



Windlas Biotech Limited

Reg. Off.: 40/1, Mohabewala Industrial Area
Dehradun, Uttarakhand 248 110, India
Tel.:+91-135-6608000-30, Fax:+91-135-6608199

Corp. Off.: 705-706, Vatika Professional Point, Sector-66,
Golf Course Ext. Road, Gurgaon, Haryana 122 001, India
Tel.:+91-124-2821030

CIN-L74899UR2001PLC033407

September 20, 2022

To
Listing / Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

To
Listing / Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

BSE CODE: 543329

NSE SYMBOL: WINDLAS

Dear Sir/ Madam,

Re: Voting Results of 21st Annual General Meeting (AGM) held on September 19, 2022

1. Please find attached herewith the Consolidated Voting Results (Remote e-voting & evoting during the AGM) on the Resolutions forming part of the Notice of the aforesaid 21st Annual General Meeting (AGM) of the Company held on September 19, 2022, through Video Conferencing (VC). Copy of the Voting Results is enclosed as Annexure I. It may be noted that all the Resolutions were passed at the AGM with requisite majority.
2. We have to further inform you that Mr. Sandeep Joshi (Sandeep Joshi & Associates), Practicing Company Secretary, Membership No. ACS-42945, Scrutinizer has submitted his Consolidated Report dated September 20, 2022, on remote e-voting and e-voting during the AGM for the aforesaid AGM. A copy of the said report is enclosed herewith.

This is for your kind information and record.

Thanking you,

Yours faithfully,

For Windlas Biotech Limited

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NARAYA NARAYAN PANDA
Date: 2022.09.20
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Ananta Narayan Panda
Company Secretary & Compliance Officer

WINDLAS BIOTECH LIMITED

Annexure I

Format for Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Date of the AGM	19/09/2022		
Total number of shareholders on record date	87757		
No. of shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group:	Not Applicable		
Public:	Not Applicable		
No. of Shareholders attended the meeting through Video Conferencing			
Promoters and Promoter Group:	7		
Public:	37		

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1	(Ordinary)	Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Auditors and the Board of Directors' thereon.						
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	13065352	13065352	100.0000	13065352	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		13065352	100.0000	13065352	0	100.0000	0.0000
Public Institutions	E-Voting	3031300	2890180	95.3446	2890180	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		2890180	95.3446	2890180	0	100.0000	0.0000
Public Non Institutions	E-Voting	5697723	2985	0.0524	2985	0	100.0000	0.0000
	Poll		5	0.0001	5	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2990	0.0525	2990	0	100.0000	0.0000
Total		21794375	15958522	73.2231	15958522	0	100.0000	0.0000

Resolution No. 2	(Ordinary)	Declaration of Final Dividend of Rs. 3.50/- per Equity Share for the financial 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	13065352	13065352	100.0000	13065352	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		13065352	100.0000	13065352	0	100.0000	0.0000
Public Institutions	E-Voting	3031300	2890180	95.3446	2890180	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		2890180	95.3446	2890180	0	100.0000	0.0000
Public Non Institutions	E-Voting	5697723	2985	0.0524	2985	0	100.0000	0.0000
	Poll		5	0.0001	5	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2990	0.0525	2990	0	100.0000	0.0000
Total		21794375	15958522	73.2231	15958522	0	100.0000	0.0000

Resolution No. 3	(Ordinary)	Re-appointment of Mr. Manoj Kumar Windlass, Joint Managing Director who is liable to retire 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	13065352	13065352	100.0000	13065352	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		13065352	100.0000	13065352	0	100.0000	0.0000
Public Institutions	E-Voting	3031300	2890180	95.3446	2890180	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		2890180	95.3446	2890180	0	100.0000	0.0000
Public Non Institutions	E-Voting	5697723	2985	0.0524	2885	100	96.6499	3.3501
	Poll		5	0.0001	5	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2990	0.0525	2890	100	96.6555	3.3445
Total		21794375	15958522	73.2231	15958422	100	99.9994	0.0006

Resolution No. 4	(Ordinary)	Ratification of remuneration of Cost Auditor						
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	13065352	13065352	100.0000	13065352	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		13065352	100.0000	13065352	0	100.0000	0.0000
Public Institutions	E-Voting	3031300	2890180	95.3446	2890180	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		2890180	95.3446	2890180	0	100.0000	0.0000
Public Non Institutions	E-Voting	5697723	2985	0.0524	2506	479	83.9531	16.0469
	Poll		5	0.0001	5	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2990	0.0525	2511	479	83.9799	16.0201
Total		21794375	15958522	73.2231	15958043	479	99.9970	0.0030

Date: 20th September, 2022
Place: Gurugram

For Windlass Biotech Limited

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PANDA

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Date: 2022.09.20 17:16:19
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Ananta Narayan Panda
Company Secretary

As authorised by the Chairman of of the Meeting



SANDEEP JOSHI & ASSOCIATES
COMPANY SECRETARIES

20th September, 2022

To,

The Chairman

Windlas Biotech Limited

40/1 Mohabewala Industrial Area,

Dehradun Uttarakhand-248110

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Members during the Annual General Meeting of your Company held on Monday 19th September, 2022 through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

For **Sandeep Joshi & Associates**
Company Secretaries

SANDEEP Digitally signed by
JOSHI SANDEEP JOSHI
Date: 2022.09.20
18:37:42 +05'30'

Sandeep Joshi

Proprietor

Mem/COP no.: 42945/19210

Place: Dehradun



SANDEEP JOSHI & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

Name of the Company	Windlas Biotech Limited
Type of Meeting	Annual General meeting
Day, Date & Time	Monday 19th September, 2022 at 12.30 p.m. (IST)
Deemed Venue	40/1 Mohabewala Industrial Area, Dehradun Uttarakhand-248110
Mode	Through Video Conferencing / Other Audio Visual Means ("VC/OAVM")

