

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
+91-22-7196 3222
Fax : +91-22-6794 2111/333
CIN L51900MH1988PLC048455
Email : info@wanbury.com
Website : www.wanbury.com



28th September, 2018

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

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

Scrip Symbol: WANBURY

Scrip Code: 524212

Dear Sir / Madam,

Sub.: Outcome & Submission of Voting Results of the 30th Annual general Meeting (AGM) held on Thursday, 27th September, 2018.


Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we are enclosing herewith the Voting Results of the 30th Annual General Meeting held on Thursday, 27th September, 2018.

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.

Date of AGM	27.09.2018
Total number of shareholders on record date	13249
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	42
No. of Shareholders attended the meeting through Video Conferencing:	44

Resolution required: Ordinary Resolution - Item No. 1			ORDINARY RESOLUTION FOR ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2017-18					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	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	$(3) = \frac{(2)}{(1)} * 100$	4	5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter group	E-voting	13029561	0	0.00	0	0	0.000	0.000
	Poll	13029561	13029561	100.00	13029561	0	100.000	0.000
	Postal Ballot	13029561	0	0.00	0	0	0.000	0.000
	Total	13029561	13029561	100.00	13029561	0	100.000	0.000
Public Institutions	E-voting	535938	0	0.00	0	0	0.000	0.000
	Poll	535938	0	0.00	0	0	0.000	0.000
	Postal Ballot	535938	0	0.00	0	0	0.000	0.000
	Total	535938	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	10154618	902	0.01	801	101	88.800	11.200
	Poll	10154618	558736	5.50	558736	0	100.000	0.000
	Postal Ballot	10154618	0	0.00	0	0	0.000	0.000
	Total	10154618	559638	5.51	559537	101	99.980	0.020
Total		23720117	13589199	57.29	13589098	101	99.999	0.001



Resolution required: Ordinary Resolution - Item No. 2			ORDINARY RESOLUTION FOR RE-APPOINTMENT OF MR. K. CHANDRAN AS A DIRECTOR LIABLE TO RETIRE BY ROTATION.					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	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
Promoter and Promoter group	E-voting	13029561	0	0.00	0	0	0.000	0.000
	Poll	13029561	13029561	100.00	13029561	0	100.000	0.000
	Postal Ballot	13029561	0	0.00	0	0	0.000	0.000
	Total	13029561	13029561	100.00	13029561	0	100.000	0.000
Public Institutions	E-voting	535938	0	0.00	0	0	0.000	0.000
	Poll	535938	0	0.00	0	0	0.000	0.000
	Postal Ballot	535938	0	0.00	0	0	0.000	0.000
	Total	535938	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	10154618	902	0.01	801	101	88.800	11.200
	Poll	10154618	558736	5.50	558736	0	100.000	0.000
	Postal Ballot	10154618	0	0.00	0	0	0.000	0.000
	Total	10154618	559638	5.51	559537	101	99.980	0.020
Total		23720117	13589199	57.29	13589098	101	99.999	0.001

Resolution required: Ordinary Resolution - Item No. 2			ORDINARY RESOLUTION FOR APPOINTMENT OF M/S. V. PAREKH & ASSOCIATES., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 107488W), MUMBAI AS STATUTORY AUDITORS FOR A TERM OF ONE YEAR FROM THE CONCLUSION OF 30TH ANNUAL GENERAL MEETING TILL THE CONCLUSION OF 31ST ANNUAL GENERAL MEETING OF THE COMPANY					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	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
Promoter and Promoter group	E-voting	13029561	0	0.00	0	0	0.000	0.000
	Poll	13029561	13029561	100.00	13029561	0	100.000	0.000
	Postal Ballot	13029561	0	0.00	0	0	0.000	0.000
	Total	13029561	13029561	100.00	13029561	0	100.000	0.000
Public Institutions	E-voting	535938	0	0.00	0	0	0.000	0.000
	Poll	535938	0	0.00	0	0	0.000	0.000
	Postal Ballot	535938	0	0.00	0	0	0.000	0.000
	Total	535938	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	10154618	902	0.01	801	101	88.800	11.200
	Poll	10154618	558736	5.50	558736	0	100.000	0.000
	Postal Ballot	10154618	0	0.00	0	0	0.000	0.000
	Total	10154618	559638	5.51	559537	101	99.980	0.020
Total		23720117	13589199	57.29	13589098	101	99.999	0.001



Resolution required: Ordinary Resolution - Item No. 4		ORDINARY RESOLUTION RELATING TO THE RATIFICATION OF THE PAYMENT OF REMUNERATION TO M/S. D. C. DAVE & CO., COST AUDITOR, FOR CONDUCTING COST AUDIT FOR THE FINANCIAL YEAR ENDING 31ST MARCH, 2019						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	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
Promoter and Promoter group	E-voting	13029561	0	0.00	0	0	0.000	0.000
	Poll	13029561	13029561	100.00	13029561	0	100.000	0.000
	Postal Ballot	13029561	0	0.00	0	0	0.000	0.000
	Total	13029561	13029561	100.00	13029561	0	100.000	0.000
Public Institutions	E-voting	535938	0	0.00	0	0	0.000	0.000
	Poll	535938	0	0.00	0	0	0.000	0.000
	Postal Ballot	535938	0	0.00	0	0	0.000	0.000
	Total	535938	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	10154618	902	0.01	801	101	88.800	11.200
	Poll	10154618	558736	5.50	558736	0	100.000	0.000
	Postal Ballot	10154618	0	0.00	0	0	0.000	0.000
	Total	10154618	559638	5.51	559537	101	99.980	0.020
Total		23720117	13589199	57.29	13589098	101	99.999	0.001

