

Date: 28th August, 2022

To,
The Manager,
BSE SME Platform
Department of Corporate Services
25th Floor, P.J. Towers, Dalal Street
Fort, Mumbai - 400 001
Fax No. 022-2272- 8806/8893/8464/5022/8424
Email: bsesme.info@bseindia.com

BSE Scrip Code: **543436**

Subject: Declaration of Voting Result of 8th Annual General Meeting of Company

Dear Sir/ Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached voting result of the 8th Annual General Meeting of Wherrelz IT Solutions Limited held on Friday, 26th August, 2022 at 2:30 P.M. (IST) at Plot No.: 9-11, Road No.: 14, Sector-1, New Panvel, Maharashtra, 410206 in (Annexure – A) together with the Scrutinizer's Report on the physical voting by Ballot Paper in (Annexure-B). Voting results shall be uploaded in XBRL mode as well.

Further please note that all the resolution as set out in the Notice of 8th AGM have been duly passed with requisite majority.

The voting results along with the Scrutinizer's Report is available on the website of the Company at <https://wherrelz.in/>

The above is for your information and record.

Thanking You,

Yours faithfully,

FOR WHERRELZ IT SOLUTIONS LIMITED

CHAITANYA Digitally signed by
CHAITANYA
DHARESHWA DHARESHWAR
R Date: 2022.08.28
21:40:14 +05'30'

**CHAITANYA BHARAT DHARESHWAR
MANAGING DIRECTOR
DIN: 06653029**

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Voting results	
Record date	19-08-2022
Total number of shareholders on record date	67
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	6
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	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Standalone & Consolidated Financial Statements of Company for the Financial Year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon				
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	80000	0	0.0000	0	0	0	0
	Poll		80000	100.0000	80000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		80000	80000	100.0000	80000	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	309600	0	0.0000	0	0	0	0
	Poll		67200	21.7054	67200	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		309600	67200	21.7054	67200	0	100.0000
Total		389600	147200	37.7823	147200	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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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 Mrs. Sumanlata Dhareshwar (DIN: 07027595), the retiring director				
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	80000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		80000	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	309600	0	0.0000	0	0	0	0
	Poll		67200	21.7054	67200	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		309600	67200	21.7054	67200	0	100.0000
Total		389600	67200	17.2485	67200	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Mrs. Sumanlata Dhareshwar (DIN: 07027595) as Whole-Time Director of 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 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	80000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		80000	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	309600	0	0.0000	0	0	0	0
	Poll		67200	21.7054	67200	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		309600	67200	21.7054	67200	0	100.0000
Total		389600	67200	17.2485	67200	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Change in designation of Dr. Navin Mukesh Punjabi (DIN: 09218383) as from Non- Executive Director to Non- Executive Independent Director of 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 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	80000	0	0.0000	0	0	0	0
	Poll		80000	100.0000	80000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		80000	80000	100.0000	80000	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	309600	0	0.0000	0	0	0	0
	Poll		67200	21.7054	67200	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		309600	67200	21.7054	67200	0	100.0000
Total		389600	147200	37.7823	147200	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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



Annexure – B

SCRUTINIZER'S REPORT

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

To,
The Chairman
Wherrelz IT Solutions Limited
Plot No. 15, Road 10, Sec -1 New Panvel East
Navi Mumbai Raigarh -410206

Scrutinizer's Report on Annual General Meeting voting by way of Physical attendance in respect of passing of the resolution set-out in the notice dated July 27, 2022.

Dear Sir,

I, CS Ramraj Singh Thakur, Practicing Company Secretary have been appointed as a scrutinizer by the Board of Directors of Wherrelz IT Solutions Limited ("the Company") at their meeting held on July 27, 2022, for the purpose of scrutinizing the voting conducted by way of Ballot Paper in a fair and transparent manner on the resolution contained in the Notice dated July 27, 2022 of the AGM of the Members of the Company held on Friday, the August 26, 2022 at 02:30 P.M. at Plot No.: 9-11, Road No.: 14, Sector-1, New Panvel, Maharashtra, 410206 of the Company, for the purpose of scrutinizing the physical voting process.

1. Management's Responsibility:

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to physical voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

2. Scrutinizer's Responsibility:

My responsibility as a scrutinizer for voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolution contained in the Notice. My report is based on verification of data, Ballot Papers, attendance sheet, proxy forms and attendance register of Members & proxies of Company as maintained at the Registered office of Company.

