution	Invalid or abstained votes
100	3,63,72,193	3,63,71,786	407	0
% of total number of votes cast		in favour of the resolution	against the resolution	Invalid or abstained
		99.999	0.001	0

Special Resolution for appointment of Mr. Subhendu Roy (DIN: 10763149) as an Independent Director of the company.

Number of members participating in the postal ballot process	Total number of shares held by the participating shareholders	Number of votes in favour of the resolution	Number of votes against the resolution	Invalid or abstained votes
100	3,63,72,193	3,63,71,786	407	0
% of total numb	er of votes cast	in favour of the resolution 99.999	against the resolution 0.001	Invalid or abstained 0

Special Resolution for appointment of Mr. Vivek Chopra (DIN: 10240558) a Non Executive Non Independent Director of the company.

Number of members participating in the postal ballot process	Total number of shares held by the participating shareholders	Number of votes in favour of the resolution	Number of votes against the resolution	Invalid or abstained votes
100	3,63,72,193	3,63,71,786	407	0
% of total numb	er of votes cast	in favour of the resolution 99.999	against the resolution 0.001	Invalid or abstained

Special Resolution for appointment of Mr. Vinit Bediya (Din: 07915192) As A Non Executive Non Independent Director of the company.

Number of members participating in the postal ballot process	Total number of shares held by the participating shareholders	Number of votes in favour of the resolution	Number of votes against the resolution	Invalid or abstained votes
100	3,63,72,193	3,63,71,786	407	0
% of total numb	er of votes cast	in favour of the resolution 99.999	against the resolution 0.001	Invalid or abstained 0

- 7. Based on the above, I hereby certify that the Special Resolutions as contained in the Postal Ballot notice have been passed with requisite majority.
- 8. The register, in accordance with Rule 20(4)(xiv) and Rule 22(10) of the Companies (Management & Administration) Rules, 2014, has been maintained to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. The same will be handed over to the Company for safe custody after the Chairman or any person authorized by him, signs the minutes/report of Postal Ballot process.

-	Digitally signed by
Rama	Rama Subramanian
Subramanian	Date: 2024.12.10
Sabramanian	09:32:57 +05'30'

Rama Subramanian Company Secretary in Practice ACS 15923; COP 10964 ICSI UDIN A015923F003323084 Peer Certificate No.: 893/2020

Date: December 10, 2024 Place: Thane

> Bldg No 85A - 4, Brindavan Society, Thane West 400 601 www.csrama.com