

September 20th, 2024

The BSE Ltd.

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Scrip Code: 522029

National Stock Exchange of India Ltd.

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

Symbol: WINDMACHIN

PROCEEDINGS OF THE 61st AGM OF WINDSOR MACHINES LIMITED

Dear Sir/ Madam,

In terms of Regulation 30, read with Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find attached the Proceedings of 61st Annual General Meeting of the Company, held on Friday, September 20, 2024.

We request to take the aforesaid information on record.

Thanking you,

Yours faithfully,

For WINDSOR MACHINES LIMITED

**NIKHILKUMAR VADERA
COMPANY SECRETARY**

Encl.: As Above

EXTRACT OF THE PROCEEDINGS OF THE 61st ANNUAL GENERAL MEETING:

A. Date, time and venue of the Annual General Meeting (Meeting):

| | |
|-----------------------|--|
| Day & Date | Friday, September 20, 2024 |
| Mode | Through Video Conferencing ["VC"] / Other Audio- Visual Means ["OAVM"] |
| Time | Commenced at 11:00 A.M. (IST) Concluded at 11:30 A.M. (IST) |

B. Proceedings in brief:

The Meeting was conducted in compliance with the applicable provisions under the Companies Act, 2013 and rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, MCA Circulars and SEBI Circulars.

Mr. Nikhilkumar Vadera, Company Secretary of the company welcomed the Members to the Meeting, and introduced the Directors and Key Managerial Personnel, and informed that Mrs. Yashika Jain - Partner, JBTM & Associates LLP, Statutory Auditor, Mr. Kashyap R. Mehta, Secretarial Auditor and Mrs. Rama Subramanian, Scrutinizer were present at the Meeting.

After that following points were explained by Company Secretary;

- The Company availed e voting facility from CDSL which commenced from September 17, 2024 to September 19, 2024 and who has not casted during said e-voting period may cast vote now as per instructions provided in the Notice.
- The Statutory Registers are available for inspection in electronic mode. If any Members wants to do the inspection, may send email to cs@windsormachines.com
- The Company has appointed Mrs. Rama Subramanian as the scrutinizer for scrutinizing the e-voting process in fair and transparent manner and consolidated scrutinizer report will be uploaded on the Company's website and Stock Exchange within permitted time.
- The Name of members will be allowed by the chairman who has registered as speaker to ask question during the AGM.

After explaining the above points, Mr. Nikhilkumar Vadera requested the Directors to elect one of them as the Chairman, pursuant to Section 104 of the Companies Act, 2013, read with the applicable Article of the Company's Articles of Association. Mr. Vinay Bansod, Executive Director & CEO of the Company, was duly elected as the Chairman of the meeting, and he subsequently assumed the chair. Pursuant to Section 103 of the Companies Act, 2013, read with the applicable Article of the Articles of Association and the relevant Secretarial Standards, the requisite quorum was present, and the meeting was called to order.

Chairman of the Meeting welcomed the Members present at the Annual General Meeting and referred that:

- Notice convening the AGM and the Auditor's Report for the year ended March 31, 2024 were taken as read and

- There were no qualifications, comments or observations in the Statutory and Secretarial Auditor's reports for the Financial Year 2023-24.

Further Mr. Vinay Bansod, Whole time Director & CEO, provided an overview of the company's performance for the financial year 2023-24 and shared future perspectives.

C. Resolutions in terms of the Notice, the following business were transacted at the Meeting:

| Agenda | Resolution | Type of resolution/ Business |
|--------|---|---------------------------------|
| 1. | To receive, consider and adopt the Audited Financial Statements of the Company on Standalone and Consolidated basis for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon. | Ordinary |
| 2. | To appoint a Director in place of Mr. Vinay Bansod (DIN 09168450) who retires by rotation and being eligible, offers himself for re-appointment. | Ordinary |
| 3. | To declare final dividend on equity shares for the financial year 2023-24. | Ordinary |
| 4. | Ratification of Cost Auditor's Remuneration | Ordinary |

D. Result of voting (remote e-voting and voting at the meeting through electronic voting system):

All the resolutions set out in the Notice have been passed with requisite majority, the detailed voting results shall be submitted within permitted time.

E. Questions & Answers:

All questions asked by the members (as a speaker as well as by mail) were addressed and sought clarifications by the Chairman.

F. Voting by members:

The e-voting facility was kept open for the next 30 minutes to enable the Members to cast their vote.

The 61st AGM concluded at 11:30 A.M. (IST) with a vote of thanks to the Chair.

This is for your information and records.

Yours faithfully,
For WINDSOR MACHINES LIMITED

NIKHILKUMAR VADERA
COMPANY SECRETARY