



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 13, 2023

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 22nd Annual General Meeting (AGM) held on September 12, 2023

1. Please find attached herewith the Consolidated Voting Results (Remote e-voting & e-voting during the AGM) on the Resolutions forming part of the Notice of the aforesaid 22nd Annual General Meeting (AGM) of the Company held on September 12, 2023, 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 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 12, 2023, 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

Ananta Narayan Panda
Company Secretary & Compliance Officer

WINDLAS BIOTECH LIMITED

Format for Voting Results

Annexure I

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

Date of the AGM	12/09/2023
Total number of shareholders on record date	70344
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:	49

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

Resolution No. 1	(Ordinary)	Adoption of standalone and consolidated financial statements for the financial year ended 31 March 2023							
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	100.00	13065352	0	100.00	0.00	
	Poll		0	0.00		0			0.00
	Postal Ballot (if applicable)		0	0.00		0			0.00
	Total		13065352	13065352		100.00			13065352
Public - Institutions	E-Voting	2562229	2334029	91.09	2334029	0	100.00	0.00	
	Poll		0	0.00		0			0.00
	Postal Ballot (if applicable)		0	0.00		0			0.00
	Total		2562229	2334029		91.09			2334029
Public - Non Institutions	E-Voting	5170994	85776	1.66	85775	1	100.00	0.00	
	Poll		0	0.00		0			0.00
	Postal Ballot (if applicable)		0	0.00		0			0.00
	Total		5170994	85776		1.66			85775
Total		20798575	15485157	74.45	15485156	1	100.00	0.00	
Resolution No. 2	(Ordinary)	Approval of final dividend of Rs. 4.0 per equity share for the financial year 2022-23							
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	100.00	13065352	0	100.00	0.00	
	Poll		0	0.00		0			0.00
	Postal Ballot (if applicable)		0	0.00		0			0.00
	Total		13065352	13065352		100.00			13065352
Public - Institutions	E-Voting	2562229	2334029	91.09	2334029	0	100.00	0.00	
	Poll		0	0.00		0			0.00
	Postal Ballot (if applicable)		0	0.00		0			0.00
	Total		2562229	2334029		91.09			2334029
Public - Non Institutions	E-Voting	5170994	85776	1.66	85775	1	100.00	0.00	
	Poll		0	0.00		0			0.00
	Postal Ballot (if applicable)		0	0.00		0			0.00
	Total		5170994	85776		1.66			85775
Total		20798575	15485157	74.45	15485156	1	100.00	0.00	

Resolution No. 3	(Ordinary)	Reappointment of Mr. Hitesh Windlass (DIN: 02030941) as Director, liable to retire by rotation						
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	100.00	13065352	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13065352	13065352	100.00	13065352	0	100.00
Public - Institutions	E-Voting	2562229	2334029	91.09	2333944	85	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2562229	2334029	91.09	2333944	85	100.00
Public - Non Institutions	E-Voting	5170994	85776	1.66	85775	1	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5170994	85776	1.66	85775	1	100.00
Total		20798575	15485157	74.45	15485071	86	100.00	0.00
Resolution No. 4	(Ordinary)	Reappointment of Ms. Prachi Jain Windlass (DIN: 06661073) as Director, liable to retire by rotation						
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	100.00	13065352	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13065352	13065352	100.00	13065352	0	100.00
Public - Institutions	E-Voting	2562229	2334029	91.09	2173747	160282	93.13	6.87
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2562229	2334029	91.09	2173747	160282	93.13
Public - Non Institutions	E-Voting	5170994	85776	1.66	85751	25	99.97	0.03
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5170994	85776	1.66	85751	25	99.97
Total		20798575	15485157	74.45	15324850	160307	98.96	1.04

Resolution No. 5	(Ordinary)	Ratification of the remuneration of the 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	100.00	13065352	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13065352	13065352	100.00	13065352	0	100.00
Public - Institutions	E-Voting	2562229	2334029	91.09	2334029	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2562229	2334029	91.09	2334029	0	100.00
Public - Non Institutions	E-Voting	5170994	85776	1.66	85758	18	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5170994	85776	1.66	85758	18	99.98
Total		20798575	15485157	74.45	15485139	18	100.00	0.00

Resolution No. 6	(Special)	Approval of the 'WBL Employee Stock Option Scheme 2023'						
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	100.00	13065352	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13065352	13065352	100.00	13065352	0	100.00
Public - Institutions	E-Voting	2562229	2334029	91.09	2173832	160197	93.14	6.86
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2562229	2334029	91.09	2173832	160197	93.14
Public - Non Institutions	E-Voting	5170994	85776	1.66	85775	1	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5170994	85776	1.66	85775	1	100.00
Total		20798575	15485157	74.45	15324959	160198	98.97	1.03

Resolution No. 7	(Special)	Approval of grant of employee stock option equal or more than 1% of the Issued Capital to the Identified Employees						
Whether promoter/ promoter group are		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	100.00	13065352	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		13065352	13065352	100.00	13065352	0	100.00
Public - Institutions	E-Voting	2562229	2334029	91.09	2173832	160197	93.14	6.86
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2562229	2334029	91.09	2173832	160197	93.14
Public - Non Institutions	E-Voting	5170994	85776	1.66	85258	518	99.40	0.60
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5170994	85776	1.66	85258	518	99.40
Total		20798575	15485157	74.45	15324442	160715	98.96	1.04

Date: 13th September, 2023
Place: Gurugram

For Windlas Biotech Limited

Ananta Narayan Panda
Company Secretary
As authorised by the Chairman of the Meeting



SANDEEP JOSHI & ASSOCIATES
COMPANY SECRETARIES

12th September, 2023

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 Tuesday 12th September, 2023 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
JOSHI

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	Tuesday 12th September, 2023 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 22nd Annual General Meeting ("AGM") of Windlas Biotech Limited (hereinafter referred to as "the Company") held on Tuesday 12th September 2023 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 **19th August, 2023**, 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.

