

Wanbury Limited

Regd. Office : BSEL Tech Park, B-wing
10th Floor, Sector-30 A,
Opp. Vashi Railway Station,
Vashi Navi Mumbai 400 703
Maharashtra, INDIA
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CIN L51900MH1988PLC048455
Email : info@wanbury.com
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1st October, 2019

To,
The Manager,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051.

To,
The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Symbol: WANBURY

Scrip Code: 524212

Dear Sir /Madam,

Sub.: Outcome & Submission of Voting Results of the 31st Annual General Meeting (AGM) held on Monday, 30th September, 2019.


Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we are enclosing herewith the Voting Results of the 31st Annual General Meeting held on Monday, 30th September, 2019.

The Copy of the Scrutinizer Report submitted by Ms. Kala Agarwal, Practicing Company Secretary is also enclosed herewith.

Kindly take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,
For Wanbury Limited


Jitendra J. Gandhi
Company Secretary



Encl.: a/a.

DISCLOSURE AS PER REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Date of AGM	30.09.2019
Total number of shareholders on record date	12,842
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	

Resolution required: Item No. 1-Ordinary Resolution		Ordinary resolution for adoption of Audited Financial statements for the Financial year 2018-2019						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of Share 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	13029561	--	--	--	--	--	--
	Poll	1,30,29,561	1,30,29,561	100	1,30,29,561	--	100	--
	Postal Ballot	13029561	--	--	--	--	--	--
	Total	1,30,29,561	1,30,29,561	100	1,30,29,561	--	100	--
Public-Institutions	E-Voting	6,30,618						
	Poll	6,30,618	--	--	--	--	--	--
	Postal Ballot	6,30,618	--	--	--	--	--	--
	Total	6,30,618	--	--	--	--	--	--
Public- Non Institutions	E-Voting	1,00,59,938	1,42,553	1.42	2,553	1,40,000	1.790	98.210
	Poll	1,00,59,938	558816	5.55	558816	--	100	--
	Postal Ballot	1,00,59,938	--	--	--	--	--	--
	Total	1,00,59,938	701369	6.97	5,61,369	1,40,000	80.040	19.960
Total		2,37,20,117	1,37,30,930	57.89	135,90,930	1,40,000	98.98	1.020

Resolution required: Item No. 2-Ordinary Resolution			Appointment of a Director in place of Mr. K. Chandran (DIN: 00005868), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Share 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	13029561	--	--	--	--	--	--
	Poll	1,30,29,561	1,30,29,561	100	1,30,29,561	--	100	--
	Postal Ballot	13029561	--	--	--	--	--	--
	Total	1,30,29,561	1,30,29,561	100	1,30,29,561	--	100	--
Public-Institutions	E-Voting	6,30,618						
	Poll	6,30,618	--	--	--	--	--	--
	Postal Ballot	6,30,618	--	--	--	--	--	--
	Total	6,30,618	--	--	--	--	--	--
Public- Non Institutions	E-Voting	1,00,59,938	1,42,553	1.42	2,553	1,40,000	1.790	98.210
	Poll	1,00,59,938	5,58,816	5.55	5,58,816	--	100	--
	Postal Ballot	1,00,59,938	--	--	--	--	--	--
	Total	1,00,59,938	7,01,369	6.97	5,61,369	1,40,000	80.040	19.960
Total		2,37,20,117	1,37,30,930	57.89	1,35,90,930	1,40,000	98.98	1.020

Resolution required: Item No. 3-Ordinary Resolution			Appointment of Statutory Auditor M/s. V. Parekh & Associates, Chartered Accountants, (FRN: 107488W), to hold office from the conclusion of this meeting until conclusion of the Annual General Meeting for the financial year 2019-20.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Share 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	13029561	--	--	--	--	--	--
	Poll	1,30,29,561	1,30,29,561	100	1,30,29,561	--	100	--
	Postal Ballot	13029561	--	--	--	--	--	--
	Total	1,30,29,561	1,30,29,561	100	1,30,29,561	--	100	--
Public-Institutions	E-Voting	6,30,618						
	Poll	6,30,618	--	--	--	--	--	--
	Postal Ballot	6,30,618	--	--	--	--	--	--
	Total	6,30,618	--	--	--	--	--	--
Public- Non Institutions	E-Voting	1,00,59,938	1,42,553	1.42	2,553	1,40,000	1.790	98.210
	Poll	1,00,59,938	5,58,816	5.55	5,58,816	--	100	--
	Postal Ballot	1,00,59,938	--	--	--	--	--	--
	Total	1,00,59,938	7,01,369	6.97	5,61,369	1,40,000	80.040	19.960
Total		2,37,20,117	1,37,30,930	57.89	1,35,90,930	1,40,000	98.98	1.020

