

September 30, 2022

The BSE Ltd.

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Ltd.

Exchange Plaza, Plot No. C/ 1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Scrip Code: 522029

Symbol: WINDMACHIN

PROCEEDINGS OF THE 59TH AGM OF WINDSOR MACHINES LIMITED

Dear Sir/ Madam,

In terms of Regulation 30, read with Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find attached the Proceedings of 59th Annual General Meeting of the Company, held on Friday, September 30, 2022.

We request to take the aforesaid information on record and notify your constituents accordingly.

Thanking you,

Yours faithfully,
For WINDSOR MACHINES LIMITED

DEEPAK VYAS
COMPANY SECRETARY

Encl.: As Above

EXTRACT OF THE PROCEEDINGS OF THE 59TH ANNUAL GENERAL MEETING:

A. Date, time and venue of the Annual General Meeting (Meeting):

Day & Date	Friday, September 30, 2022	
Mode	Through Video Conferencing ["VC"] / Other Audio- Visual Means ["OAVM"]	
Time	Commenced at 11:30 A.M. (IST)	Concluded at 12:05 P.M. (IST)

B. Proceedings in brief:

The Meeting was conducted in accordance with the applicable provisions under the Companies Act, 2013 and rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, MCA Circulars and SEBI Circulars.

Mr. Deepak Vyas, Company Secretary of the company welcomed the Members to the Meeting, and introduced the Directors and Key Managerial Personnel, and informed that Mrs. Yashika Jain - Partner, JBTM & Associates LLP, Statutory Auditor, Mr. Kashyap R. Mehta, Secretarial Auditor and Mrs. Rama Subramanian, Scrutinizer were present at the Meeting.

After that following points were explained by Company Secretary;

- The Company availed e voting facility from CDSL which commenced from September 27, 2022 to September 29, 2022 and who has not casted during said e-voting period may cast vote now as per instructions provided in the Notice.
- The Statutory Registers are available for inspection in electronic mode. If any Members wants to do the inspection, may send email to cs@windsormachines.com
- The Company has appointed Mrs. Rama Subramanian as the scrutinizer for scrutinizing the e-voting process in fair and transparent manner and consolidated scrutinizer report will be uploaded on the Company's website and Stock Exchange within permitted time.
- The Name of members will be allowed by the chairman who has registered as speaker to ask question during the AGM.

After explaining above points, Mr. Deepak Vyas requested the Directors to elect one of them as the Chairman, pursuant to the Section 104 of the Companies Act, 2013 read with Article 99 of the Articles of Association of the Company, Mr. Vinay Bansod, Executive Director & CEO of the Company was elected as the Chairman of the meeting and thereafter he took the chair. Pursuant to Section 103 of the Companies Act, 2013 read with Article 96 of Articles of Association of the Company and applicable Secretarial Standards, requisite quorum was present and the Meeting was called in order.

Chairman of the Meeting welcomed the Members present at the Annual General Meeting and referred that:

- Notice convening the AGM and the Auditor's Report for the year ended March 31, 2022 were taken as read and
- There were no qualifications, comments or observations in the Statutory and Secretarial Auditor's reports for the Financial Year 2021-22.

Further Mr. Vinay Bansod briefed on the company's performance for 21-22 and futuristic views.

C. Resolutions in terms of the Notice, the following business were transacted at the Meeting:

Agenda	Resolution	Type of resolution/ Business
1.	Adoption of Financial Statements, on standalone and consolidated basis, for the year ended March 31, 2022.	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.	Ordinary
3.	Declaration of final dividend on equity shares for the financial year 2021-22.	Ordinary
4.	Approval of the Windsor Machines Limited – Employees Stock Options Plan 2022 (Windsor ESOP 2022) and its implementation	Special
5.	Ratification of Cost Auditor's Remuneration	Ordinary

D. Result of voting (remote e-voting and voting at the meeting through electronic voting system):

All the resolutions set out in the Notice have been passed with requisite majority, the detailed voting results shall be submitted within permitted time.

E. Questions & Answers:

All questions asked by the members (as a speaker as well as by mail) were addressed and sought clarifications by the Chairman.

F. Voting by members:

The e-voting facility was kept open for the next 30 minutes to enable the Members to cast their vote.

The 59th AGM concluded at 12:05 P.M. (IST) with a vote of thanks to the Chair.

This is for your information and records.

Yours faithfully,
For WINDSOR MACHINES LIMITED

DEEPAK VYAS
COMPANY SECRETARY