

Date: September 24, 2021

To,
The Secretary,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Company Code: 522029

Dear Sir,

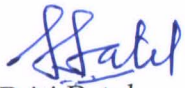
Sub.: Voting Result of 58th Annual General Meeting.

The 58th Annual General Meeting (AGM) of the members of the Company was held on September 23, 2021 through Video Conferencing.

The Voting result, pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, of the said AGM is enclosed herewith for your record.

Kindly take the same on record.

Thanking you,
Yours faithfully,
For **WINDSOR MACHINES LIMITED**



Priti Patel
Company Secretary & Compliance Officer
Membership No.: FCS 8392



Report on Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting	September 23, 2021
Book Closure	Friday, September 17, 2021 To Thursday, September 23, 2021
Total number of Shareholders on Book Closure Date	16,549
No. of shareholders present in the meeting either in person or through proxy :	NIL
Promoters and Promoter Group :	NIL
Public:	NIL
No. of shareholders attended the meeting through Video Conferencing:	52
Promoters and Promoter Group:	0
Public:	52

Details of Agenda

The detailed agenda items that were transacted by E-voting are attached as Annexure in the required format.

Thanking You,
Yours faithfully,
For Windsor Machines Limited



Priti Patel
Company Secretary & Compliance Officer
Membership No.: FCS 8392



Windsor Machines Limited

Resolution Required : (Ordinary)		1 - Adoption of financial statements for the year ended March 31, 2021						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	38000012	35000012	100.0000	35000012	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35000012	100.0000	35000012	0	100.0000	0.0000
Public Institutions	E-Voting	117303	98584	84.0422	98584	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		98584	84.0422	98584	0	100.0000	0.0000
Public Non Institutions	E-Voting	26814485	7079676	23.7458	7074093	5583	99.9211	0.0789
	Poll		250	0.0008	250	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7079926	23.7466	7074343	5583	99.9211	0.0789
Total		64931800	42178522	64.9582	42172939	5583	99.9868	0.0132



Windsor Machines Limited

Resolution Required : (Ordinary)			2 - Appointment of a Director in place of Mr. Jayant Thakur (DIN 01328746) 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 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	38000012	35000012	100.0000	35000012	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35000012	100.0000	35000012	0	100.0000	0.0000
Public Institutions	E-Voting	117303	98584	84.0422	98584	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		98584	84.0422	98584	0	100.0000	0.0000
Public Non Institutions	E-Voting	26814485	7079676	23.7458	7074238	5438	99.9232	0.0768
	Poll		250	0.0008	0	250	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7079926	23.7466	7074238	5688	99.9197	0.0803
Total		64931800	42178522	64.9582	42172834	5688	99.9865	0.0135



Windsor Machines Limited

Resolution Required : (Ordinary)			3 - Declare final dividend on equity shares for the financial year 2020-21.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES (Promoter are intrested to the extend of there share holding)					
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	38000012	35000012	100.0000	35000012	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35000012	100.0000	35000012	0	100.0000	0.0000
Public Institutions	E-Voting	117303	98584	84.0422	98584	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		98584	84.0422	98584	0	100.0000	0.0000
Public Non Institutions	E-Voting	26814485	7079676	23.7458	7074426	5250	99.9258	0.0742
	Poll		250	0.0008	250	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7079926	23.7466	7074676	5250	99.9258	0.0742
Total		64931800	42178522	64.9582	42173272	5250	99.9876	0.0124



Windsor Machines Limited

Resolution Required : (Ordinary)		4 - Appointment of Mr. Vinay Bansod (DIN 09168450), as a Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	38000012	35000012	100.0000	35000012	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35000012	100.0000	35000012	0	100.0000	0.0000
Public Institutions	E-Voting	117303	98584	84.0422	98584	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		98584	84.0422	98584	0	100.0000	0.0000
Public Non Institutions	E-Voting	26814485	7079676	23.7458	7073958	5718	99.9192	0.0808
	Poll		250	0.0008	0	250	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7079926	23.7466	7073958	5968	99.9157	0.0843
Total		64931800	42178522	64.9582	42172554	5968	99.9859	0.0141



Windsor Machines Limited

Resolution Required : (Special)		5 - Appointment of Mr. Vinay Bansod (DIN 09168450), as the Whole Time Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	38000012	35000012	100.0000	35000012	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35000012	100.0000	35000012	0	100.0000	0.0000
Public Institutions	E-Voting	117303	98584	84.0422	98584	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		98584	84.0422	98584	0	100.0000	0.0000
Public Non Institutions	E-Voting	26814485	7079676	23.7458	7074138	5538	99.9218	0.0782
	Poll		250	0.0008	0	250	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7079926	23.7466	7074138	5788	99.9182	0.0818
Total		64931800	42178522	64.9582	42172734	5788	99.9863	0.0137



Windsor Machines Limited

Resolution Required : (Ordinary)

6 - Approval of remuneration to be paid to the cost accountants for the year 2021-22.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

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	38000012	35000012	100.0000	35000012	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35000012	100.0000	35000012	0	100.0000	0.0000
Public Institutions	E-Voting	117303	98584	84.0422	98584	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		98584	84.0422	98584	0	100.0000	0.0000
Public Non Institutions	E-Voting	26814485	7079676	23.7458	7074097	5579	99.9212	0.0788
	Poll		250	0.0008	250	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7079926	23.7466	7074347	5579	99.9212	0.0788
Total		64931800	42178522	64.9582	42172943	5579	99.9868	0.0132



Consolidated Scrutinizer's Report

*[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies
(Management and Administration) Rules 2014 as amended]*

To,
Mr. Vinay Bansod
Executive Director & CEO
Windsor Machines Limited
102/103 Dev Milan Co-op Hsg Society
Next to Tip Top Plaza, L B S Marg
Thane (W) 400 604

Dear Sir,

I, Rama Subramanian, Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of Windsor Machines Ltd at its meeting held on 30th June 2021 for the purpose of scrutinizing the e-voting process in respect of the resolutions moved at the 58th Annual General Meeting of the members of the company held on Thursday, September 23, 2021 at 11.30 a.m. through video conferencing/audio-visual means including remote e-voting.