Resolution required: Item No. 4-Ordinary Resolution			Ratification of remuneration payable to M/s. Manish Shukla & Associates., Cost Auditor, Mumbai for conducting cost audit for the Financial Year 2019-20.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Share 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	13029561	--	--	--	--	--	--
	Poll	1,30,29,561	1,30,29,561	100	1,30,29,561	--	100	--
	Postal Ballot	13029561	--	--	--	--	--	--
	Total	1,30,29,561	1,30,29,561	100	1,30,29,561	--	100	--
Public-Institutions	E-Voting	6,30,618						
	Poll	6,30,618	--	--	--	--	--	--
	Postal Ballot	6,30,618	--	--	--	--	--	--
	Total	6,30,618	--	--	--	--	--	--
Public- Non Institutions	E-Voting	1,00,59,938	1,42,553	1.42	2,553	1,40,000	1.790	98.210
	Poll	1,00,59,938	5,58,816	5.55	5,58,816	--	100	--
	Postal Ballot	1,00,59,938	--	--	--	--	--	--
	Total	1,00,59,938	7,01,369	6.97	5,61,369	1,40,000	80.040	19.960
Total		2,37,20,117	1,37,30,930	57.89	1,35,90,930	1,40,000	98.98	1.020

Resolution required: Item No. 5-Special Resolution			Re- Appointment of Mr. K. Chandran for a period of 3 years as Whole-time Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Share 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	13029561	--	--	--	--	--	--
	Poll	1,30,29,561	1,30,29,561	100	1,30,29,561	--	100	--
	Postal Ballot	1,30,29,561	--	--	--	--	--	--
	Total	1,30,29,561	1,30,29,561	100	1,30,29,561	--	100	--
Public-Institutions	E-Voting	6,30,618						
	Poll	6,30,618	--	--	--	--	--	--
	Postal Ballot	6,30,618	--	--	--	--	--	--
	Total	6,30,618	--	--	--	--	--	--
Public- Non Institutions	E-Voting	1,00,59,938	1,42,553	1.42	2,553	1,40,100	1.720	98.280
	Poll	1,00,59,938	5,58,816	5.55	5,58,816	--	100	--
	Postal Ballot	1,00,59,938	--	--	--	--	--	--
	Total	1,00,59,938	7,01,369	6.97	5,61,269	1,40,100	80.020	19.980
Total		2,37,20,117	1,37,30,930	57.89	1,35,90,830	1,40,100	98.98	1.020



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FORM NO. MGT-13

SCRUTINIZER'S REPORT ON E-VOTING AND POLL

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014)

To

The Chairman

31st Annual General Meeting of **Wanbury Limited** Held on Monday, 30th September, 2019 at 11:30 A.M. at Ebony Hall, Hotel Tunga Regenza, Plot No. 37, Sector 30-A, Vashi, Navi Mumbai – 400 703.

Dear Sir,

I, Kala Agarwal, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **Wanbury Limited** ("the Company") for the purpose of Remote E-voting and Poll taken on the below mentioned resolutions at the **31st Annual General Meeting of the Equity Shareholders of Wanbury Limited** held on Monday, 30th September, 2019 at 11:30 A.M. at Ebony Hall, Hotel Tunga Regenza, Plot No. 37, Sector 30-A, Vashi, Navi Mumbai – 400 703 submit my report as under:

The Company has extended facility of Remote E-voting to the Members of the Company through CDSL from **Friday, 27th September, 2019 at 09.00 a.m. to Sunday, 29th September, 2019 till 05.00 p.m.**

Further, on 30th September, 2019, at the 31st Annual General Meeting, ballot papers were distributed to the Members present in person or by proxy to enable the Members to vote who could not do remote E-voting.

