

WORTH INVESTMENT & TRADING COMPANY LIMITED

CIN: L67120MH1980PLC343455

497/501, Village Biloshi, Taluka Wada, Thane MH- 421303

Tel:- 022-62872900 Email:worthinvestmenttrading@gmail.com Site: www.worthinv.com

Date: 25th May, 2024

To,
The Corporate Services Dept.
BSE Limited.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

Scrip Code: 538451

Subject: Consolidated Results of Remote E-voting with respect to the Extraordinary General Meeting of the Company held on 25th May, 2024 as per the requirements of the Regulation 44 of the SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

As per the requirements of Regulation 44 of the SEBI (LODR) Regulations, 2015 please find below are the details of the consolidated voting results (Remote E-voting) at the Extraordinary General Meeting of the Company held on 25th May, 2024.

Details of Voting Results:

Sr. No.	Particulars	Details
1.	Date of the AGM/EGM	EGM May 25, 2024
2.	Record date	Cut off Date -18 th May, 2024
3.	No. of shareholders in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	6 2
4.	No. of shareholders attended the meeting through video conferencing: Promoter and Promoter Group: Public:	Not applicable
5.	Details of Agenda & Report under Regulation 44(3)	Annexure -1

6.	Scrutinizer's Report	Annexure -2
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Please take a note of the same and oblige.
Thanking you,

Yours faithfully,
For **Worth Investment & Trading Company Limited**

Nimit Rajesh
Ghatalia

Digitally signed by
Nimit Rajesh Ghatalia
Date: 2024.05.27
18:02:25 +05'30'

Nimit Ghatalia
Director
DIN: 07069841

Annexure - 1**Worth Investment & Trading Company Limited – EGM 25th May, 2024**

Sr. No.	Particulars	Details
1.	Date of the AGM/EGM	EGM May 25, 2024
2.	Record date	Cut off Date -18 th May, 2024
3.	No. of shareholders in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	0 0
4.	No. of shareholders attended the meeting through video conferencing: Promoter and Promoter Group: Public:	2 6

Resolution No.: 1**SUB-DIVISION/SPLIT OF EQUITY SHARES OF THE COMPANY FROM FACE VALUE OF ₹10/- PER EQUITY SHARE TO FACE VALUE OF ₹1/- PER EQUITY SHARE**

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	8409130	4009130	47.6759	4009130	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		4009130	47.6759	4009130	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6419550	1438318	22.4053	1438318	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		1438318	22.4053	1438318	0	100.0000	0.0000
Total		14828680	5447448	36.7359	5447448	0	100.0000	0.0000

Resolution No.: 2

ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.

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	8409130	4009130	47.6759	4009130	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		4009130	47.6759	4009130	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6419550	1438318	22.4053	1438318	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		1438318	22.4053	1438318	0	100.0000	0.0000
Total		14828680	5447448	36.7359	5447448	0	100.0000	0.0000

Resolution No.: 3

TO CONSIDER APPROVAL OF THE DELETION OF SHARE CAPITAL CLAUSE OF THE ARTICLES OF ASSOCIATION

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	8409130	4009130	47.6759	4009130	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		4009130	47.6759	4009130	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6419550	1438318	22.4053	1438318	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		1438318	22.4053	1438318	0	100.0000	0.0000
Total		14828680	5447448	36.7359	5447448	0	100.0000	0.0000



CS Parbat Chaudhari

Practicing Company Secretary

Office: Sarkari Goliya, Post: Agthala, Tehsil: Lakhani, Dist.: Banaskantha – 385535, Gujarat, India. Mobile No.: +91 988 709 1135 E-mail ID: parbatpatel97@gmail.com

Consolidated Scrutinizer's Report



[Pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman of the **Extra-Ordinary General Meeting** of the Equity Shareholders of **Worth Investment & Trading Co Limited** (CIN: L67120MH1980PLC343455) held on Saturday, 25th May, 2024 at 11:00 A.M. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

Dear Sir / Madam,

1. I, CS Parbat Chaudhari, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Worth Investment & Trading Co Limited ("**the Company**") for the purpose of scrutinizing the process of voting through electronic ("**e-voting**") on the resolutions contained in the Notice dated 30th April, 2024 ("**Notice**"), issued in accordance with the Circulars issued by the Ministry of Corporate Affairs ("**MCA**"), Government of India (hereinafter referred to as "**MCA Circulars**") and the Securities and Exchange Board of India (hereinafter referred to as "**the SEBI Circulars**"), calling the Extra-Ordinary General Meeting of the Equity Shareholders ("**the Meeting**" / "**EGM**") through VC / OAVM. The EGM was convened on Saturday, 25th May, 2024 at 11:00 A.M. (IST) through VC / OAVM.
2. The said appointment as the Scrutinizer has been in accordance with the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR**"). As the Scrutinizer, I had to scrutinize:
 - (i) process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("**remote e-voting**"); and

- (ii) process of e-voting at the EGM through electronic voting system.

