

**winsome**

**Textile Industries Ltd.**

SCO # 191-192, Sector 34-A

Chandigarh - 160 022 INDIA

Tel. : +91-172-2603966, 4613000

Fax : +91- 172 - 4646760

CIN : L17115HP1980PLC005647

E-mail : wtil@winsometextile.com

Website : www.winsometextile.com



Ref. No. WTIL/SECT/2024-2025:0027

Date: 14<sup>th</sup> September, 2024

**SCRIP CODE: 514470**

**BSE Limited**

**Corporate Relationship Deptt.**

**Dalal Street, P.J. Towers,**

**Mumbai-400001**

**Subject: Voting Results and Scrutinizer Report (Regulation 44 of SEBI (LODR) 2015)**

Dear Sir,

This is to inform you that the 43<sup>rd</sup> Annual General Meeting of shareholders of Company was held on Friday, 13<sup>th</sup> September, 2024 at 10:00 A.M. at registered office of Company: 1, Industrial Area, Baddi, Distt. Solan (H.P.), 173205. In furtherance of same, please find enclosed herewith the following documents.

- 1 Voting Results (Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015) as an **Annexure – I**
- 2 Scrutinizer's Report dated 14<sup>th</sup> September, 2024 (Section 108 of Companies Act 2013 read with Companies (Management and Administration) Rules, 2014) as an **Annexure – II**

You are requested to take the above mentioned documents on your record.

Thanking You

Sincerely yours

**For Winsome Textile Industries Limited**

**Videshwar Sharma**

**Company Secretary & Compliance Officer**

**ACS-17201**

Encls: A/a



<b>General information about company</b>	
Scrip code	514470
NSE Symbol	
MSEI Symbol	
ISIN	INE837B01031
Name of the company	WINSOME TEXTILE INDUSTRIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	13-09-2024
Start time of the meeting	10:00 AM
End time of the meeting	10:45 AM



<b>Scrutinizer Details</b>	
Name of the Scrutinizer	GIRISH MADAN
Firms Name	GIRISH MADAN & ASSOCIATES
Qualification	CS
Membership Number	3577
Date of Board Meeting in which appointed	12-08-2024
Date of Issuance of Report to the company	14-09-2024



<b>Voting results</b>	
Record date	06-09-2024
Total number of shareholders on record date	5119
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	4
b) Public	29
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	





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 Audited Financial Statements of the Company together with the Reports of Board of Directors and Auditors thereon for the year ended 31st 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	11183647						
	Poll		10851221	97.0276	10851221	0	100	0
	Postal Ballot (if applicable)							
	Total		11183647	10851221	97.0276	10851221	0	100
Public- Institutions	E-Voting	5932075	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5932075	0	0	0	0	0
Public- Non Institutions	E-Voting	2704278	2339	0.0865	2338	1	99.9572	0.0428
	Poll		184414	6.8193	184414	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2704278	186753	6.9058	186752	1	99.9995
Total		19820000	11037974	55.6911	11037973	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Sh. Ashish Bagrodia (DIN- 00047021) as Director who retires by rotation				
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	11183647	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11183647	0	0	0	0	0	0
Public- Institutions	E-Voting	5932075	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5932075	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2704278	1339	0.0495	1338	1	99.9253	0.0747
	Poll		184414	6.8193	184414	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2704278	185753	6.8689	185752	1	99.9995	0.0005
Total		19820000	185753	0.9372	185752	1	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Sh. Anil Kumar Sharma (DIN-01157106) as Director who retires by rotation				
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	11183647						
	Poll		10851221	97.0276	10851221	0	100	0
	Postal Ballot (if applicable)							
	Total		11183647	10851221	97.0276	10851221	0	100
Public- Institutions	E-Voting	5932075	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5932075	0	0	0	0	0
Public- Non Institutions	E-Voting	2704278	1339	0.0495	1338	1	99.9253	0.0747
	Poll		184414	6.8193	184414	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2704278	185753	6.8689	185752	1	99.9995
Total		19820000	11036974	55.686	11036973	1	100	0
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration of Cost Auditors				
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	11183647	0	0	0	0	0	0
	Poll		10851221	97.0276	10851221	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		11183647	10851221	97.0276	10851221	0	100
Public- Institutions	E-Voting	5932075	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5932075	0	0	0	0	0
Public- Non Institutions	E-Voting	2704278	1339	0.0495	1338	1	99.9253	0.0747
	Poll		184414	6.8193	184414	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2704278	185753	6.8689	185752	1	99.9995
Total		19820000	11036974	55.686	11036973	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



**Consolidated Scrutinizer's Report**

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

To

The Chairman  
Annual General Meeting of Shareholders  
of Winsome Textile Industries Limited held on 13<sup>th</sup> September, 2024 at 10:00 A.M.  
at 1, Industrial Area, Baddi, Distt. Solan (H.P.)- 173205

Subject: Scrutinizer's Report on remote e- voting & voting through polling paper conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule 2014.