1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.



2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and authorizations / proxies lodged with the company.
3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
4. The results of the Remote e-voting and voting by poll are as under:

ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution-

Adoption of Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31st March, 2019 and the Report of the Board of Directors and the Auditors thereon:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	12	14,25,53	1.04	46	1,35,88,468	98.96	1,37,31,021	100%
Less-Invalid votes	--	--	--	8	91	100	91	100%
Net Valid Votes	12	14,25,53	1.04	38	1,35,88,377	98.96	1,37,30,930	100%
Voting with Assent	11	2,553	0.02	38	1,35,88,377	99.98	1,35,90,930	100%
Voting with Dissent	01	1,40,000	1.02	--	--	--	1,40,000	100%



ORDINARY BUSINESS:

Item No. 2- Ordinary Resolution-

Appointment of a Director in place of Mr. K. Chandran (DIN: 00005868), who retires by rotation and being eligible, offers himself for re-appointment:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	12	14,25,53	1.04	46	1,35,88,468	98.96	1,37,31,021	100%
Less-Invalid votes	--	--	--	8	91	100	91	100%
Net Valid Votes	12	14,25,53	1.04	38	1,35,88,377	98.96	1,37,30,930	100%
Voting with Assent	11	2,553	0.02	38	1,35,88,377	99.98	1,35,90,930	100%
Voting with Dissent	01	1,40,000	1.02	--	--	--	1,40,000	100%



ORDINARY BUSINESS:

Item No. 3- Ordinary Resolution-

Appointment of Statutory Auditor M/s. V. Parekh & Associates, Chartered Accountants, (FRN: 107488W), to hold office from the conclusion of this meeting until conclusion of the Annual General Meeting for the financial year 2019-20:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	12	14,25,53	1.04	46	1,35,88,468	98.96	1,37,31,021	100%
Less-Invalid votes	--	--	--	8	91	100	91	100%
Net Valid Votes	12	14,25,53	1.04	38	1,35,88,377	98.96	1,37,30,930	100%
Voting with Assent	11	2,553	0.02	38	1,35,88,377	99.98	1,35,90,930	100%
Voting with Dissent	01	1,40,000	1.02	--	--	--	1,40,000	100%



SPECIAL BUSINESS:

Item No. 4- Ordinary Resolution-

Ratification of remuneration payable to M/s. Manish Shukla & Associates., Cost Auditor, Mumbai for conducting cost audit for the Financial Year 2019-20:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	12	14,25,53	1.04	46	1,35,88,468	98.96	1,37,31,021	100%
Less-Invalid votes	--	--	--	8	91	100	91	100%
Net Valid Votes	12	14,25,53	1.04	38	1,35,88,377	98.96	1,37,30,930	100%
Voting with Assent	11	2,553	0.02	38	1,35,88,377	99.98	1,35,90,930	100%
Voting with Dissent	01	1,40,000	1.02	--	--	--	1,40,000	100%



SPECIAL BUSINESS:

Item No. 5- Special Resolution-

Re- Appointment of Mr. K. Chandran for a period of 3 years as Whole-time Director of the Company:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	12	14,25,53	1.04	46	1,35,88,468	98.96	1,37,31,021	100%
Less-Invalid votes	--	--	--	8	91	100	91	100%
Net Valid Votes	12	14,25,53	1.04	38	1,35,88,377	98.96	1,37,30,930	100%
Voting with Assent	10	2,453	0.02	38	1,35,88,377	99.98	1,35,90,930	100%
Voting with Dissent	02	1,40,100	1.02	--	--	--	1,40,000	100%



5. A concise list containing the details of Equity Share holders who voted "For", "Against" and those whose votes were declared invalid for each resolution is handed over to the Company Secretary Mr. Jitendra J. Gandhi.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary Mr. Jitendra J. Gandhi, authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,



KALA AGARWAL
(PRACTISING COMPANY SECRETARY)
COP: 5356



Witnesses:

1. Ms. Jinal Jain 
2. Ms. Sonal Rathod 

Place: Mumbai
Date: 30th September, 2019