

WENDT (INDIA) LIMITED

No. 69/70, Sipcot, Hosur 635 126, Tamilnadu, INDIA

Telephone: + 91 4344.405500

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E-mail : wil@wendtindia.com

Web : www.wendtindia.com**CIN: : L85110KA1980PLC003913**30th September 2022

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.: Voting results and Consolidated Scrutiniser's report – Postal Ballot

We refer to our letter dated 30th August 2022 intimating you of postal ballot for seeking approval of the shareholders and related matters thereto.

In terms of the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of voting results and the Scrutiniser's report in respect of the business transacted through postal ballot mechanism are enclosed. The resolution set out in the postal ballot notice for approval of appointment of Mr. Muthiah Venkatachalam (DIN: 07045802) as a Non-Executive Non-Independent Director liable to retire by rotation has been passed with requisite majority on 29th September 2022 (being the last date for e-voting).

The results shall be also made available on the website of the Company at www.wendtindia.com.

Kindly take the information on record.

Thanking you

Yours faithfully

For Wendt (India) Limited

Arjun Raj P
Company Secretary
Encl. a.a.



Company Name	WENDT (INDIA) LIMITED
Date of the AGM/EGM	29th September 2022 - Resolution passed through postal ballot
Total number of shareholders on record date	8359
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	Not Applicable (Resolution passed through postal ballot)
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	Not Applicable (Resolution passed through postal ballot)
Public:	

Note - Voting for the resolution was done through remote e-voting only.

Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Mr. Muthiah Venkatachalam (DIN: 07045802) as Non-Executive Non-Independent Director liable to retire by rotation							
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	1500000	750000	50.0000	750000	0	100.0000	0.0000
	Poll	1500000	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	1500000						
Public- Institutions	E-Voting	135046	131791	97.5897	131791	0	100.0000	0.0000
	Poll	135046	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	135046						
Public- Non Institutions	E-Voting	364954	1308	0.3584	1161	147	88.7614	11.2385
	Poll	364954	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	364954						
Total		2000000	883099	44.1550	882952	147	99.9834	0.0166

30th September, 2022

The Chairman
Wendt (India) Limited,
Flat No. 105, Cauvery Block
National Games Housing Complex
Koramangala,
Bengaluru - 560047

Dear Sir,

Sub: Passing of Resolution through Postal Ballot

Pursuant to the resolution passed by the Board of Directors of **Wendt (India) Limited** (hereinafter referred to as "**the Company**") on Tuesday, the 2nd August, 2022, we have been appointed as Scrutinizer for the purpose of scrutinizing the postal ballot voting conducted through remote e-voting process in respect of the following resolution:

Reference to the Companies Act, 2013	Type and Description of the resolution
Sections 152 and 161 of the Companies Act, 2013 read with rules made thereunder	<p>ORDINARY RESOLUTION</p> <p>RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with all other applicable provisions under the said regulation, Mr. Muthiah Venkatachalam holding DIN: 07045802 who was appointed as an Additional Director with effect from 2nd August 2022 by the Board pursuant to Section 161(1) of the Act, in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for office of Director, be and is hereby appointed as a Non-Executive Director liable to retire by rotation.</p> <p>RESOLVED FURTHER THAT Mr. N Ananthaseshan, Director, Mr. C Srikanth, CEO, and Mr. Arjun Raj P, Company Secretary be and are hereby severally authorised to do all such acts, file necessary forms and do such things including but not limited to make necessary intimations to the stock exchanges and other statutory authorities to give effect to the above resolution.</p>

WE REPORT that in view of the pandemic COVID-19 and the resultant lockdown situation across the country restricting the movement of persons, in compliance with framework issued by the Ministry of Corporate Affairs (MCA) through its General Circular No.14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021 and General Circular No. 03/2022 dated 5th May 2022, the Company has sent the Postal Ballot Notice dated 2nd August, 2022 only through electronic mode to those Members whose names appear on the Register of Members / List of Beneficial Owners as on 26th August, 2022 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Depositories as on the said date. The communication of assent or dissent of the Members on the Resolution proposed in the Postal Ballot Notice took place only through remote e-voting system. Members holding equity shares of the Company as on 26th August, 2022 ("Cut-off Date") were entitled to vote by Remote E-voting. The Company had engaged KFin Technologies Limited, the Registrar and Share Transfer Agent of the Company for providing remote e-voting facility for enabling the members to cast their votes for the resolution set out in the Postal Ballot Notice.