Dear Sir,

I, **Girish Madan**, Company Secretary in whole time practice, have been appointed by the Board of Directors of Winsome Textile Industries Limited, as a Scrutinizer for the purpose of Scrutinizing the Remote E-voting process and voting through polling papers at the Annual General Meeting held on 13<sup>th</sup> September, 2024 and ascertaining the requisite majority on e-voting/physical voting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3) of Companies, (Management and Administration) Rules, 2014, as amended and pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 on resolutions contained in the notice (hereinafter referred to as "the resolutions") of Annual General Meeting (AGM) of the members of the Company.

1. The notice dated 12<sup>th</sup> August, 2024 convening the Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Companies Act. 2013 was sent to the shareholders in respect of the below mentioned resolutions to be passed at the Annual General Meeting (AGM) of the Company held on Friday, the 13<sup>th</sup> September, 2024 at 10:00 A.M. at its Registered Office at 1, Industrial Area, Baddi, Distt. Solan (H.P.)
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (by remote e-voting) on resolutions contained in the Notice of Annual General Meeting (AGM) of the members of Company. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above and "invalid" votes, based on the reports generated from the e-voting system provided by Link Intime India Private Limited (LIPL), the authorized agency to provide e-voting facilities, engaged by the Company and also through physical votes casted in aforesaid AGM.



UDIN: F005017F001218394

Peer Review Certificate No. 1514/2021



3. Further to the above, I submit my report as under:
- i. The remote e-voting period remained open from 08<sup>th</sup> September, 2024 at 09.00 A.M. (I.S.T) to 12<sup>th</sup> September, 2024 at 5.00 P.M. (I.S.T).
  - ii. The members of the Company as on the "cut off" date i.e. 06<sup>th</sup> September, 2024 were entitled to vote on the resolutions as set out in the notice of the Annual General Meeting (AGM).
  - iii. The votes were unblocked on 12<sup>th</sup> September, 2024 at 05.15 P.M. in the presence of 2 witnesses, Mrs. Anu Agarwal and Ms. Ishika Oberoi, who are not in the employment of the Company.
  - iv. The voting during the AGM held on 13<sup>th</sup> September, 2024 was conducted through ballot paper wherein all the required facilities for the shareholders to cast their votes either in favour or against on the resolutions was duly provided.
  - v. We have found abstained vote in the electronic voting system at the AGM through VC/OAVM
  - vi. The ballot box was unlocked after the closure of the meeting in the presence of two witnesses in the office of the Scrutinizer. The poll papers were reconciled with the records maintained by Company/ M/s Link Intime India Pvt. Ltd., Registrar & Share Transfer Agent (RTA) of Company.
  - vii. Thereafter, the details containing *inter-alia*, list of Equity Shareholders, who voted "for", "against" and "invalid" on the resolutions that have been put to vote, were generated from the e-voting website of Link Intime India Private Limited (LIPL) i.e. <https://instavote.linkintime.co.in> and polling papers and calculation of the votes casted in favour, against and invalid votes on the resolutions as proposed are carried with requisite majority by voting as per **ANNEXURE-1**.



(CS Girish Madan)  
For Girish Madan & Associates  
Practicing Company Secretaries  
Membership No. FCS - 5017  
C.P. No. 3577  
UDIN: F005017F001218394

Place: Panchkula  
Date: 14/09/2024

**ANNEXURES**

E-VOTING RESULTS : AS PER ANNEXURE-2  
BALLOT/PHYSICAL VOTING RESULTS : AS PER ANNEXURE-3  
FINAL RESULTS OF VOTING : AS PER ANNEXURE-4

**ANNEXURE-1**

Number of Members who cast their votes through e-voting and ballot paper	Total number of shares held by them	Total Number of Valid Votes (as per details provided under each one of the Resolution(s) mentioned hereunder
08 (through electronic voting)	2339	See Annexure-2
33 (through ballot paper)	11035688	See Annexure-3

  
(CS Girish Madan)  
For Girish Madan & Associates  
Practicing Company Secretaries  
Membership No. FCS - 5017  
C.P. No. 3577  
UDIN: F005017F001218394

