

WENDT (INDIA) LIMITED

No. 69/70, Sipcot, Hosur 635 126, Tamilnadu, INDIA
CIN : LB5110KA1980PLC003913
Telephone : + 91 4344 405500
Telefax : + 91 4344 405620 / 405630
E-mail : wil@wendtindia.com
Web : www.wendtindia.com



22nd July 2019

BSE Limited
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort
Mumbai 400 001

Stock Code: 505412
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)
Mumbai 400 051

Stock Code: WENDT-EQ
Through NEAPS

Dear Sirs,

Sub: Intimation on the proceedings of the 37th Annual General Meeting held on 22nd July 2019

The Company's thirty seventh Annual General Meeting (37th AGM) was held today i.e. 22nd July 2019 at 3:00 p.m. at Khincha Hall, Bharatiya Vidya Bhavan, Race Course Road, Bangalore – 560001. Mr. Shrinivas G Shirgurkar, Chairman of the Company chaired the meeting.

The requisite quorum being present, the Chairman called the meeting to order. He introduced the other Directors, Company Secretary and the senior management who were seated on the dais. The Chairman informed that the copies of the AGM notice together with the Annual Report for the FY 2018-19 had been sent to all the shareholders. In terms of the provisions of the Companies Act, 2013 and the Rules made thereunder and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided remote e-voting facility and for those members who had not exercised their vote through remote e-voting facility, facility to cast their vote electronically was provided at the venue of the AGM through Karvy's Instapoll.

The Chairman briefed the members on the e-voting process. He also informed the members on the schedule of the AGM proceedings. He then delivered his message.

The notice of the meeting was taken as read with the permission of members since it was already circulated to them. The Auditors' report on the financial statements of the Company for the year ended 31st March 2019 did not have any qualifications or observations and accordingly, the same was not required to be read out at the meeting, as per the provisions of the Companies Act, 2013.

The Chairman invited comments and questions from the members and provided necessary clarifications. After the discussions were complete, shareholders who had not earlier voted through remote e-voting were provided time to cast their votes on the resolutions through Instapoll.



Mr. Rajesh Khanna, Executive Director & CEO made a brief presentation on the significant developments in the Company during the year 2018-19 and also presented the highlights of the Company for the quarter ended June 30, 2019 which was considered and approved by the Board at its meeting held earlier during the day.

All the following resolutions as set out in the Notice of the AGM dated 25th April 2019 were approved at the meeting with requisite majority.

1. Adoption of Audited Standalone Financial Statements of the Company for the year ended 31st March 2019, together with the Reports of the Board of Directors and the Auditors thereon;
2. Adoption of Audited Consolidated Financial Statements of the Company for the year ended 31st March 2019 together with the Report of the Auditors thereon;
3. Declaration of final dividend of Rs. 15/- per equity share of Rs. 10/- each for the year 2018-19 and confirmation of interim dividend of Rs.15/- per equity share of Rs. 10/- each paid during the year ended 31st March 2019;
4. Re-appointment of Mr. K Srinivasan (DIN 00088424), Director retiring by rotation;
5. Re-appointment of Mr. Shrinivas G Shirgurkar (DIN 00173944) as an Independent Director
6. Re-appointment of Mr. K S Shetty (DIN 01759936) as an Independent Director
7. Appointment of Mr. Rajesh Khanna as an Executive Director

The Board of Directors of the Company had appointed Mr. S Viswanathan, Practising Company Secretary as the Scrutiniser to scrutinise the voting process (both remote e-voting and e-voting at the AGM venue).

The Chairman then declared the voting results (remote e-voting and e-voting at the venue of the AGM) and confirmed that all the resolutions were duly approved by the members with requisite majority. He also mentioned that the results will be made available on the website of the Company and will also be sent to the stock exchanges for dissemination.

There being no other agenda, the Chairman thanked the members present and declared the meeting as closed. The meeting concluded at 05.15 p.m.

In terms of the provisions of Regulation 44 of the Listing Regulations, the details of results of voting held through remote e-voting and e-voting at the AGM venue is enclosed as **Annexure 1**. The Scrutiniser's report dated 22nd July 2019 is enclosed as **Annexure 2**.

Kindly take the information on record and acknowledge receipt of the same.

Thanking you
Yours faithfully

Yours faithfully
For Wendt (India) Limited



Janani T A
Company Secretary
Encl.: a.a.

	WENDT (INDIA) LIMITED
Date of the AGM/EGM	22-07-2019
Total number of shareholders on record date	6805
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	274
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Standalone Financial Statements							
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	1,594,704	797,352	50.0000	797,352	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		797,352	50.0000	797,352	0	100.0000	0.0000
Public- Institutions	E-Voting	2,380	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	402,916	108	0.0268	108	0	100.0000	0.0000
	Poll		7,860	1.9508	7,860	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,968	1.9776	7,968	0	100.0000	0.0000
Total		2,000,000	805,320	40.2660	805,320	0	100.0000	0.0000

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Consolidated Financial Statements							
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	1,594,704	797,352	50.0000	797,352	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		797,352	50.0000	797,352	0	100.0000	0.0000
Public- Institutions	E-Voting	2,380	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	402,916	108	0.0268	108	0	100.0000	0.0000
	Poll		7,860	1.9508	7,860	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,968	1.9776	7,968	0	100.0000	0.0000
Total		2,000,000	805,320	40.2660	805,320	0	100.0000	0.0000

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend							
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	1,594,704	797,352	50.0000	797,352	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		797,352	50.0000	797,352	0	100.0000	0.0000
Public- Institutions	E-Voting	2,380	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	402,916	108	0.0268	108	0	100.0000	0.0000
	Poll		7,860	1.9508	7,860	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,968	1.9776	7,968	0	100.0000	0.0000
Total		2,000,000	805,320	40.2660	805,320	0	100.0000	0.0000