WE REPORT that the management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to Postal Ballot E-voting, on the resolution contained in the Postal Ballot Notice. Our responsibility as a Scrutinizer for remote e-voting with respect to the postal ballot process is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by KFin Technologies Limited, the authorized agency engaged by the Company.

We REPORT that as stated in the Postal Ballot Notice sent to the members, the Company had fixed 29th September, 2022 as the last date for E-Voting. As required under Rule 22 of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in "**BUSINESS STANDARD**" in 'English' on 31st August, 2022 and "**VIJAY KARNATAKA**" in vernacular language 'Kannada' on 31st August, 2022 informing about the despatch of the Postal Ballot Notice and other related matters mentioned therein. The Members of the Company have casted their votes through remote e-voting between the period **31st August, 2022 (9:00 a.m. IST) to 29th September, 2022 (5:00 p.m. IST) (e-voting period)**.

All the votes received upto the closure of e-voting period (i.e. **5:00 p.m. IST**) on Thursday, 29th September, 2022, the last date fixed by the Company for receipt of votes through remote e-Voting, were considered for our scrutiny.

WE REPORT that all the votes were scrutinized and processed and a computer statement containing the Shareholders Name, Address, Folio/Client ID Number, Postal Ballot Number, number of Shares held, Number of Votes voted, Assented, Dissented and Rejected were generated.

We report that out of **8359** Shareholders, we have received valid E-Voting from **69** Shareholders and the details of polling results are given below:

Receipt of Postal Ballot E-Voting	31st August, 2022 (9:00 a.m. IST) to 29th September, 2022 (5:00 p.m. IST)		
Total No. of Shareholders	8359		
Total No. of Shares	2000000		
Particulars	As per Postal Ballot	As per E-Voting	Total
Postal Ballot Forms Received	-	69	69
Less: Invalid Forms	-	-	-
Net Valid Forms	-	69	69

Appointment of Mr. Muthiah Venkatachalam (DIN: 07045802) as Director (Ordinary Resolution).

(i) Votes in **favour** of the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
54	882952	99.9834

(ii) Votes **against** the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
15	147	0.0166

(iii) **Invalid** Votes:

Number of members voted in E-Voting	Number of votes cast (Shares) –E-Voting
NIL	NIL

RESULT:

As the number of votes casted in favour of the resolution was not less than the number of votes cast against, we report that the **Ordinary Resolution** under Sections 152, 161 of the Companies Act, 2013 read with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

WE FURTHER REPORT that as per the notice of Postal Ballot dated 2nd August, 2022, as approved by the Board of Directors on 2nd August, 2022, the results in connection with the voting shall be declared by the Chairman or any other person authorised by the Board of Directors not later than Monday, 3rd October, 2022. The results shall be also made available on the website of the Company at www.wendtindia.com. The results shall be also communicated to the Bombay Stock Exchange ('BSE') and National Stock Exchange ('NSE'), the Depositories viz. National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') (collectively 'Depositories') and KFin Technologies Limited, the Registrar and Share Transfer Agent of the Company and the same shall be available on their respective websites.

WE FURTHER REPORT that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has complied with all the provisions of the Rules. We further report that as per the said Rules, the records maintained by us such as the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares abstained, number of shares rejected), are in our safe custody which will be handed over to the Company Secretary after the Chairman considers, approves and signs the minutes of the postal ballot.

We thank you for the opportunity given to us to act as Scrutinizer for the above Postal Ballot E-Voting.

Thanking You

Yours faithfully,

**For R. SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES**

**CS R SRIDHARAN
FCS No. 4775
C P No. 3239
PR No.657/2020
UDIN:F004775D001090739**

Place: Chennai