

Wanbury Limited

Regd. Office : BSEL Tech Park, B-wing
10th Floor, Sector-30 A,
Opp. Vashi Railway Station,
Vashi Navi Mumbai 400 703
Maharashtra, INDIA

Tel : +91-22-6794 2222
Fax : +91-22-6794 2111/333
CIN L51900MH1988PLC048455
Email : info@wanbury.com
Website : www.wanbury.com



30th September, 2017

To,
The Manager,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051.

Scrip Symbol: WANBURY

Dear Sir /Madam,

Sub.: Outcome & Submission of Voting Results of the 29th Annual general Meeting (AGM) held on Friday, 29th September, 2017.

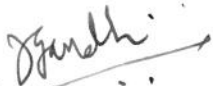
Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we are enclosing herewith the Voting Results of the 29th Annual general Meeting held on Friday, 29th September, 2017.

The Copy of the Scrutinizer Report submitted by Ms. Kala Agarwal, Practicing Company Secretary is also enclosed herewith.

Kindly take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,
For Wanbury Limited


Jitendra J. Gandhi
Company Secretary



Encl.: a/a.

To,
The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Code: 524212

DISCLOSURE AS PER REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Date of the AGM	29 th September, 2017
Total number of shareholders on record date	17656
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	33
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NIL
Public:	NIL

Resolution required: Item No. 1-Ordinary Resolution	To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2017 and the reports of the Director's and Auditor's thereon.
Whether promoter/ promoter group are interested in the agenda/resolution?	NO

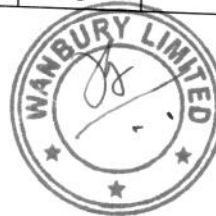
Category	Mode of Voting	No. of Share held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in-Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13029561	0	0	0	0	0	0
	Poll		13029561	100	13029561	0	100	0
	Total	13029561	13029561	100	13029561	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	100	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	566035	184	0.00	184	0	100	0
	Poll		565851	100	565851	0	100	0
	Total	566035	566035	100	566035	0	100	0
Total		13595596	13595596	100	13595596	0	100	0



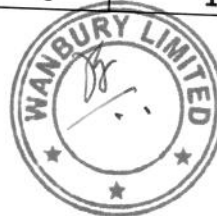
Resolution required: Item No. 2-Ordinary Resolution		To appoint a Director in place of Mr. K. Chandran (DIN- 00005868) of the Company, who retires by rotation at ensuing Annual General Meeting and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of Share 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	E-Voting	13029561	0	0	0	0	0	0
	Poll		13029561	100	13029561	0	100	0
	Total	13029561	13029561	100	13029561	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	100	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	566035	184	0.00	184	0	0	0
	Poll		565851	100	565851	0	100	0
	Total	566035	566035	100	566035	0	100	0
Total		13595596	13595596	100	13595596	0	100	0



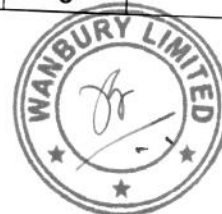
Resolution required: Item No. 3 -Ordinary Resolution		To consider appointment of M/s. Jayantilal Thakkar & Co., Chartered Accountant (Firm Registration No. 10133W), Mumbai as statutory Auditor of the Company, for a term of Five years from the conclusion of 29 th Annual General Meeting till the conclusion of 34 th Annual General Meeting, in place of M/s. Kapoor & Parekh Associates, Chartered Accountants (Firm Registration No. 104803W).						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of Share 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	E-Voting	13029561	0	0	0	0	0	0
	Poll		13029561	100	13029561	0	100	0
	Total	13029561	13029561	100	13029561	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	566035	184	0.00	184	0	100	0
	Poll		565851	100	565851	0	100	0
	Total	566035	566035	100	566035	0	100	0
Total		13595596	13595596	100	13595596	0	100	0



Resolution required: Item No. 4- Special Resolution		To adopt new set of Articles of Association of the Company, as per the Companies Act, 2013.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of Share 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	E-Voting	13029561	0	0	0	0	0	0
	Poll		13029561	100	13029561	0	100	0
	Total		13029561	13029561	100	13029561	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	566035	184	0.00	184	0	100	0
	Poll		565851	100	565851	0	100	0
	Total		566035	566035	100	566035	0	100
Total		13595596	13595596	100	13595596	0	100	0



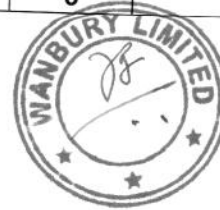
Resolution required: Item No. 5 - Ordinary Resolution			To ratify the payment of remuneration to M/s. Hemant Shah & Associates, Cost Accountant, as Cost Auditor of the Company for the Financial year ending 31 st March, 2018.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Share 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	E-Voting	13029561	0	0	0	0	0	0
	Poll		13029561	100	13029561	0	100	0
	Total	13029561	13029561	100	13029561	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	566035	184	0.00	184	0	100	0
	Poll		565851	100	565851	0	100	0
	Total	566035	566035	100	566035	0	100	0
Total		13595596	13595596	100	13595596	0	100	0





WANBURY

Resolution required: Item No. 6-Ordinary Resolution		To approve appointment of Mr. Divakar Kaza (DIN- 01307279) as Non- Executive Independent Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of Share 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	E-Voting	13029561	0	0	0	0	0	0
	Poll		13029561	100	13029561	0	100	0
	Total	13029561	13029561	100	13029561	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	100	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	566035	184	0.00	184	0	100	0
	Poll		565851	100	565851	0	100	0
	Total	566035	566035	100	566035	0	100	0
Total		13595596	13595596	100	13595596	0	100	0