3. Cut-off date

The Members of the Company as on the "cut-off" date as set out in the Notice were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.



RAMRAJ THAKUR & ASSOCIATES

CS RAMRAJ SINGH THAKUR

Email: ramrajthakurassociates@gmail.com

4. Counting process:

On completion of physical voting during the AGM as mentioned above, I have counted all the votes cast through Ballot papers on 26th August, 2022 in the presence of two persons, who are not the employees of the Company.

5. I submit my report on the results of the physical voting of AGM, based on Ballot paper for each of the agenda items contained in the notice of AGM is furnished below:

ORDINARY RESOLUTION (Ordinary BUSINESS)

1. Adoption of Annual Accounts: -

Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon

I. Voted in favour of Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Physical Voting by Ballot Paper	8	1,47,200	100%

II. Voted against the Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Physical Voting by Ballot Paper		NIL	

III. Invalid/~~abstained~~/Less Vote:

Particulars	Number of members voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Physical Voting by Ballot Paper	NIL		

2. Re-appointment of Mrs. Sumanlata Dhareshwar (DIN: 07027595), the retiring director:

I. Voted in favour of Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
*Physical Voting by Ballot Paper	6	67,200	100%

II. Voted against the Resolution:

Particulars	Number of members	Number of votes cast	% of total numbers of
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RAMRAJ THAKUR & ASSOCIATES

CS RAMRAJ SINGH THAKUR

Email: ramrajthakurassociates@gmail.com

	Voted	by them (Shares)	valid votes cast
Physical Voting by Ballot Paper	NIL		

III. Invalid/~~abstained~~/Less Vote:

Particulars	Number of members voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Physical Voting by Ballot Paper	NIL		

SPECIAL RESOLUTION (SPECIAL BUSINESS):

3. Appointment of Mrs. Sumanlata Dhareshwar (DIN: 07027595) as Whole-Time Director of Company:

I. Voted in favour of Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
*Physical Voting by Ballot Paper	6	67,200	100%

II. Voted against the Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Physical Voting by Ballot Paper	NIL		

III. Invalid/~~abstained~~/Less Vote:

Particulars	Number of members voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Physical Voting by Ballot Paper	NIL		

4. Change in designation of Dr. Navin Mukesh Punjabi (DIN: 09218383) as from Non-Executive Director to Non- Executive Independent Director of Company:

IV. Voted in favour of Resolution:

Particulars	Number of members Voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Physical Voting by Ballot Paper	8	1,47,200	100%

V. Voted against the Resolution:

Particulars	Number of members	Number of votes cast	% of total numbers of
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RAMRAJ THAKUR & ASSOCIATES

CS RAMRAJ SINGH THAKUR

Email: ramrajthakurassociates@gmail.com

	Voted	by them (Shares)	valid votes cast
Physical Voting by Ballot Paper	NIL		

VI. Invalid/~~abstained~~/Less Vote:

Particulars	Number of members voted	Number of votes cast by them (Shares)	% of total numbers of valid votes cast
Physical Voting by Ballot Paper	NIL		

- Based on the aforesaid report, it may be seen that resolutions No (1), (2), (3) and (4) of the AGM Notice have been passed with requisite majority. The voting results of the aforesaid AGM may accordingly be declared by the Managing Director and Chairman of the Company.
- The Register maintained in physical form recording the assent or dissent received along with all the relevant records of physical voting has been handed over to the Company for safe keeping.

Restriction on Use:

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

THANKING YOU

FOR RAMRAJ THAKUR & ASSOCIATES

RAMRAJ
SINGH
THAKUR

Digitally signed by
RAMRAJ SINGH
THAKUR
Date: 2022.08.28
21:48:52 +05'30'

RAMRAJ SINGH THAKUR
PROPRIETOR

ACS NO.: 51637

COP NO.: 25239

Peer Review No. - 1790/2022

UDIN: A051637D000862931

PLACE: SAGAR MP

DATE: August 28, 2022

COUNTER SIGNED BY

CHAITANYA
DHARESHWAR

Digitally signed by
CHAITANYA
DHARESHWAR
Date: 2022.08.28 21:48:33
+05'30'

FOR WHERRELZ IT SOLUTIONS LIMITED
CHAITANYA BHARAT DHARESHWAR
CHAIRMAN & MANAGING DIRECTOR
DIN: 06653029