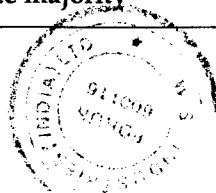


Name of the Company	W.S.Industries (India) Limited
Date of the AGM	27th March 2015
Total number of shareholders on record date	9799
No. of shareholders present in the meeting either in person or through proxy Promoters & Promoters Group: Public:	17 58
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Nil Nil No video conferencing was arranged for the AGM.

Item No.	Type of resolution	Gist of the resolution passed	Mode of voting: (Show of hands/ Poll/Postal ballot/E-voting)
1.	Ordinary	Adoption of Directors' Report, the Audited Balance Sheet as at 30th September, 2014, the Statement of Profit and Loss for the period ended 30th September, 2014 and the Auditors' Report thereon. Passed with requisite majority	E-voting and Poll
2.	Ordinary	Re-appointment of M/s. S.Viswanathan, Chartered Accountants, as the Statutory Auditors of the Company and authorization to the Board to fix their remuneration. Passed with requisite majority	E-voting and Poll
3.	Ordinary	For appointment of Mr. K.Raman, as an Independent Director up to & including 26th March 2020 Passed with requisite majority	E-voting and Poll
4.	Ordinary	For the appointment of Mr.G.Balasubramanyan, as an Independent Director up to & including 26th March 2020 Passed with requisite majority	E-voting & poll
5.	Special Resolution	or ratification of reappointment of Mr. Narayan Sethuramon as Managing Director and Chief Executive Officer of the Company for a period from 24 th July 2014 to 24 th December 2014. Passed with requisite majority	E-voting and poll
6.	Special Resolution	Approval under Section 180 (1)(a) of the Companies Act, 2013, for selling and / or transferring and / or disposing off as an undertaking or part thereof or otherwise as provided for the resolution. Passed with requisite majority	E-voting and poll



For W.S. INDUSTRIES (INDIA) LIMITED

[Signature]
COMPANY SECRETARY

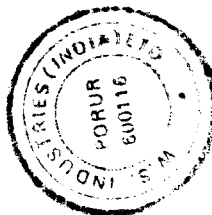
In case of Poll/Postal ballot/E-voting:

For Resolution No.1

	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9898485	9498483	95.95	9498483	Nil	100	Nil
Public - Institutional holders	2403828	0	0	0	0	0	0
Public-Others	8837476	202873	2.295	202814	59	99.97	0.029
Total	2,11,39,789	97,01,356	98.245	97,01,297	59	99.98	0.029

For Resolution No.2

	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9898485	9498483	95.95	9498483	Nil	100	Nil
Public - Institutional holders	2403828	0	0	0	0	0	0
Public-Others	8837476	202873	2.295	202814	59	99.97	0.029
Total	2,11,39,789	97,01,356	98.245	97,01,297	59	99.98	0.029



For W.S. INDUSTRIES (INDIA) LIMITED

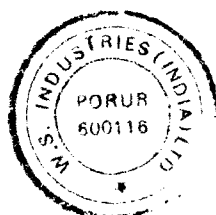
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COMPANY SECRETARY

For resolution No.3

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outsta nding shares (3)=[(2)/ (1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9898485	9498483	95.95	9498483	Nil	100	Nil
Public - Institutional holders	2403828	0	0	0	0	0	0
Public-Others	8837476	202873	2.295	202714	159	99.92	0.078
Total	2,11,39,789	97,01,356	98.245	97,01,197	159	99.96	0.078

For Resolution No.4

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outsta nding shares (3)=[(2)/ (1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9898485	9498483	95.95	9498483	Nil	100	Nil
Public - Institutional holders	2403828	0	0	0	0	0	0
Public-Others	8837476	202873	2.295	202714	159	99.92	0.078
Total	2,11,39,789	97,01,356	98.245	97,01,197	159	99.96	0.078



For W.S. INDUSTRIES (INDIA) LIMITED

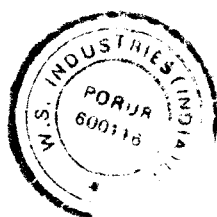
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COMPANY SECRETARY

For resolution No.5

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outsta nding shares (3)=[(2)/ (1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9898485	9498483	95.95	9498483	Nil	100	Nil
Public - Institutional holders	2403828	0	0	0	0	0	0
Public-Others	8837476	202873	2.295	202714	159	99.92	0.078
Total	2,11,39,789	97,01,356	98.245	97,01,197	159	99.96	0.078

