

To,

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.

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

Scrip Symbol: WANBURY

Scrip Code: 524212

Dear Sir / Madam,

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.



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

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

Resolution Item No. 1	-Ordinary I	Resolution	To receive of the Condition of the Condi	re, consider and ompany for the s and Auditor's	d adopt financia thereor	the St al yea n.	andalone a r ended 31	and Consolidated Fi st March, 2017 and	nancial Statem
Whether pr group are in agenda/res	nterested i	romoter n the	NO						
Category	Mode of Voting	Share	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. Vote Favo	s in-	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promotor	(1	(1)	(2)	(3)=[(2)/(1)]* 100	(4)		(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter	E-	13029561	0						[(5)/(2)]*100
ind Promoter	Voting			0		0	0	0	0
Group	Poll		13029561	100	12020	F.C.4			Ü
ublic-	Total	13029561	13029561	100	13029		0	100	0
nstitutions	E- Voting	0	0	0	13029	0	0	100	0
	Poll					0	0	0	0
	Total	0	0	0		0	0		
ublic- Non	E-	566035	0	0		0	0	0	0
stitutions	Voting	300035	184	0.00		184	0	100	0
	Poll		565851					100	0
W 10	Total	566035	566035	100	5658	351	0	100	-
otal		13595596	13595596	100	5660	II Section 1	0	100	0
			19333396	100	135955	96	0	100	0



Resolution Item No. 2	required: -Ordinary (Resolution	To appoi who retin himself fo	nt a Director in res by rotation or re-appointm	n plac at en ent.	e of Mr suing A	. K. Chandi nnual Gene	ran (DIN- 00005868 eral Meeting and be) of the Compa
Whether page group are in agenda/res	nterested i	romoter n the	NO						
Category	Mode of Voting	Share	No. of Votes Polled	% of Votes Polled on Outstanding Shares	Vo	o. of otes in- vour	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) ((5))****
Promoter and	E- Voting	13029561	0	0		0	0	0	[(5)/(2)]*100 0
Promoter Group	Poll		13029561	100	130	29561			Ū
ublic-	Total E-	13029561	13029561	100		29561	0	100	0
nstitutions	Voting	0	0	0	130	0	0	100	0
	Poll	1		===			0	0	0
	Total	0	0	0		0	0	0	
ublic- Non	E-	566035	184	0		0	0	0	0
stitutions	Voting	,	104	0.00		184	0	100	0
	Poll		565851	100	F.	5054		200	U
otal	Total	566035	566035	100		5851	0	100	0
rtai		13595596	13595596	100	1359	6035 5596	0 0	100	0
							U	100	0



Resolution Item No. 3	required: -Ordinary	Resolution	term of conclusio	Five years from n of 34 th Annu	m the	concli	usion of 2	hakkar & Co., Char tutory Auditor of the 9 th Annual Genera n place of M/s. I ation No. 104803W)	he Company, fo I Meeting till t
Whether pr group are in agenda/reso	terested in	romoter n the	NO						
Category	Mode of Voting	Share Votes Polled Outs		% of Votes Polled on Outstanding Shares	on Votes in- nding Favour		No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(1)	(2)	(3)=[(2)/(1)]* 100	(4)		(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-	13029561	0	0		0			
and	Voting					U	0	0	0
romoter	Poll		13029561	100	130	29561	0		
iroup ublic-	Total	13029561	13029561	100		29561	0	100	0
nstitutions	E-	0	0	0	130.	0	0	100	0
istitutions	Voting	1				0	0	0	0
	Poll		0	0		0	0		
ublia N	Total	, 0	0	0		0	0	0	0
ublic- Non	E-	566035	184	0.00		184	0	0	0
stitutions	Voting					104	0	100	0
	Poll		565851	100	56	5851	0	400	
otal	Total	566035	566035	100		6035	0	100	0
Jai		13595596	13595596	100	1359		0	100	0
							IIRY I	100	0



Resolution Item No. 4-	required: Special Re	solution	To adopt Act, 2013	new set of Ar	ticles of Asso	ociation of	the Company, as p	er the Compan
Whether pr group are in agenda/res	nterested in	romoter the	NO					
Category	Mode of Voting	No. of Share 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	E- Voting	13029561	0	0	0	0	0	0
Promoter	Poll		13029561	100	12020564			-
Group	Total	13029561	13029561	100	13029561 13029561	0	100	0
Public- nstitutions	E- Voting	0	0	0	0	0	0	0
	Poll		0					
	Total	0	0	0	0	0	0	0
ublic- Non	E-	566035	184	0.00	0	0	0	0
nstitutions	Voting		154	0.00	184	0	100	0
	Poll		565851	100	565851	-		61 ====================================
	Total	566035	566035	100	566035	0	100	0
otal		13595596	13595596	100	13595596	0	100	0
				100	13333396	QURY	100	0



Resolution Item No. 5	required: - Ordinary	Resolution	To ratify Accounta 31 st Marc	the payment nt, as Cost A	of remunera Auditor of t	ntion to M, the Compa	s. Hemant Shah 8 any for the Finan	Associates, C
Whether pr group are in agenda/res	nterested in	romoter o the	NO NO	:n, 2018.				ena. year ena
Category	Mode of Voting	Share	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
	((2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and	E- Voting	13029561	0	0	0	0	0	0
Promoter	Poll		13029561	100	13029561			
Group	Total	13029561	13029561	100	13029561	0	100	0
Public- nstitutions	E- Voting	0	0	0	0	0	100	0
	Poll		0	0	0			
	Total	0	0	0	0	0	0	0
ublic- Non	E-	566035	184	0.00	184	0	0	0
stitutions	Voting		200000	0.00	104	0	100	0
	Poli		565851	100	565851	0	400	
otal	Total	566035	566035	100	566035	0	100	0
otai		13595596	13595596	100	13595596	0	100	0