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members at the 21st Annual General Meeting ("AGM") of Windlas Biotech Limited (hereinafter referred to as "the Company") held on Monday 19th September 2022 at 12.30 p.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1. Pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), the advertisements were published in **Financial Express (all edition)** and **Rastriya Sahara (Dehradun edition – Hindi Translated)** on **27th August, 2022**, specifying the date & time of the AGM, availability of the notice on the Company's website and website of Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2. The Company hosted the notice of AGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **26th August, 2022.**

2.3. The Company has informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link Intime India Private Limited, Registrar and Share Transfer Agents (“RTA”) of the Company and the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) respectively, the Company completed dispatch of Notice of 21st AGM and the Integrated Annual Report for the financial year 2021-22 on **26th August, 2022** by e-mail to **83,359**, Members who had registered their email ids with the Company/ Depositories.

3. Cut-off date

3.1 Voting rights with respect to the agenda items were reckoned as on Monday, **12th September, 2022**, being the cut-off date for the purpose of deciding the entitlement of Shareholders / Members for remote e-voting and e-voting during the AGM.

4. Remote e-voting process

4.1. Agency

The Company appointed Link Intime India Private Limited (LI IPL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.

4.2. Remote e-voting period

Remote e-voting platform was open from **9.00 a.m. (IST) on Friday, 16th September, 2022 till 5.00 p.m. (IST) on Sunday, 18th September, 2022** and Members were required to cast their votes electronically conveying their assent or dissent in respect of the resolution on the remote e-voting platform provided by LI IPL.

5. Voting at the AGM

5.1. In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer shall

have access after closure of period of remote e-voting and before the start of the AGM, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

- 5.2. Accordingly, LI IPL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the Members who had cast their votes through remote e-voting.

6. Counting Process

- 6.1. On completion of e-voting at the AGM, we unblocked the results of the remote e-voting and e-voting by Members at the AGM, on the NSDL e-voting platform and downloaded the results for scrutiny.

7. Results

- 7.1. Consolidated results with respect to the agenda items as set out in the Notice of the AGM dated 19th September, 2022 is enclosed herewith.
- 7.2. Based on the aforesaid results, we report that all the Ordinary Resolutions as set out in Item Nos. 1 to 4 in the Notice of the 21st AGM dated 12th May, 2022 have been passed with the requisite majority.

For Sandeep Joshi & Associates
Company Secretaries

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SANDEEP JOSHI
P JOSHI Date: 2022.09.20
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Sandeep Joshi

Proprietor

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ICSI UDIN: A042945D001001771

20th September, 2022 | Dehradun

CONSOLIDATED RESULTS

Item No. 1: To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Auditors and Board of Directors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	81	15958517	1	5	82	15958522	100
Dissent	0	0	0	0	0	0	0
Total	81	15958517	1	5	82	15958522	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 19th September, 2022 has been **passed with requisite majority**.

For Sandeep Joshi & Associates

Company Secretaries

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SANDEEP JOSHI
P JOSHI Date: 2022.09.20
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Sandeep Joshi

Proprietor

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ICSI UDIN: A042945D001001771

19th September, 2022 | Dehradun

Report of Scrutinizer on remote e-voting and e-voting by Members during the AGM of Windlas Biotech Limited held on 19th September, 2022.

CONSOLIDATED RESULTS

Item No. 2: To declare a Final Dividend of Rs. 3.50/- per Equity Share

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	81	15958517	1	5	82	15958522	100
Dissent	0	0	0	0	0	0	0
Total	81	15958517	1	5	82	15958522	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 19th September, 2022, has been **passed with requisite majority**.

For Sandeep Joshi & Associates

Company Secretaries

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SANDEEP JOSHI
Date: 2022.09.20
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Sandeep Joshi

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19th September, 2022 | Dehradun

Report of Scrutinizer on remote e-voting and e-voting by Members during the AGM of Windlas Biotech Limited held on 19th September, 2022.

CONSOLIDATED RESULTS

Item No. 3: To appoint a Director in place of Mr. Manoj Kumar Windlass, Joint Managing Director (DIN: 00221671), who liable to retire by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	80	15958417	1	5	82	15958422	99.9994
Dissent	1	100	0	0	1	100	00.0006
Total	81	15958517	1	5	82	15958522	100.0000

B Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 19th September, 2022 has been **passed with requisite majority**.

For Sandeep Joshi & Associates

Company Secretaries

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SANDEEP JOSHI
P JOSHI Date: 2022.09.20
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Sandeep Joshi

Proprietor

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ICSI UDIN: A042945D001001771

19th September, 2022 | Dehradun

Report of Scrutinizer on remote e-voting and e-voting by Members during the AGM of Windlas Biotech Limited held on 19th September, 2022.

CONSOLIDATED RESULTS

Item No. 4: Ratification of the remuneration of the Cost Auditor

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	77	15958038	1	5	78	15958043	99.9970
Dissent	4	479	0	0	4	479	0.0030
Total	81	15958517	1	5	82	15958522	100.0000

B Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 19th September, 2022 has been **passed with requisite majority**.

For Sandeep Joshi & Associates

Company Secretaries

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Sandeep Joshi

Proprietor

ACS: 42945 | COP: 19210

ICSI UDIN: A042945D001001771

19th September, 2022 | Dehradun

Report of Scrutinizer on remote e-voting and e-voting by Members during the AGM of Windlas Biotech Limited held on 19th September, 2022.