For resolution No.6

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outsta nding shares (3)=[(2)/ (1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9898485	9498483	95.95	9498483	Nil	100	Nil
Public - Institutional holders	2403828	0	0	0	0	0	0
Public-Others	8837476	202873	2.295	197799	5074	97.498	2.5
Total	2,11,39,789	97,01,356	98.245	96,96,282	5074	99.94	0.05



For W.S. INDUSTRIES (INDIA) LIMITED

[Signature]
COMPANY SECRETARY

March 27, 2015

The Chairman,
W S Industries Limited,
Chennai**Sub: Consolidated Results of e-voting and Poll at the 51st Annual General Meeting.****SUMMARY OF RESULTS****1. Consideration and Adoption of audited Annual Accounts for the year ended 30.09.2014**

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	20	7621357
Total Number of Ballot Papers Received (Physical Voting)	31	2080100
Invalid Votes:		
E-voting	-	-
Physical Voting	2	101
Out of the above E-Voting options:		
Number of votes cast in favour of the Resolution (E- Voting)	19	7621307
Number of votes cast in favour of the Resolution (Physical Voting)	27	2079990
Number of votes cast in against the Resolution (Both under E-voting and Physical Voting)	3	59
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	93.878	99.999

Result: The resolution requiring requisite majority for passing as a ordinary resolution was received.

2. Appointment of M/s. M/s. S. Viswanathan, Chartered Accountants (Firm Registration No.004770S), the Retiring Auditors as Auditors.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	20	7621357
Total Number of Ballot Papers Received (Physical Voting)	31	2080100
Invalid Votes:		
E-voting	-	-
Physical Voting	2	101
Out of the above E-Voting options:		
Number of votes cast in favour of the Resolution (E- Voting)	19	7621307
Number of votes cast in favour of the Resolution (Physical Voting)	27	2079990
Number of votes cast in against the Resolution (Both under E-voting and Physical Voting)	3	59
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	93.878	99.999

Result: The resolution requiring requisite majority for passing as a ordinary resolution was received.

SPECIAL BUSINESS

3. Appointment Mr.K.Raman (DIN 00002210) as an independent Director.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	20	7621357
Total Number of Ballot Papers Received (Physical Voting)	31	2080100
Invalid Votes:		
E-voting	-	-
Physical Voting	2	101
Out of the above E-Voting options:		
Number of votes cast in favour of the Resolution (E- Voting)	19	7621307
Number of votes cast in favour of the Resolution (Physical Voting)	26	2079890
Number of votes cast in against the Resolution (Both under E-voting and Physical Voting)	4	159
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	91.837	99.998

Result: The resolution requiring requisite majority for passing as a ordinary resolution was received.



4. Appointment Mr G.Balasubramanyan (DIN 00006454) as an independent Director

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	20	7621357
Total Number of Ballot Papers Received (Physical Voting)	31	2080100
Invalid Votes:		
E-voting	-	-
Physical Voting	2	101
Out of the above E-Voting options:		
Number of votes cast in favour of the Resolution (E- Voting)	19	7621307
Number of votes cast in favour of the Resolution (Physical Voting)	26	2079890
Number of votes cast in against the Resolution (Both under E-voting and Physical Voting)	4	159
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	91.837	99.998

Result: The resolution requiring requisite majority for passing as a ordinary resolution was received.

5. Reappointment of Mr. Narayan Sethuramon as Managing Director

Nature of resolution: Special Resolution

Voting requirement: Three Fourth majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	20	7621357
Total Number of Ballot Papers Received (Physical Voting)	29	2079999
Invalid Votes:		
E-voting	-	-
Physical Voting	2	101
Out of the above E-Voting options:		
Number of votes cast in favour of the Resolution (E- Voting)	19	7621307
Number of votes cast in favour of the Resolution (Physical Voting)	26	2079890
Number of votes cast in against the Resolution (Both under E-voting and Physical Voting)	4	159
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	91.837	99.998

Result: The resolution requiring requisite majority for passing as special resolution was received.