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. K Srinivasan, Director							
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	1,594,704	797,352	50.0000	797,352	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		797,352	50.0000	797,352	0	100.0000	0.0000
Public- Institutions	E-Voting	2,380	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	402,916	108	0.0268	83	25	76.8518	23.1481
	Poll		7,860	1.9508	7,860	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,968	1.9776	7,943	25	99.6862	0.3138
Total		2,000,000	805,320	40.2660	805,295	25	99.9969	0.0031

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Shrinivas G Shirgurkar as an Independent Director							
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	1,594,704	797,352	50.0000	797,352	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		797,352	50.0000	797,352	0	100.0000	0.0000
Public- Institutions	E-Voting	2,380	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	402,916	108	0.0268	83	25	76.8518	23.1481
	Poll		7,860	1.9508	7,860	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,968	1.9776	7,943	25	99.6862	0.3138
Total		2,000,000	805,320	40.2660	805,295	25	99.9969	0.0031

Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Mr. K S Shetty as an Independent Director							
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	1,594,704	797,352	50.0000	797,352	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		797,352	50.0000	797,352	0	100.0000	0.0000
Public- Institutions	E-Voting	2,380	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	402,916	108	0.0268	83	25	76.8518	23.1481
	Poll		7,860	1.9508	7,860	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,968	1.9776	7,943	25	99.6862	0.3138
Total		2,000,000	805,320	40.2660	805,295	25	99.9969	0.0031

Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Rajesh Khanna M as an Executive Director							
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	1,594,704	797,352	50.0000	797,352	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		797,352	50.0000	797,352	0	100.0000	0.0000
Public- Institutions	E-Voting	2,380	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2,380	108	0.0268	108	0	100.0000	0.0000
	Poll		7,860	1.9508	7,860	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,968	1.9776	7,968	0	100.0000	0.0000
Total		2,000,000	805,320	40.2660	805,320	0	100.0000	0.0000



S. VISWANATHAN
COMPANY SECRETARY

Susheel Chandra Apartments,
17th 'A' Cross, 10th 'A' Main
Malleswaram, Bangalore-560055
E Mail Id: cs_viswanathan@yahoo.com
Tel: 41674875 Mobile: 98452-20950

SCRUTINIZER'S REPORT

To
Chairman
Wendt (India) Limited
Flat No. 105, 1st Floor, Cauvery Block,
National Games Housing Complex,
Koramangala, Bangalore 560 047

Dear Sir,

The Board of Directors of the Company appointed me as the Scrutinizer under Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for conducting the E - Voting process, i.e. remote e-voting and voting by means of Insta-Poll provided at the AGM and submitting a Report on e-voting to the Company on the resolutions mentioned in Notice dated 25th April 2019 for the 37th Annual General Meeting held on 22nd July 2019.

I submit my report as under:

1. The remote E- Voting commenced on 18th July 2019 at 9:00 AM and ended on 21st July 2019 at 5:00 PM.
2. I have downloaded the data of E-Voting after the e voting module was disabled by the Karvy Computershare Private Limited on 21st July 2019.
3. The e-voting data was scrutinized by me for verification of votes in favour of and against the resolution.
4. I received 797460 votes till 5:00 PM on Sunday, 21st July 2019.
5. There was Insta-Poll facility provided by Karvy Fintech Private Limited for voting on the day of Annual General Meeting. We received 7860 votes on the day of Annual General Meeting held on 22nd July 2019.
6. On the basis of the Scrutiny of ballots received, the resolution as contained in the aforesaid notice may deem to be duly passed with requisite majority.
7. The consolidated summary of results of remote e-voting and Insta-poll at AGM are as under:



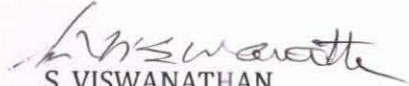


S. VISWANATHAN
COMPANY SECRETARY

Susheel Chandra Apartments,
17th 'A' Cross, 10th 'A' Main
Malleswaram, Bangalore-560055
E Mail Id: cs_viswanathan@yahoo.com
Tel: 41674875 Mobile: 98452-20950

Sr. No.	Item/Resolution No. of Notice - Subject Matter	Vote in favour of resolution		Vote against the resolution		Invalid Votes
		Nos	Percent- age	Nos	Percent- age	
1.	To receive, consider and adopt the Standalone Audited Profit & Loss Account for the year ended 31st March 2019 and the Balance Sheet as at that date together with the report of Directors and Auditors thereon.	805320	100	0	0	0
2.	To receive, consider and adopt the Consolidated Audited Profit & Loss Account for the year ended 31st March 2019 and the Balance Sheet as at that date together with the report of Directors and Auditors thereon.	805320	100	0	0	0
3.	To declare a dividend.	805320	100	0	0	0
4.	Re-appointment of Mr. K Srinivasan holding DIN 00088424, who retires by rotation and being eligible, offers himself for re-appointment.	805295	99.997	25	0.003	0
5.	Re-appointment of Mr. Shrinivas G Shirgurkar having DIN 00173944 as an Independent Director	805295	99.997	25	0.003	0
6.	Re-appointment of Mr. K S Shetty having DIN 01759936 as an Independent Director	805295	99.997	25	0.003	0
7.	Appointment of Mr. Rajesh Khanna having DIN 06923493 as an Executive Director of the Company	805320	100	0	0	0

Date: July 22nd, 2019
Place: Bangalore


S. VISWANATHAN
Company Secretary
C.P. No. 5284

S. VISWANATHAN
Company Secretary
C.P. No. 5284