

Date: 11.04.2024

<p>To, Chief Manager Listing Compliance Department National Stock Exchange of India Limited (NSE) Exchange Plaza, Plot no. C-1, Block-G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051</p> <p><u>Scrip Symbol: WEL</u> <u>ISIN: INE02WG01016</u></p>	<p>To, BSE Limited Corporate Relation Department 1st Floor, New Trading Ring Rotunga Building Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001</p> <p>Scrip Code: 543449</p>
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**Sub.: Postal Ballot Voting Results along with Scrutinizer's Report - Regulations 44 and 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

Dear Sir / Madam,

This is in continuation to our earlier intimation dated March 11, 2024, relating postal ballot and e-voting process to obtain the approval of the shareholders for designate and appoint Mr. Yogesh Sahni (DIN: 00811667), Executive director as Managing Director of the company.

In regard to the above we wish to inform you, pursuant to Regulation 44 read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that special resolutions proposed in the notice of Postal Ballot dated March 04, 2024 has been approved by the shareholders of the Company with requisite majority.

We are enclosing herewith the following documents:

1. Postal Ballot Voting Result in the prescribed format as **Annexure- I**.
2. Scrutinizer's Report on the Postal Ballot as **Annexure – II**

You are requested to take the above information and enclosed documents on your record.

Thanking you,

For Wonder Electricals Limited

DHRUV  
KUMA  
R JHA

Digitally signed  
by DHRUV  
KUMAR JHA  
Date: 2024.04.11  
16:01:38 +05'30'



**Dhruv Kumar Jha**  
Company Secretary & Compliance officer

Encl: As above

## Annexure-1 Voting Results

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO DESIGNATE AND APPOINT MR. YOGESH SAHNI (DIN: 00811667), EXECUTIVE DIRECTOR AS MANAGING DIRECTOR 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	9620710	6416160	66.6911	6416160	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		9620710	6416160	66.6911	6416160	0	100.0000
Public-Institutions	E-Voting	1482714	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1482714	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2297376	396044	17.2390	396042	2	99.9995	0.0005
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2297376	396044	17.2390	396042	2	99.9995
<b>Total</b>		13400800	6812204	50.8343	6812202	2	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>						Yes		
Disclosure of notes on resolution						Add Notes		



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by DHRUV  
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R JHA



# RUBINA VOHRA & ASSOCIATES

## COMPANY SECRETARIES

### SCRUTINIZER'S REPORT

To,

The Company Secretary  
Wonder Electricals Limited  
45, Ground Floor, Okhla Industrial Estate,  
Phase-III, New Delhi-110020

**Sub: Report of Scrutinizer on Voting Process conducted pursuant to the provision of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014 and MCA Circulars**

I, Rubina Vohra & Associates, Practicing Company Secretary, have been appointed by Wonder Electricals Limited as Scrutinizer by the Company in connection with Postal Ballot conducted in terms of MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17 /2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31<sup>st</sup> December, 2020, MCA Circular No. 10/2021 dated 23rd June, 2021, MCA Circular No. 20/2021 dated 8th December, 2021, MCA Circular No. 3/2022 dated 5th May, 2022 and MCA Circular No. 09/2023 dated 25th September, 2023 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting process through remote e-voting ("e-voting") in a fair and transparent manner in terms of the resolution passed by the Board of Directors of the Company dated 04<sup>th</sup> March, 2024.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolutions contained in the Notice of Postal Ballot dated 04th March, 2024. Our responsibility as a scrutinizer for the voting process through e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated E-voting System provided by the National Securities depository Limited (NSDL) the authorized agency to provide remote e-voting facilities and engaged by the Company for that purpose.

We submit our report as under:

1. The Company had completed dispatch of the Notice of Postal Ballot through electronic mode on 11<sup>th</sup> March, 2024 to its members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the cut off date, i.e., Friday, March 8, 2024.
2. The Company has engaged the services of National Securities Depository Limited (NSDL) as the Authorised Agency to provide secured system for E-voting process.
3. The e-voting period remained open from 9.00 a.m. (IST) on Tuesday, March 12, 2024, and ends at 5.00 p.m. (IST) on Wednesday, April 10, 2024.
4. The shareholders holding shares as on the "cut off date, i.e., Friday, March 08, 2024 were entitled to vote on the proposed resolutions as mentioned in the Notice of Postal Ballot dated 04th March, 2024.



5. The Advertisement about the dispatch of Postal Ballot Notice was released in Financial Express (English edition) and Jansatta (Hindi edition) on 12.03.2024.
6. After the closure of Voting period on Wednesday, March 10, 2024, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.

*Arushi*

(Signature of witness)  
Arushi Aggarwal

*Dipti*

(Signature of witness)  
Dipti Sharma

7. I have scrutinized, downloaded and counted the votes casted through remote e-voting facility and their particulars have been recorded in accordance with the Companies (Management and Administration) Rules, 2014; for the purpose of this report.
8. The details containing the list of the shareholders who casted their votes electronically on each of the resolutions was downloaded from the e-voting website of NSDL (<http://www.evoting.nsdl.com>).

On proper scrutiny of all the Postal Ballot votes cast by way of e-voting, I report the result of the Postal Ballot as under:

• **Resolution I: Special Resolution**

**TO DESIGNATE AND APPOINT Mr. YOGESH SAHNI (DIN: 00811667), EXECUTIVE DIRECTOR, AS MANAGING DIRECTOR OF THE COMPANY**

I. Voted in favour of the Resolution:

Numbers of Members who casted their votes	Number of votes cast by them	% of Total number of valid votes cast
39	6812202	99.9995

II. Voted against the Resolution:

Numbers of Members who casted their votes	Number of votes cast by them	% of Total number of valid votes cast
2	2	0.0005

III. Invalid votes:

Numbers of Members whose votes were declared invalid	Number of votes cast by them
Nil	Nil

The proposed resolutions have therefore been passed with requisite majority by the shareholders of the Company.

The Electronic data and other relevant documents/registers/papers and records are under my safe custody and will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.



Based on the above remote e-voting, I confirm that the resolutions have been approved with the requisite majority, accordingly I request to the Chairman/ or other person authorized by him, to announce the voting result of Postal Ballot.

Thanking You

Yours Faithfully



(Rubina Vohra)  
Company Secretary in Whole time Practice  
FCS-9277  
COP No. 10930  
UDIN: F009277F000090259

**Scrutinizer appointed by the Board of Directors for the  
Voting Process**

Date: 11.04.2024  
Place: Noida

**Countersigned by:**

DHRUV  
KUMAR  
JHA

Digitally signed  
by DHRUV  
KUMAR JHA  
Date: 2024.04.11  
16:03:10 +05'30'

**Dhruv Kumar Jha  
Company Secretary  
Wonder Electricals Limited**

Date: 11.04.2024  
Place: New Delhi