



30th May 2018

M/s.Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers, 25th Floor
Dalal Street, Mumbai – 400 001.
Scrip Code: 504220

M/s.National Stock Exchange of India Ltd.
Regd. Office : “Exchange Plaza”
Bandra (East), Mumbai – 400 051.
Symbol : WSI

Dear Sirs,

Sub: Submission of Voting results of Postal Ballot and Evoting.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the details of the voting results of Postal Ballot and evoting along with the Scrutinizers Report for the Special resolutions Increase in borrowing powers in terms of Section 180 (1) (c) of the Companies Act, 2013, Increase in creation of charge / mortgage etc. on Company's movable or immovable properties in terms of Section 180 (1) (a) of the Companies Act, 2013 and and issue of Equity shares to EARC SAF - 1 TRUST, EARC TRUST – SC 168 and EARC TRUST – SC 209 in terms of the request made by M/s.Edelweiss Asset Reconstruction Company Limited acting in its capacity as a trustee for conversion of part of the outstanding interest into equity as set out in the Postal Ballot Notice dated 12th April 2018.

This is for your information and record please.

Thanking you,

Yours faithfully

For W.S.INDUSTRIES (INDIA) LIMITED,

B.SWAMINATHAN

CHIEF FINANCIAL OFFICER

Encl: As above.



W.S. Industries (India) Ltd.

108, Mount Poonamallee Road, Porur, Chennai - 600 116. India

Tel : (91) - 44 - 66500811

Dept. Tel : (91) - 44 - 66500784

Dept. Fax : (91) - 44 - 66500882

CIN

Dept E-mail : accounts@wsinsulators.com

Website : www.wsinsulators.com

: **L29142TN1961PLC004568**

Summary of Voting Results of Postal Ballot

Pursuant to Regulation 44(3) of SEBI (LODR) Regulations 2015

Name of the Company	W.S.Industries (India) Limited
Date of the AGM	Not applicable
Total number of shareholders on record date	8911
No. of shareholders present in the meeting either in person or through proxy Promoters & Promoters Group: Public:	Not applicable.
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not applicable.
Details of Agenda	As detailed below
Resolution required	
Mode of voting	
Voting results	Scrutinizer report attached

Resolution	Increase in borrowing power in terms of Section 180 (1) (c) of the Companies Act, 2013						
Type	Special Resolution						
Mode of voting	E-voting and Postal ballot						
Whether Promoter /Promoter group are interested in the agenda / resolution?	No						
	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	9898485	9594632	96.93	9594632	Nil	100	Nil
Public – Institutional holders	341251	0	0	0	0	0	0
Public-Others	10900053	388413	3.56	356162	32251	91.70	8.30
Total	2,11,39,789	9983045	47.22	9950794	32251	99.67	0.33

For W.S. INDUSTRIES (INDIA) LTD.



· B. SWAMINATHAN
Chief Financial Officer

Resolution		Increase in creation of charge / mortgage etc. on Company's movable or immovable properties in terms of Section 180 (1) (a) of the Companies Act, 2013.					
Type		Special Resolution					
Mode of voting		E-voting and Postal ballot					
Whether Promoter /Promoter group are interested in the agenda / resolution?		No					
	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	9898485	9594632	96.93	9594632	Nil	100	Nil
Public – Institutional holders	341251	0	0	0	0	0	0
Public-Others	10900053	383542	3.51	351679	31863	91.70	8.30
Total	2,11,39,789	9978174	47.20	9946311	31863	99.68	0.32

Resolution		Conversion of debt into Equity shares and issue of Equity shares to EARC SAF - 1 TRUST, EARC TRUST – SC 168 and EARC TRUST – SC 209 in terms of the request made by M/s.Edelweiss Asset Reconstruction Company Limited acting in its capacity as a trustee for conversion of part of the outstanding interest into equity.					
Type		Special Resolution					
Mode of voting		E-voting and Postal ballot					
Whether Promoter /Promoter group are interested in the agenda / resolution?		No					
	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	9898485	9594632	96.93	9594632	Nil	100	Nil
Public – Institutional holders	341251	0	0	0	0	0	0
Public-Others	10900053	383691	3.52	352442	31249	91.85	8.15
Total	2,11,39,789	9978323	47.20	9947074	31249	99.68	0.32

For W.S. INDUSTRIES (INDIA) LTD.


 B. SWAMINATHAN
 Chief Financial Officer

30th May, 2018

The Director

W. S. INDUSTRIES (INDIA) LIMITED
108, MOUNT POONAMALEE ROAD PORUR
CHENNAI 600116 IN

Sub: Report of Scrutinizer for the Postal Ballot Process vide Notice Dated 12th April, 2018 under section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 by W.S.Industries (India) Limited ('the Company')

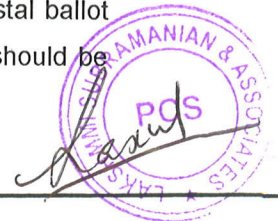
In the meeting of the Board of Directors of W. S. Industries (India) Limited held on 10th April, 2018, we, M/s Lakshmmi Subramanian & Associates, were appointed as Scrutinizers for Postal Ballot as per section 110 of the Companies Act, 2013 ('Cos Act') for passing of the item of business contained in the notice which are to be passed as special resolution by the members of the Company:

The Company has availed the e-voting facility from National Securities Depository Limited for the shareholders to cast their votes to the aforesaid resolution through electronic mode in addition to voting through duly filled in paper postal ballot forms. Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 recognizes voting by electronic mode for postal ballot, which prescribed the appropriate mechanism for e-Voting.

