

Date: September 24, 2021

To,
The BSE Ltd.,
Pheroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Company Code: 522029

Dear Sir,

**Sub.: Declaration of Result of the Annual General Meeting held on
September 23, 2021**

Please find attached herewith Result of Annual General Meeting of Windsor Machines Limited held on September 23, 2021.

Kindly take the same on record.

Thanking you,
Yours faithfully,
For WINDSOR MACHINES LIMITED



Priti Patel
Company secretary and Compliance officer
Membership No.: FCS 8392



Encl:

1. Declaration of Results
2. Scrutinizers' Report

WINDSOR MACHINES LIMITED

58th ANNUAL GENERAL MEETING HELD ON SEPTEMBER 23, 2021
Declaration of Results

58th Annual General Meeting was held on September 23, 2021 at 11:30 a.m. through Video Conferencing.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, Windsor Machines Limited ("the Company") had provided e-voting facility to the members to enable them to cast vote electronically on the resolutions proposed in the notice of 58th Annual General Meeting (AGM). The e-voting window was open from 9:00 a.m. on September 20, 2021 up to 5:00 p.m. on September 22, 2021.

The Board of Directors had appointed Ms. Rama Subramanian, Company Secretary in practice as scrutinizer for E-Voting and Voting at the AGM. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5:00 p.m. on September 22, 2021 and E-Voting at the 58th AGM and submitted report(s) on September 24, 2021. The Report(s) of Scrutinizer is enclosed herewith.

The consolidated results as per the Scrutinizers above mentioned Reports are as follows:

Sr. No.	Item No.	Type of resolution	No. of votes in favour	% of vote in favour	No. of votes against	% of votes against
1.	Adoption of Financial Statements, on standalone and consolidated basis, for the year ended March 31, 2021.	Ordinary	42172939	99.99%	5583	0.01%
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	42172834	99.99%	5688	0.01%
3.	Declare final dividend on equity shares for the financial year 2020-21	Ordinary	42173272	99.99%	5250	0.01%
4.	Appointment of Mr. Vinay Bansod (DIN 09168450), as a Director of the Company.	Ordinary	42172554	99.99%	5968	0.01%
5.	Appointment of Mr. Vinay Bansod (DIN 09168450), as the Whole Time Director of the Company	Special	42172734	99.99%	5788	0.01%
6.	Approval of remuneration to be paid to the cost accountants for the year 2021-22.	Ordinary	42172943	99.99%	5579	0.01%



Email : contact@windsormachines.com
Website : www.windsormachines.com
CIN : L99999MH1963PLC012642



WINDSOR MACHINES LIMITED

Registered Office

102/103, 1st Floor, Devmilan CHS,
Next to Tip Top Plaza, LBS Road,
Thane(w) - 400604. Maharashtra, India
Ph. : +91 22 25836592, Fax : +91 22 25836285

Based on the Report(s) of the Scrutinizer, all Resolutions as set out in the Notice of 58th AGM have been duly approved by the Members with requisite majority.

Date : September 24, 2021
Place : Ahmedabad

For Windsor Machines Limited



Mr. Vinay Bansod
Chairman of 58th AGM
Executive Director & CEO
(DIN: 09168450)

Consolidated Scrutinizer's Report

*[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies
(Management and Administration) Rules 2014 as amended]*

To,
Mr. Vinay Bansod
Executive Director & CEO
Windsor Machines Limited
102/103 Dev Milan Co-op Hsg Society
Next to Tip Top Plaza, L B S Marg
Thane (W) 400 604

Dear Sir,

I, Rama Subramanian, Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of Windsor Machines Ltd at its meeting held on 30th June 2021 for the purpose of scrutinizing the e-voting process in respect of the resolutions moved at the 58th Annual General Meeting of the members of the company held on Thursday, September 23, 2021 at 11.30 a.m. through video conferencing/audio-visual means including remote e-voting.

The management of the company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means on the resolutions contained in the Notice of the 58th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process, both remote e-voting and at the AGM, is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the notice. For this report, I have relied on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency appointed by the company to provide e-voting facility and the records maintained by the Company's Registrar and Transfer agents.