Resolution required:
Item No. 7- Ordinary Resolution

To approve appointment of Ms. Poonam Arya Bharti (DIN- 01165995) as Non-Executive Independent Woman Director:

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of Share 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	E-Voting	13029561	0	0	0	0	0	0
	Poll		13029561	100	13029561	0	100	0
	Total	13029561	13029561	100	13029561	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	566035	184	0.00	184	0	0	0
	Poll		565851	100	565851	0	100	0
	Total	566035	566035	100	566035	0	100	0
Total		13595596	13595596	100	13595596	0	100	0





K D Enterprise, 2, Swami Sadan, M. G. Road, Kandivali (West), Near Swimming Pool Bus Stop, Mumbai - 400 067. • Mob.: 09819888185
Tel.: 022 28643344 • Telefax : 022 28091177 • E-mail : admin@kalaagarwal.com

www.kalaagarwal.com

FORM NO. MGT-13

SCRUTINIZER'S REPORT ON REMOTE E-VOTING & POLL

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman

29th Annual General Meeting of **M/s. WANBURY LIMITED** held on Friday, 29th September, 2017 at Ebony Hall, Hotel Tunga Regenza, Plot No.37, Sector 30-A, Vashi, Navi Mumbai-400703.

Dear Sir,

I, Kala Agarwal, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **M/s. Wanbury Limited** ("the Company") for the purpose of Remote E-voting, Voting by Poll taken on the below mentioned resolutions at the **29th Annual General Meeting of the Equity Shareholders of M/s. Wanbury Limited**, held on Friday, 29th September, 2017 at 11:30 a.m. at Ebony Hall, Hotel Tunga Regenza, Plot No. 37, Sector 30-A, Vashi, Navi Mumbai-400703 submit my report as under:

The Company have extended facility of Remote E-voting to the members of the Company through CDSL from Tuesday, **26th September, 2017 at 09:00 a.m. to Thursday, 28th September, 2017 till 05:00 p.m.**

Further, on **29th September, 2017**, at the 29th Annual General Meeting, ballot papers were distributed to the Members present in person or by proxy or through their representatives to enable the Members to vote who could not do Remote e-voting.

1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and authorizations / proxies lodged with the Company.

3. The Poll which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
4. The results of the Remote E-voting and Voting by Poll are as under:

ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution-

To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2017 and the reports of the Director's and Auditor's thereon:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	6	184	0.001	35	13595412	99.999	13595596	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Assent	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Dissent	--	--	--	--	--	--	--	--



ORDINARY BUSINESS:

Item No. 2- Ordinary Resolution-

To appoint a Director in place of Mr. K. Chandran (DIN- 00005868) of the Company, who retires by rotation at ensuing Annual General Meeting and being eligible, offers himself for re-appointment:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	6	184	0.001	35	13595412	99.999	13595596	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Assent	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Dissent	--	--	--	--	--	--	--	--



ORDINARY BUSINESS:

Item No. 3- Ordinary Resolution-

To consider appointment of M/s. Jayantilal Thakkar & Co., Chartered Accountants (Firm Registration No. 10133W), Mumbai as statutory Auditor of the Company, for a term of Five years from the conclusion of 29th Annual General Meeting till the conclusion of 34th Annual General Meeting, in place of M/s. Kapoor & Parekh Associates, Chartered Accountants (Firm Registration No. 104803W):

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	6	184	0.001	35	13595412	99.999	13595596	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Assent	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Dissent	--	--	--	--	--	--	--	--



SPECIAL BUSINESS:

Item No. 4- Special Resolution-

To adopt new set of Articles of Association of the Company, as per the Companies Act, 2013:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	6	184	0.001	35	13595412	99.999	13595596	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Assent	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Dissent	--	--	--	--	--	--	--	--



SPECIAL BUSINESS:

Item No. 5- Ordinary Resolution-

To ratify the payment of remuneration to M/s. Hemant Shah & Associates, Cost Accountant, as Cost Auditor of the Company for the Financial year ending 31st March, 2018.

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	6	184	0.001	35	13595412	99.999	13595596	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Assent	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Dissent	--	--	--	--	--	--	--	--



SPECIAL BUSINESS:

Item No. 6- Ordinary Resolution-

To approve appointment of Mr. Divakar Kaza (DIN- 01307279) as Non- Executive Independent Director:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	6	184	0.001	35	13595412	99.999	13595596	100
Less- Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Assent	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Dissent	--	--	--	--	--	--	--	--



SPECIAL BUSINESS:

Item No. 7- Ordinary Resolution-

To approve appointment of Ms. Poonam Arya Bharti (DIN- 01165995) as Non- Executive Independent Woman Director;

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	6	184	0.001	35	13595412	99.999	13595596	100
Less- Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Assent	6	184	0.001	35	13595412	99.999	13595596	100
Voting with Dissent	--	--	--	--	--	--	--	--




5. A concise list containing the details of Equity Share holders who voted "For", "Against" and those whose votes were declared invalid for each resolution is handed over to the Company Secretary Mr. Jitendra J. Gandhi.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary Mr. Jitendra J. Gandhi, authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,

Kala
KALA AGARWAL
(PRACTISING COMPANY SECRETARY)
COP: 5356



Witnesses:

1. Ms. Shweta Maheshwari 
2. Ms. Kajal Mehta *K. N. Mehta*

Place: Mumbai
Date: 30th September, 2017