Resolution Item No. 6-	required: Ordinary F	Resolution	To appro Independ	ve appointmer ent Director.	nt of	Mr. Div	akar Kaza	(DIN- 01307279) a	as Non- Execut
Whether progroup are in agenda/res	nterested in	romoter 1 the	NO						
Category	Mode of Voting	No. of Share held	Share Votes		Vo	o. of otes in- vour	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	E- Voting	13029561	0	0		0	0	0	0
Promoter	Poll		13029561	100	130	29561	0		
Group	Total	13029561	13029561	100		29561	0	100	0
Public- nstitutions	E- Voting	0	0	0	130	0	0	100	0
	Poll		0	0		0	0		
ublic- Non	Total	0	0	0		0	0	0	0
nstitutions	E- Voting	566035	184	0.00		184	0	100	0
	Poli		FCFOF					100	0
	Total	566035	565851 566035	100		55851	0	100	0
otal		13595596	13595596	100		56035	0	100	0
			1000000	100	1359	95596	O URY L	100	0



	7- Ordina	ry Resolutio	n Executiv	rove appointme Independent	nent o	f Ms.	Poonam A	NBUR	1165905)
agenda/re	Interested	promoter in the	NO			in Direc	ctor:		-1203393) as r
Category	Mod of Votin	Share	No. of Votes Polled	% of Votes Polled on Outstanding Shares	Vo	o. of otes in- vour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter		(1)	(2)	(3)=[(2)/(1)] ² 100	* (4)		(5)	(6)=[(4)/(2)]*100	10.55
and	E-	13029561	. 0						[(5)/(2)]*100
Promoter	Voting Poll	-		C)	0	0	0	
Group	Total	1202055	13029561	100	1301	29561			0
Public-	E-	13029561	13029561	100		9561	0	100	0
nstitutions	Voting	0	0	0	1502	0	0	100	0
	Poll	1					0	0	0
and the same	Total	0	0	0		0	0		
ublic- Non estitutions	E-	566035	184	0		0	0	0	0
istitutions	Voting		104	0.00		184	0	0	0
	Poll		565851	100				100	0
otal	Total	566035	566035	100		851	0	100	0
		13595596	13595596	20 M (20 PM)	13595	035	0	100	0
				200	13395	396	OURY LI		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@kalaaganwal.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.

- 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.
- 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 Company.

Scrutinizer's Report for Wanbury Limited for 29th AGM

lipge 1 of 9

- The Poll which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
- 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:

		note E-vot	ing		Voting By Pol		Total	Voting
Particulars	No. of Voters	No. of Shares	Perce ntage	Number of Poll Papers	No. of Shares	Percent age %	No. of Shares	Percentage %
Total Vote received	6	184	0.001	35	13595412	99.999	13595596	100
Less- Invalid votes				• •	-	**	**	TF 76
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	-	**		-	4-		*-	



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 reappointment:

		note E-vot	ing		Voting By Pol	127	Total	Voting
Particulars	No. of Voters	No. of Shares	Perce ntage	Number of Poll Papers	No. of Shares	Percent age %	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	***			**		A		••



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):

		note E-vot	ing		Voting By Pol		Total	Voting
Particulars	No. of Voters	No. of Shares	Perce ntage	Number of Poll Papers	No. of Shares	Percent age %	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	N 42:				4-	•		-



Item No. 4- Special Resolution-

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

		mote E-vot	ing		Voting By Pol	I	Total	Voting
Particulars	No. of Voters	No. of Shares	Perce ntage	Number of Poll Papers	No. of Shares	Percent age %	No. of Shares	Percentage
Total Vote received	6	184	0.001	35	13595412	99.999	13595596	
Less- Invalid votes		-			••		13373396	100
Net Valid Votes	6	184	0.001	35	13595412	99,999		
Voting with Assent	6	184	0.001	35	13595412	99.999	13595596 13595596	100
Voting with Dissent		***			* *			



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			Health	Voting By Pol	Total Voting		
	No. of Voters	No. of Shares	Perce ntage	Number of Poll Papers	No. of Shares	Percent age %	No. of Shares	Percentage
Total Vote received	6	184	0.001	35	13595412	99.999	13595596	100
Less- Invalid votes		* *	••	==			17.5	
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				**			**	



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	Perce ntage	Number of Poll Papers	No. of Shares	Percent age %	No. of Shares	Percentage
Total Vote received	6	184	0.001	35	13595412	99,999	13595596	100
Less- Invalid votes		-		••	-	**	30 Ma	***
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		###	**		-		# -	••



Item No. 7- OrdinaryResolution-

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	Perce ntage	Number of Poll Papers	No. of Shares	Percent age %	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	•	••		•	-			**



- 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.
- 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 AGARWAL

(PRACTISING COMPANY SECRETARY)

COP: 5356

Witnesses:

1. Ms. Shweta Maheshwari

2. Ms. Kajal Mehta K. N. Hehlor

Place: Mumbai

Date: 30th September, 2017