The postal ballot process was accordingly conducted and concluded as below:

- The Company on 30th April, 2018 dispatched the notice under section 110 of the Companies Act, 2013 along with the Postal Ballot forms to all the members of the Company whose name appeared on the Register of Members/ List of Beneficiaries as on 25th April, 2018.
- The Company issued an advertisement in Business Standard and Malai Sudar about the dispatch of the postal ballot paper on 3rd May, 2018.
- The e-voting commenced on 30th April, 2018 (09.00 A.M.) and was open up to the close of working hours at 17.00 hours IST on 29th May, 2018
- A Corrigendum to the Postal Ballot Notice dated 11th May, 2018 was published on 12th May, 2018 in the Business Standard (English) and Malai Sundar (Chennai Edition), the details of which are as under:

- 1) **Table to Para (e) under Item No.3 Explanatory Statement**-On page 6 of the Postal ballot Notice, the identity of the natural persons who are the ultimate beneficial owners should be read as follows:



Particulars	Name of Trustee	Security Receipts Holders of the Trust (beneficiaries of the receipts of the trusts)
EARC SAF – 1 Trust	Edelweiss Asset Reconstruction Company Limited	<ol style="list-style-type: none"> 1. Edelweiss Asset Reconstruction Company Limited (subsidiary of Edelweiss Financial Services Limited) 2. Allium Finance Private Limited (associate of Edelweiss Financial Services Limited) 3. Export Import Bank of India
EARC Trust – SC 168	Edelweiss Asset Reconstruction Company Limited	<ol style="list-style-type: none"> 1. Edelweiss Asset Reconstruction Company Limited (subsidiary of Edelweiss Financial Services Limited) 2. Punjab National Bank
EARC Trust – SC 209	Edelweiss Asset Reconstruction Company Limited	<ol style="list-style-type: none"> 1. Edelweiss Asset Reconstruction Company Limited (subsidiary of Edelweiss Financial Services Limited) 2. Indian Overseas Bank

The beneficial owners, Edelweiss Financial Services Limited, Punjab National Bank, Indian Overseas Bank, Export Import Bank of India are a listed Company hence no further disclosure is required.

The minimum issue price of proposed preferential issue of equity shares is as per SEBI (ICDR) Regulations.

- All electronic votes received up to the close of working hours at 17.00 hours IST on 29th May, 2018, the last date and time fixed by the Company for receipt of Postal Ballot were considered for my scrutiny.
- The votes cast by the members through electronic voting system was downloaded and collected 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.
- The Ballot papers were received and the votes cast by the members were taken into consideration for this report.

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



SUMMARY OF POSTAL BALLOT AND E-VOTING RESULTS:

Item No. 1: Increase in Borrowing Power in terms of Section 180(1)(c) of the Companies Act, 2013

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)	19	6097
Total Number of Ballot Papers Received (Physical Voting)	229	9977209
Invalid Votes:		
E-voting	0	0
Physical Voting	8	261
Out of the above		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	5847
Number of valid votes cast in favour of the Resolution (Physical Voting)	165	9944947
Number of votes cast against the Resolution (Both under E-voting and Physical Voting)	58	32251
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.67%	

Result: The requisite majority for passing the above resolution as a Special resolution was received.



Item No. 2: Increase in Creation of Charge/ Mortgage on Company's movable or immovable properties in terms of Section 180(1)(a) of the Companies Act, 2013.

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)	19	6097
Total Number of Ballot Papers Received (Physical Voting)	229	9977209
Invalid Votes:		
E-voting	0	0
Physical Voting	12	5132
Out of the above		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	5847
Number of valid votes cast in favour of the Resolution (Physical Voting)	163	9940464
Number of votes cast against the Resolution (Both under E-voting and Physical Voting)	56	31863
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)		99.68%

Result: The requisite majority for passing the above resolution as a Special resolution was received.



Item No. 3: To convert debt into Equity Shares and issue of Equity Shares to EARC SAF-1 TRUST, EARC TRUST- SC 168 and EARC TRUST- SC 209(represented by their respective Trustees as given in the Corrigendum) in terms of the request made by M/s. Edelweiss Asset Reconstruction Company Limited acting in its capacity as a trustee for conversion of part of outstanding interest into equity.

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)	19	6097
Total Number of Ballot Papers Received (Physical Voting)	229	9977358
Invalid Votes:		
E-voting	0	0
Physical Voting	12	5132
Out of the above		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	5847
Number of valid votes cast in favour of the Resolution (Physical Voting)	196	9941227
Number of votes cast against the Resolution (Both under E-voting and Physical Voting)	23	31249
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.68%	

Result: The requisite majority for passing the above resolution as a 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