Management's Responsibility:

3. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; and (ii) the LODR relating to e-voting on the resolutions contained in the Notice calling the EGM. The Management of the Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility:

4. My responsibility as a scrutinizer was restricted to scrutinize the voting process (i.e. remote e-voting and e-voting at the EGM) in a fair and transparent manner and to prepare Consolidated Scrutinizer's report of the votes cast "*in favour*" or "*against*" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("**NSDL**"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and other relevant documents furnished to me electronically by the Company for my verification.

Cut-off date:

5. The Equity Shareholders of the Company as on the "*cut-off*" date, as set out in the Notice, i.e., Saturday, 18th May, 2024 were entitled to vote on the resolutions (Item Nos.: 01 to 03 as set out in the Notice) and their voting rights were in proportion to their Shareholding in the paid-up Equity Share Capital of the Company as on the cut-off date.

6. E-Voting at the EGM:

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting ("e-votes") was locked by NSDL under my instructions.
- ii. The e-votes cast at the Meeting were unblocked on Saturday, 25th May, 2024 after the conclusion of the EGM.
- iii. The votes were reconciled with the records maintained by the Company.

A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "PARBAT CHAUDHARI" at the top and "SECRETARY" at the bottom, with a star symbol on each side.

7. **Remote e-voting process:**

- i. The remote e-voting period remained open from Wednesday, 22nd May, 2024 (09:00 a.m. IST) to Friday, 24th May, 2024 (05:00 p.m. IST).
 - ii. The votes cast during the remote e-voting were unblocked, on Saturday, 25th May, 2024 after the conclusion of e-voting period for EGM.
 - iii. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "*in favour*" or "*against*" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL i.e., <https://www.evoting.nsdl.com/>. Based on the report generated from NSDL and relied upon by me, data regarding the remote e-voting was scrutinized.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and voting at the time of the Meeting, based on the report generated from NSDL, scrutinized on test-check basis, and relied upon by me as under:

Item No.: 01 – Ordinary Resolution

Sub-Division / Split of Equity Shares of the Company from face value of Rs. 10/- per Equity Share to face value of Re. 1/- per Equity Share.

i. Voting “**in favour**” of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
12	5447448	100.0000%

ii. Voting “**against**” the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0.0000%

iii. Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No.: 02 – Ordinary Resolution

Alteration of Capital Clause of Memorandum of Association of the Company.

i. Voting “**in favour**” of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
12	5447448	100.0000%

ii. Voting “**against**” the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0.0000%



iii. Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No.: 03 – Special Resolution

To consider approval of the Deletion of Share Capital Clause of the Articles of Association.

i. Voting “**in favour**” of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
12	5447448	100.0000%

ii. Voting “**against**” the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0.0000%

iii. Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Notes:

- i) Aforesaid resolutions contained in the Notice is passed with requisite majority by the Members of the Company as specified under the Companies Act, 2013.
- ii) The figures in percentage have been rounded off to 4 decimal points.
- iii) Votes cast by Members aggregating 0 votes are considered as invalid due to lack of proper authorization. These include 0 votes in favour and 0 votes against.



9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Chairman of the Company, for preserving safely after the Chairman considers, approves and signs the Minutes of the Extra-Ordinary General Meeting.



10. This report is issued in accordance with the terms of the Engagement Letter.

Restriction on Use:

11. This report has been issued at the request of the Company for (i) submission to Stock Exchange, (ii) placing on website of the Company, (iii) placing at the Registered Office of the Company and (iv) placing on website of Depositories. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You,

Yours faithfully,



Parbat Chaudhari

Practicing Company Secretary

ACS No.: 57826 / COP No.: 22429

Peer Review Cert. No.: 5258/2023

Date: 25th May, 2024

Place: Mumbai

UDIN: A057826F000447622

Counter Signed by:
For Worth Investment & Trading Co Limited

Nimit Rajesh Ghatalia
Director and CEO
DIN: 07069841 / PAN: BBCPG4901J