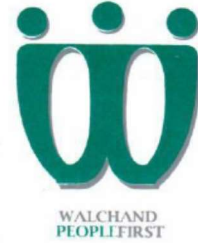


Walchand PeopleFirst Ltd.
1st Floor, Construction House,
5-Walchand Hirachand Marg,
Ballard Estate, Mumbai 400001,
Maharashtra, India
Tel: -91 22 6781 8181
Fax: -91 22 2261 0574
Email: contact@walchandgroup.com
Website : www.walchandpeoplefirst.com
L74140MH1920PLC000791



Date: 31st July, 2020

To,
Corporate Relationship Department,
BSE Limited,
Dalal Street, Phiroze Ijeebhoy Towers,
Mumbai – 400 001.

Dear Sir/Ma'am,

Sub: Scrutinizer's Report for the 100th Annual General Meeting of Walchand PeopleFirst Limited held on Wednesday, 29th July, 2020.

This is to inform you that the 100th Annual General Meeting ("AGM") of Walchand PeopleFirst Limited ("the Company") was held on Wednesday, 29th July, 2020 through VC / OAVM which commenced at 03.15 P.M. IST and concluded at 03.47 P.M. IST.

Pursuant to Regulation 44(3) of the SEBI Listing Regulations, details regarding the voting results of the business transacted at the AGM are enclosed. Consolidated Report of the Scrutinizer on remote e-voting prior and e-voting during the AGM dated 29th July, 2020 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 is also enclosed herewith.

The above are also being uploaded on the Company's website www.walchandpeoplefirst.com and on the website of Central Depository Services (India) Limited (CDSL) <https://www.evotingindia.com>

Kindly take the same on record and oblige.

Thanking you
Yours faithfully,
For Walchand PeopleFirst Limited

Kajal Sudani
Company Secretary and Compliance Officer
Membership No.: ACS 45271

Encl: a/a

Pramod S. Shah & Associates

Practising Company Secretaries

3rd Floor, LA-SHEWA Bldg., Next to Fedex, 233, P. D' Mello Road, Opp. St. George Hospital, Near CST, Mumbai - 400 001.
Tel. : 91-22-2271 7700 / 91-22-2270 1040 • Email : saurabhshah@psaprofessionals.com • Website : cpsa.co.in

Report of Scrutinizer

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

To,
Ms. Pallavi Jha,
Chairperson and Managing Director,
Walchand PeopleFirst Limited,
1st Floor, Construction House,
5- Walchand Hirachand Marg,
Ballard Estate,
Mumbai-400 001.

Dear Madam,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time for 100th Annual General Meeting of the Equity Shareholders of Walchand PeopleFirst Limited, held on Wednesday, 29th July, 2020 at 03:15 p.m. through video conferencing ("VC") / other audio visual means ("OAVM").

I, Pramod S. Shah, Partner of M/s. Pramod S. Shah & Associates, Practising Company Secretaries, appointed as the Scrutinizer for the purpose of Scrutinizing the remote e-voting process (before and during the AGM) under the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule, 2014, as amended from time to time and as per the MCA General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020 for the Resolutions proposed at the 100th Annual General Meeting (AGM) of the Members of Walchand PeopleFirst Limited held on 29th July, 2020 at 03.15 p.m IST through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") in order to ascertain requisite majority on voting conducted through remote e-voting process (before and during the AGM).

I hereby submit my Scrutinizer's report as follows:-

- The notice convening the meeting was placed on the website of the Company and that of the Agency Central Depository Services Limited (CDSL).

Pramod S. Shah & Associates

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- The notice dated 30th April, 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.
- The Company had availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
- The members of the Company were given an option to vote through remote e-voting system, provided by CDSL before and during the AGM.
- The members of the Company holding shares as on the "cut-off" date of Wednesday, July 22, 2020 were entitled to vote on the proposed resolutions as contained in the Notice of the AGM by remote e-voting system prior to AGM and e-voting system during the AGM.
- The e-voting period commenced from 09:00 A.M. on Sunday, 26th July, 2020 and ends on Tuesday, 28th July, 2020 at 05:00 P.M.
- Accordingly, the electronic votes cast were taken into account and at the end of the voting period, on Tuesday, 28th July, 2020 the CDSL portal was blocked for voting.
- The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio no., or client ID of the shareholders, no. of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company, hence there was no requirement of maintaining the list of shares with differential voting rights.
- The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.
- I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting

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system.

- The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.
- My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

Note: After the Completion of Voting period, the results were unblocked in presence of two witnesses not being in the employment of the Company.

I now submit my consolidated Report as under on the result of the remote e-voting in respect of the said resolutions.

The consolidated results of the Voting are as under:

Resolutions:

Ordinary Resolution -1:

To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2020, the Reports of the Directors and Auditors thereon.

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

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	21	17,33,805	99.9998%

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

Mode	Number of Members Voted	Number of votes cast in against of the Resolution	% of total number of valid votes cast
Remote e-voting	4	4	0.0002%

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(including e-voting at the meeting)			
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(iii) **Invalid** votes:

Mode	Number of Members in this category	Number of votes in this category
Remote e-voting (including e-voting at the meeting)	NIL	NIL

Ordinary Resolution -2:

To appoint a Director in place of Mr. Sanjay Jha (DIN: 00068519), who retires by rotation and being eligible, offers herself for re-appointment.

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

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	21	17,33,805	99.9998%

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

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	4	4	0.0002%

(iii) **Invalid** votes:

Mode	Number of Members in this category	Number of votes in this category
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Remote e-voting (including e-voting at the meeting)	NIL	NIL
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Ordinary Resolution -3:

To appoint M/s CNK & Associates LLP (Firm Registration Number: 101961W/W100036) as Statutory Auditor and to fix their remuneration in this regard.

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

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	21	17,33,805	99.9998%

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

Mode	Number of Members Voted	Number of votes cast against of the Resolution	% of total number of valid votes cast
Remote e-voting (including e-voting at the meeting)	4	4	0.0002%

(iii) **Invalid** votes:

Mode	Number of Members in this category	Number of votes in this category
Remote e-voting (including e-voting at the meeting)	NIL	NIL

Result

As the number of votes cast in favour of aforesaid resolutions were more than the number of votes cast against, we report that Resolution No. 1 to 3 as set out in the

Pramod S. Shah & Associates

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Notice of Annual General Meeting are passed in favour of the resolutions with requisite majority.

All relevant records of electronic voting will remain in our custody until the Chairperson considers, approves and signs the Minutes of 100th Annual General Meeting and the same shall be provided thereafter to the Chairperson for safe custody.

Thanking you.
Yours faithfully,

Pramod S. Shah
(C.P. No.-3804)
UDIN: F000334B000536595

Place: Mumbai
Dated: 31st July, 2020

For Walchand PeopleFirst Limited

Ms. Pallavi Jha
Chairperson and Managing Director
DIN: 00068483