The management of the company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means on the resolutions contained in the Notice of the 58th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process, both remote e-voting and at the AGM, is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the notice. For this report, I have relied on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency appointed by the company to provide e-voting facility and the records maintained by the Company's Registrar and Transfer agents.



I submit my report as under:

- a) The Company has provided e-voting facility through Central Depository Services (India) Limited (CDSL) on their website www.evotingindia.com.
- b) The notice sent contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of Companies (Management and Administration) Rules, 2014.
- c) The remote e-voting commenced on September 20, 2021 (9:00 a.m.) and ended on September 22, 2021 (5:00 p.m.).
- d) At the AGM on September 23, 2021, Mr Vinay Bansod, Executive Director & CEO of the company announced that Members present at the AGM who had not cast their votes earlier by remote e-voting can exercise their voting rights through e-voting at the conclusion of the AGM.
- e) Subsequently, the votes cast through remote e-voting before the AGM and at the AGM were unlocked in the presence of two witnesses and e-voting summary was generated from the electronic voting system provided by CDSL.
- f) 141 members participated in the remote e-voting process before the AGM. 52 members were present in the AGM out of which 1 member participated in e-voting process at the AGM.
- g) A register containing details, as prescribed in the Rules, of the list of equity shareholders who voted "for" and "against" each resolution under remote e-voting and at the AGM has been maintained.
- h) The cumulative result of the entire e-Voting process is furnished in the following table :



Item no. of notice	Mode	Votes in favour of the resolution			Votes against the resolution		
		No. of members	No. of shares	% of total votes cast	No. of members	No. of shares	% of total votes cast
Item No 1: Adoption of annual audited financial statements for the year ended 31st March 2021. Ordinary Resolution for consideration and adoption of the annual audited financial statements of the company for the year ended 31 st March 2021 along with the reports of the Directors and Auditors thereon.	<u>E voting</u>						
	Remote	138	42172689	99.99	3	5583	0.01
	At AGM	1	250	100	0	0	0
	Total	139	42172939	99.99	3	5583	0.01
Item No 2 Appointment of director retiring by rotation. Ordinary Resolution for appointment of Mr. Jayant Thakur (DIN 01328746), a director retiring by rotation and who is eligible for re-appointment.	<u>E voting</u>						
	Remote	133	42172834	99.99	8	5438	0.01
	At AGM	0	0	0	1	250	100
	Total	133	42172834	99.99	9	5688	0.01
Item No 3: Declaration of final dividend Ordinary Resolution for declaration of final dividend for the financial year 2020-2021.	<u>E voting</u>						
	Remote	139	42173022	99.99	2	5250	0.01
	At AGM	1	250	100	0	0	0.00
	Total	140	42173272	99.99	2	5250	0.01



Item no. of notice	Mode	Votes in favour of the resolution			Votes against the resolution		
		No. of members	No. of shares	% of total votes cast	No. of members	No. of shares	% of total votes cast
Item No 4: Appointment of Director	<u>E voting</u>						
Ordinary Resolution for appointment of Mr Vinod Bansod (DIN 09168450) as Director	Remote	132	42172554	99.99	9	5718	0.01
	At AGM	0	0	0	1	250	100
	Total	132	42172554	99.99	10	5968	0.01
Item No 5: Appointment of Executive Director.	<u>E voting</u>						
Special Resolution for appointment of Vinod Bansod (DIN 09168450) as Whole Time Director designated as Executive Director for a term of three years w.e.f May 13, 2021.	Remote	132	42172734	99.99	9	5538	0.01
	At AGM	0	0	0	1	250	100
	Total	132	42172734	99.99	10	5788	0.01
Item No 6: Approval of remuneration to Cost Auditors.	<u>E voting</u>						
Ordinary Resolution for approval of remuneration of Rs. 92,000/- and reimbursement of out of pocket expenses to M/s Ashish Bhavsar & Associates, Cost Accountants (Firm Registration No. 000387) for conduct of audit of the cost records maintained by the Company for Financial Year ending on March 31, 2022.	Remote	134	42172693	99.99	7	5579	0.01
	At AGM	1	250	100	0	0	0.00
	Total	135	42172943	99.99	7	5579	0.01

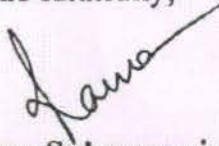


- i) Based on these results, I report that all the Resolutions as set out in Item Nos. 1 to 6 of the Notice of the AGM dated June 30, 2021 have been passed with requisite majority.

You may accordingly declare the cumulative e-voting result of the 58th Annual General Meeting.

All the relevant records of the e-voting carried out will remain in my custody until the Chairman considers, approves and signs the minutes of the 58th Annual General Meeting and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

Yours faithfully,



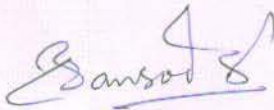
Rama Subramanian
Company Secretary in Practice
ACS 15923; COP 10964



Place: Thane

Date : September 24, 2021

for **Windsor Machines Limited**



Mr. Vinay Bansod
Chairman of the 58th Annual General Meeting
DIN: 09168450