6. Authorization for selling and / or transferring and / or disposing off as an undertaking or part thereof

Nature of resolution: Special Resolution


Voting requirement: Three Fourth majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	20	7621357
Total Number of Ballot Papers Received (Physical Voting)	31	2080100
Invalid Votes:		
E-voting	-	-
Physical Voting	2	101
Out of the above E-Voting options:		
Number of votes cast in favour of the Resolution (E- Voting)	18	7616292
Number of votes cast in favour of the Resolution (Physical Voting)	27	2079990
Number of votes cast in against the Resolution (Both under E-voting and Physical Voting)	4	5074
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	91.837	99.948

Result: The resolution requiring requisite majority for passing as special resolution was received.

Therefore we recommend that you may declare the results as above.

For and on Behalf of Lakshmmi Subramanian & Associates



Ms Lakshmmi Subramanian
Senior Partner
Scrutinizer



March 27, 2015

The Chairman
W S Industries Limited
Chennai

Sub: Report of Scrutinizer for e-voting for the 51st Annual General Meeting under section 108 of the Companies Act, 1956 read with Rule 20 of Companies (Management & Administration) Rules, 2014

In the meeting of the Board of Directors of W.S Industries Limited ('W.S.I' or 'the Company') held on 13 February 2015, we, M/s Lakshmmi Subramanian & Associates, were appointed to Scrutinize to E-voting in a fair and transparent manner for passing of the following resolutions at the 51st Annual General Meeting:

S.No.	Nature of Resolution	Type of Resolution
ORDINARY BUSINESS		
1	Consideration and Adoption of audited Annual Accounts for the year ended 30.09.2014	Ordinary
2	Appointment of M/s. M/s. S. Viswanathan, Chartered Accountants (Firm Registration No.004770S), the Retiring Auditors as Auditors.	Ordinary
SPECIAL BUSINESS		
3	Appointment Mr.K.Raman (DIN 00002210) as an independent Director	Ordinary
4	Appointment Mr G.Balasubramanyan (DIN 00006454) as an independent Director	Ordinary
5	Reappointment of Mr. Narayan Sethuramon as Managing Director	Special
6	Authorization for selling and / or transferring and / or disposing off as an undertaking or part thereof	Special

The Company has availed the e-voting facility of National Securities Depository Limited for the shareholders to cast their votes to the aforesaid resolutions through electronic mode.



The e-voting process was accordingly conducted and concluded as below:

- The Company from 02.03.2015 to 04.03.2015 dispatched the notice under section 108 of the Companies Act, 2013 to the members whose name appeared on the Register of Members as on 27 February 2015 and to the directors and Auditors of the Company. Further the Company forwarded electronic notices through e-mail detailing the procedure for e-voting on 02.03.2015.
- The Company issued an advertisement in Business Standard and Malai Sudar about the dispatch of the e-voting notice on 02.03.2015.
- The E-voting commenced on 18th March, 2015 (9:00 am) and was open for 3 days up to the close of working hours at 18.00 hours IST on 20 March, 2015.
- The votes cast by the members through electronic voting system was downloaded and collated from the website www.evoting.nsdl.com.
- A register containing the details of assent or dissent, received, mentioning the particulars of name, address, folio number/ client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc is maintained in electronic form.

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and results were compiled as under.

SUMMARY OF RESULTS

1. Consideration and Adoption of audited Annual Accounts for the year ended 30.09.2014

Nature of resolution: Ordinary Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	20	7621357
Total number of electronic votes considered valid	20	7621357
Total number of electronic votes considered invalid	-	-
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	19	7621307
ii. Number of votes cast in against the Resolution	1	50
iii. Percentage to the total votes received in favour of the resolution	99.99%	0.0007%



2. **Appointment of M/s. M/s. S. Viswanathan, Chartered Accountants (Firm Registration No.004770S), the Retiring Auditors as Auditors.**

Nature of resolution: Ordinary Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	20	7621357
Total number of electronic votes considered valid	20	7621357
Total number of electronic votes considered invalid	-	-
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	19	7621307
ii. Number of votes cast in against the Resolution	1	50
iii. Percentage to the total votes received in favour of the resolution	99.99%	0.0007%

SPECIAL BUSINESS

3. **Appointment Mr.K.Raman (DIN 00002210) as an independent Director.**

Nature of resolution: Ordinary Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	20	7621357
Total number of electronic votes considered valid	20	7621357
Total number of electronic votes considered invalid	-	-
Out of the above electronic votes:		
iv. Number of votes cast in favour of the Resolution	19	7621307
v. Number of votes cast in against the Resolution	1	50
vi. Percentage to the total votes received in favour of the resolution	99.99%	0.0007%