SANDEEP JOSHI
Chartered Accountant
Firm Registered with the Institute of Cost Accountants of India
Firm Registered with the Institute of Company Secretaries of India
Firm Registered with the Institute of Chartered Accountants of India
Firm Registered with the Institute of Cost Accountants of India
Firm Registered with the Institute of Company Secretaries of India
Firm Registered with the Institute of Chartered Accountants of India
Firm Registered with the Institute of Cost Accountants of India
Firm Registered with the Institute of Company Secretaries of India
Firm Registered with the Institute of Chartered Accountants of India

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 **18th August, 2023**.

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 22nd AGM and the Integrated Annual Report for the financial year 2022-23 on **18th August, 2023** by e-mail to **67,951** 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 Tuesday, **05th September, 2023**, 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, 08th September, 2023 till 5.00 p.m. (IST) on Monday, 11th September, 2023** 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

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, 2023 together with the Reports of the Auditors and Board of Directors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Voter Number	Votes	Voter Number	Votes	Number	Votes	
Assent	70	15484651	2	505	72	15485156	100
Dissent	0	0	1	01	1	01	0
Total	70	15484651	3	506	73	15485157	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 12th September, 2023 has been **passed with requisite majority**.

For Sandeep Joshi & Associates

Company Secretaries

SANDEEP
JOSHI
Sandeep Joshi



Digitally signed by SANDEEP JOSHI
DN: cn=In, postalCode=248007, st=UTTARAKHAND,
serialNumber=9906883263454570203a2744179
64c3494c4645102020c17646a76,
pseudoym=9906883263454570203a2744179,
2.5.4.20=9906883263454570203a2744179,
1.4.1.2=9906883263454570203a2744179,
email=SANDEEPJOSHI@SANDDEEPJOSHI.COM,
o=SANDEEP JOSHI
Date: 2023.09.13 15:18:18 +05'30'

Proprietor

ACS: 42945 | COP: 19210

ICSI UDIN: A042945E000996007

12th September, 2023 | Dehradun

Report of Scrutinizer on remote e-voting and e-voting by Members during the AGM of Windlas Biotech Limited held on 12th September, 2023.

CONSOLIDATED RESULTS

Item No. 2: To declare a Final Dividend of Rs. 4/- per Equity Share

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Voter Number	Votes	Voter Number	Votes	Number	Votes	
Assent	70	15484651	2	505	72	15485156	100
Dissent	0	0	1	01	1	1	0
Total	70	15484651	3	506	73	15485157	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 12th September, 2023, has been **passed with requisite majority**.

For Sandeep Joshi & Associates

Company Secretaries

**SANDEEP
JOSHI**

Digitally signed by SANDEEP JOSHI
DN: cn=SANDEEP JOSHI, o=JOSHI & ASSOCIATES, ou=JOSHI & ASSOCIATES, email=SANDEEP@JOSHI&ASSOCIATES.COM, c=IN
SanDeep Joshi & Associates
12th Floor, Sector 14, Gurgaon
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+91-98100-00000
Date: 2023.09.11 11:46:45Z

Sandeep Joshi

Proprietor

ACS: 42945 | COP: 19210

ICSI UDIN: A042945E000996007

12th September, 2023 | Dehradun

Report of Scrutinizer on remote e-voting and e-voting by Members during the AGM of Windlas Biotech Limited held on 12th September, 2023.

CONSOLIDATED RESULTS

Item No. 6: Approval of the 'WBL Employee Stock Option Scheme 2023'

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Voter Number	Votes	Voter Number	Votes	Number	Votes	
Assent	67	15324454	2	505	69	15324959	98.97
Dissent	3	160197	1	01	4	160198	1.03
Total	70	15484651	3	506	73	15485157	100.00

B Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 6** of the Notice of the AGM dated 12th September, 2023 has been **passed with requisite majority**.

For Sandeep Joshi & Associates

Company Secretaries

SANDEE
P JOSHI

Digitally signed by SANDEEP JOSHI
DN: cn=SANDEEP JOSHI, o=SANDEEP JOSHI & ASSOCIATES, email=SANDEEP@SANDDEE.COM, c=IN
c=SANDEEP JOSHI
Date: 2023.09.13 15:25:54 +05'30'

Sandeep Joshi

Proprietor

ACS: 42945 | COP: 19210

ICSI UDIN: A042945E000996007

12th September, 2023 | Dehradun

Report of Scrutinizer on remote e-voting and e-voting by Members during the AGM of Windlas Biotech Limited held on 12th September, 2023.