Place: Panchkula  
Date: 14/09/2024



**ANNEXURE-2**

**E-VOTING RESULTS**

Item No. of Notice	Particulars of Resolutions	Vote in Favour of Resolution		Vote against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
1	To receive, consider and adopt Audited Financial Statements of the Company together with the Reports of Board of Director's and Auditor's thereon for the year ended 31st March, 2024.	2338	99.96	1	0.04	NIL	NIL
2	Re-appointment of Shri Ashish Bagrodia (DIN-00047021) as Director who retires by rotation.	1338	99.96	1	0.04	NIL	NIL
3	Re-appointment of Shri Anil Kumar Sharma (DIN-01157106) as Director who retires by rotation.	1338	99.96	1	0.04	NIL	NIL
<b>Special Business- Ordinary Resolution</b>							
4	Ratification of remuneration of Cost Auditors.	1338	99.96	1	0.04	NIL	NIL

  
(CS Girish Madan)  
For Girish Madan & Associates  
Practicing Company Secretaries  
Membership No. FCS - 5017  
C.P. No. 3577  
UDIN: F005017F001218394



Place: Panchkula  
Date: 14/09/2024

UDIN: F005017F001218394

Peer Review Certificate No. 1514/2021

**PHYSICAL BALLOT PAPER RESULT**

ANNEXURE-3

Item No. of Notice	Particulars of Resolutions	Vote in Favour of Resolution		Vote against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Ordinary Business – Ordinary Resolutions							
1	To receive, consider and adopt Audited Financial Statements of the Company together with the Reports of Board of Director's and Auditor's thereon for the year ended 31st March, 2024.	11035635	99.9995	NIL	NIL	53	0.0005
2	Re-appointment of Shri Ashish Bagrodia (DIN-00047021) as Director who retires by rotation.	184414	99.9995	NIL	NIL	53	0.0005
3	Re-appointment of Shri Anil Kumar Sharma (DIN-01157106) as Director who retires by rotation.	11035635	99.9995	NIL	NIL	53	0.0005
Special Business- Ordinary Resolution							
4	Ratification of remuneration of Cost Auditors.	11035635	99.9995	NIL	NIL	53	0.0005

(CS Girish Madan)  
For Girish Madan & Associates  
Practicing Company Secretaries  
Membership No. FCS - 5017  
C.P. No. 3577  
UDIN: F005017F001218394



Place: Panchkula  
Date: 14/09/2024

UDIN: F005017F001218394

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**ANNEXURE-4**

**FINAL RESULT OF VOTING**

Item No. of Notice	Particulars of Resolutions	Vote in Favour of Resolution		Vote against the Resolution		Invalid Votes		Abstained Votes
		Nos.	%	Nos.	%	Nos.	%	Nos
<b>Ordinary Business – Ordinary Resolutions</b>								
1	To receive, consider and adopt Audited Financial Statements of the Company together with the Reports of Board of Director's and Auditor's thereon for the year ended 31st March, 2024.	11037973	99.9995	1	0.00	53	0.0005	NIL
2	Re-appointment of Shri Ashish Bagrodia (DIN-00047021) as Director who retires by rotation.	185752	99.9995	1	0.00	53	0.0005	10851221
3	Re-appointment of Shri Anil Kumar Sharma (DIN-01157106) as Director who retires by rotation.	11036973	99.9995	1	0.00	53	0.0005	1000
<b>Special Business-Ordinary Resolution</b>								
4	Ratification of remuneration of Cost Auditors.	11036973	99.9995	1	0.00	53	0.0005	1000

(CS Girish Madan)  
 For Girish Madan & Associates  
 Practicing Company Secretaries  
 Membership No. FCS - 5017  
 C.P. No. 3577  
 UDIN: F005017F001218394



Place: Panchkula  
 Date: 14/09/2024

UDIN: F005017F001218394

Peer Review Certificate No. 1514/2021



Therefore all the aforesaid resolutions were passed with requisite majority through remote electronic voting and poll through physical vote.


I hereby confirm that I am maintaining the Registers received from the Service Provider in respect of the votes cast through remote e-voting and poll by the Shareholders of the Company. All the relevant records and documents are under my safe custody and will be handed over after getting confirmation of the signing of the minutes of Annual General Meeting by the Chairman.


Thanking you  
Yours faithfully

  
(CS Girish Madan)  
For Girish Madan & Associates  
Practicing Company Secretaries  
Membership No. FCS - 5017  
C.P. No. 3577  
UDIN: F005017F001218394

Place: Panchkula  
Date: 14/09/2024

We, the undersigned witnesses, confirmed that the ballot box was unlocked in our presence and votes in respect of remote e-voting of shareholders of Winsome Textile Industries Limited were unblocked from e-voting website of Link Intime India Private Limited (LI IPL) in our presence on 13<sup>th</sup> September, 2024 at 05.15 P.M.

  
Name : Mrs. Anu Agarwal  
Address : #54, Sector-17  
Panchkula, 134109

  
Name : Ms. Ishika Oberoi  
Address : #938, Sector-17  
Panchkula, 134109

Countersigned by:

Chairman/Authorized Signatory