4. Appointment Mr G.Balasubramanyan (DIN 00006454) as an independent Director

Nature of resolution: Ordinary Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	20	7621357
Total number of electronic votes considered valid	20	7621357
Total number of electronic votes considered invalid	-	-
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	19	7621307
ii. Number of votes cast in against the Resolution	1	50
iii. Percentage to the total votes received in favour of the resolution	99.99%	0.0007%

5. Reappointment of Mr. Narayan Sethuramon as Managing Director

Nature of resolution: Special Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	20	7621357
Total number of electronic votes considered valid	20	7621357
Total number of electronic votes considered invalid	-	-
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	19	7621307
ii. Number of votes cast in against the Resolution	1	50
iii. Percentage to the total votes received in favour of the resolution	99.99%	0.0007%

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6. Authorization for selling and / or transferring and / or disposing off as an undertaking or part thereof

Nature of resolution: Special Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	20	7621357
Total number of electronic votes considered valid	20	7621357
Total number of electronic votes considered invalid	-	-
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	18	7616292
ii. Number of votes cast in against the Resolution	2	5065
iii. Percentage to the total votes received in favour of the resolution	99.93%	0.07%

FOR LAKSHMMI SUBRAMANIAN & ASSOCIATES


LAKSHMMI SUBRAMANIAN
Senior Partner



FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Annual General Meeting of the Equity Shareholders
of W S Industries Limited held on 27th March, 2015,
at Narada Gana Sabha "Mini Hall", at No.314, TTK Road, Alwarpet, Chennai 600018

Dear Sir,

We, Lakshmmi Subramanian Senior Partner of M/s. Lakshmmi Subramanian & Associates., Company Secretaries and CHANDRASEKHARAN T, a Shareholder of the Company (Regn. Folio IN30131320183612) appointed as Scrutinizers for the purpose of the poll taken on the below mentioned resolution(s), at the meeting of the Equity Shareholders of W S Industries Limited held at Narada Gana Sabha "Mini Hall", at No.314, TTK Road, Alwarpet, Chennai 600018, submit our report as under:

1. On completion of E-Poll by the members of the Company, Integrated Enterprises (India) Limited (Registrar and Transfer Agents of the Company) provided us with the voting results.
2. The votes were reconciled with the records maintained by the Company I Registrar and Transfer Agents of the Company and the authorizations I proxies lodged with the Company.
3. The votes, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The results of the Poll are as under:

Item No. 1: Ordinary Resolution

Consideration and Adoption of audited Annual Accounts for the year ended 30.09.2014

(i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
27	2079990	100

(ii) Voted against the Resolution

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
2	9	Insignificant

(iii) Invalid votes

Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101

Item No. 2: Ordinary Resolution

Appointment of M/s. M/s. S. Viswanathan, Chartered Accountants (Firm Registration No.004770S), the Retiring Auditors as Auditors.

(i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
27	2079990	100

(ii) Voted against the Resolution

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
2	9	Insignificant

(iii) Invalid votes

Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101

Item No. 3: Ordinary Resolution

Appointment Mr.K.Raman (DIN 00002210) as an independent Director

(i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
26	2079890	99.99

(ii) Voted against the Resolution

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
3	109	0.01

(iii) Invalid votes

Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101

Item No. 4: Ordinary Resolution

Appointment Mr G.Balasubramanyan (DIN 00006454) as an independent Director

(i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
26	2079890	99.99

(ii) Voted against the Resolution

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
3	109	0.01

(iii) Invalid votes

Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101

Item No. 5: Special Resolution

Reappointment of Mr. Narayan Sethuramon as Managing Director

(i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
26	2079890	99.99

(ii) Voted against the Resolution

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
3	109	0.01

(iii) Invalid votes

Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101



Item No. 6: Special Resolution

Authorization for selling and / or transferring and / or disposing off as an undertaking or part thereof

(i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
27	2079990	100

(ii) Voted against the Resolution


Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
2	9	Insignificant


(iii) Invalid votes

Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101

5. Soft copy of the List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the Company Secretary of the Company.

Thanking you,


LAKSHMI SUBRAMANIAN
Practising Company Secretary
CP.NO.1087
Scrutinizer


CHANDRASEKHARAN T
Member
Folio IN30131320183612
Scrutinizer