I submit my report as under:

- a) The Company has provided e-voting facility through Central Depository Services (India) Limited (CDSL) on their website www.evotingindia.com.
- b) The notice sent contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of Companies (Management and Administration) Rules, 2014.
- c) The remote e-voting commenced on September 20, 2021 (9:00 a.m.) and ended on September 22, 2021 (5:00 p.m.).
- d) At the AGM on September 23, 2021, Mr Vinay Bansod, Executive Director & CEO of the company announced that Members present at the AGM who had not cast their votes earlier by remote e-voting can exercise their voting rights through e-voting at the conclusion of the AGM.
- e) Subsequently, the votes cast through remote e-voting before the AGM and at the AGM were unlocked in the presence of two witnesses and e-voting summary was generated from the electronic voting system provided by CDSL.
- f) 141 members participated in the remote e-voting process before the AGM. 52 members were present in the AGM out of which 1 member participated in e-voting process at the AGM.
- g) A register containing details, as prescribed in the Rules, of the list of equity shareholders who voted "for" and "against" each resolution under remote e-voting and at the AGM has been maintained.
- h) The cumulative result of the entire e-Voting process is furnished in the following table :



Item no. of notice	Mode	Votes in favour of the resolution			Votes against the resolution		
		No. of members	No. of shares	% of total votes cast	No. of members	No. of shares	% of total votes cast
Item No 1: Adoption of annual audited financial statements for the year ended 31st March 2021. Ordinary Resolution for consideration and adoption of the annual audited financial statements of the company for the year ended 31 st March 2021 along with the reports of the Directors and Auditors thereon.	<u>E voting</u>						
	Remote	138	42172689	99.99	3	5583	0.01
	At AGM	1	250	100	0	0	0
	Total	139	42172939	99.99	3	5583	0.01
Item No 2 Appointment of director retiring by rotation. Ordinary Resolution for appointment of Mr. Jayant Thakur (DIN 01328746), a director retiring by rotation and who is eligible for re-appointment.	<u>E voting</u>						
	Remote	133	42172834	99.99	8	5438	0.01
	At AGM	0	0	0	1	250	100
	Total	133	42172834	99.99	9	5688	0.01
Item No 3: Declaration of final dividend Ordinary Resolution for declaration of final dividend for the financial year 2020-2021.	<u>E voting</u>						
	Remote	139	42173022	99.99	2	5250	0.01
	At AGM	1	250	100	0	0	0.00
	Total	140	42173272	99.99	2	5250	0.01



Item no. of notice	Mode	Votes in favour of the resolution			Votes against the resolution		
		No. of members	No. of shares	% of total votes cast	No. of members	No. of shares	% of total votes cast
Item No 4: Appointment of Director	<u>E voting</u>						
Ordinary Resolution for appointment of Mr Vinod Bansod (DIN 09168450) as Director	Remote	132	42172554	99.99	9	5718	0.01
	At AGM	0	0	0	1	250	100
	Total	132	42172554	99.99	10	5968	0.01
Item No 5: Appointment of Executive Director.	<u>E voting</u>						
Special Resolution for appointment of Vinod Bansod (DIN 09168450) as Whole Time Director designated as Executive Director for a term of three years w.e.f May 13, 2021.	Remote	132	42172734	99.99	9	5538	0.01
	At AGM	0	0	0	1	250	100
	Total	132	42172734	99.99	10	5788	0.01
Item No 6: Approval of remuneration to Cost Auditors.	<u>E voting</u>						
Ordinary Resolution for approval of remuneration of Rs. 92,000/- and reimbursement of out of pocket expenses to M/s Ashish Bhavsar & Associates, Cost Accountants (Firm Registration No. 000387) for conduct of audit of the cost records maintained by the Company for Financial Year ending on March 31, 2022.	Remote	134	42172693	99.99	7	5579	0.01
	At AGM	1	250	100	0	0	0.00
	Total	135	42172943	99.99	7	5579	0.01

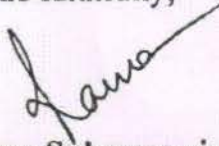


- i) Based on these results, I report that all the Resolutions as set out in Item Nos. 1 to 6 of the Notice of the AGM dated June 30, 2021 have been passed with requisite majority.

You may accordingly declare the cumulative e-voting result of the 58th Annual General Meeting.

All the relevant records of the e-voting carried out will remain in my custody until the Chairman considers, approves and signs the minutes of the 58th Annual General Meeting and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

Yours faithfully,



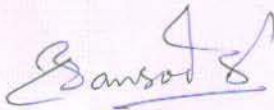
Rama Subramanian
Company Secretary in Practice
ACS 15923; COP 10964



Place: Thane

Date : September 24, 2021

for **Windsor Machines Limited**



Mr. Vinay Bansod
Chairman of the 58th Annual General Meeting
DIN: 09168450