Resolution required: Ordinary Resolution - Item No. 5		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 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
Promoter and Promoter group	E-voting	13029561	0	0.00	0	0	0.000	0.000
	Poll	13029561	13029561	100.00	13029561	0	100.000	0.000
	Postal Ballot	13029561	0	0.00	0	0	0.000	0.000
	Total	13029561	13029561	100.00	13029561	0	100.000	0.000
Public Institutions	E-voting	535938	0	0.00	0	0	0.000	0.000
	Poll	535938	0	0.00	0	0	0.000	0.000
	Postal Ballot	535938	0	0.00	0	0	0.000	0.000
	Total	535938	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	10154618	902	0.01	801	101	88.800	11.200
	Poll	10154618	558736	5.50	558736	0	100.000	0.000
	Postal Ballot	10154618	0	0.00	0	0	0.000	0.000
	Total	10154618	559638	5.51	559537	101	99.980	0.020
Total		23720117	13589199	57.29	13589098	101	99.999	0.001



Resolution required: Special Resolution - Item No. 6			SPECIAL RESOLUTION FOR THE CONTINUATION OF DIRECTORSHIP OF MR. N. K. PURI (DIN-00002226), NON-EXECUTIVE INDEPENDENT DIRECTOR WHO HAS ATTAINED THE AGE OF SEVENTY-FIVE (75) YEARS					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	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	E-voting	13029561	0	0.00	0	0	0.000	0.000
	Poll	13029561	13029561	100.00	13029561	0	100.000	0.000
	Postal Ballot	13029561	0	0.00	0	0	0.000	0.000
	Total	13029561	13029561	100.00	13029561	0	100.000	0.000
Public Institutions	E-voting	535938	0	0.00	0	0	0.000	0.000
	Poll	535938	0	0.00	0	0	0.000	0.000
	Postal Ballot	535938	0	0.00	0	0	0.000	0.000
	Total	535938	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	10154618	902	0.01	801	101	88.800	11.200
	Poll	10154618	558736	5.50	558736	0	100.000	0.000
	Postal Ballot	10154618	0	0.00	0	0	0.000	0.000
	Total	10154618	559638	5.51	559537	101	99.980	0.020
Total		23720117	13589199	57.29	13589098	101	99.999	0.001

Resolution required: Special Resolution - Item No. 7			SPECIAL RESOLUTION TO APPROVE SUBSIDIARISATION BY WAY OF HIVING OFF/TRANSFER OF FORMULATION BUSINESS INTO ITS WHOLLY OWNED SUBSIDIARY COMPANY					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	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	E-voting	13029561	0	0.00	0	0	0.000	0.000
	Poll	13029561	13029561	100.00	13029561	0	100.000	0.000
	Postal Ballot	13029561	0	0.00	0	0	0.000	0.000
	Total	13029561	13029561	100.00	13029561	0	100.000	0.000
Public Institutions	E-voting	535938	0	0.00	0	0	0.000	0.000
	Poll	535938	0	0.00	0	0	0.000	0.000
	Postal Ballot	535938	0	0.00	0	0	0.000	0.000
	Total	535938	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	10154618	902	0.01	801	101	88.800	11.200
	Poll	10154618	558736	5.50	558736	0	100.000	0.000
	Postal Ballot	10154618	0	0.00	0	0	0.000	0.000
	Total	10154618	559638	5.51	559537	101	99.980	0.020
Total		23720117	13589199	57.29	13589098	101	99.999	0.001





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 E-VOTING AND 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

30th Annual General Meeting of **M/s. Wanbury Limited** Held on Thursday, 27th September, 2018 at Ebony Hall, Hotel Tunga Regenza, Plot No. 37, Sector 30-A, Vashi, Navi Mumbai – 400 703.

Dear Sir,

I, Kala Agarwal, Practising 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 and Poll taken on the below mentioned resolutions at the **30th Annual General Meeting of the Equity Shareholders of M/s. Wanbury Limited** held on Thursday, 27th September, 2018 at 11.30 A.M. at Ebony Hall, Hotel Tunga Regenza, Plot No. 37, Sector 30-A, Vashi, Navi Mumbai – 400 703 submit my report as under:

The Company has extended facility of Remote E-voting to the Members of the Company through CDSL from **Monday, 24th September, 2018 at 09.00 a.m. to Wednesday, 26th September, 2018 till 05.00 p.m.**

Further, on 27th September, 2018, at the 30th Annual General Meeting, ballot papers were distributed to the Members present in person or by proxy 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 / proxy lodged with the company.



3. The poll papers, 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-

Adoption of Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31st March, 2018 and the Report of the Board of Directors and the Auditors thereon:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	902	0.01	37	13588507	99.99	13589409	100
Less-Invalid votes	-	-	-	4	210	100	210	100
Net Valid Votes	10	902	0.01	33	13588297	99.99	13589199	100
Voting with Assent	8	801	0.01	33	13588297	99.99	13589098	100
Voting with Dissent	2	101	100	-	-	-	101	100



ORDINARY BUSINESS:

Item No. 2- Ordinary Resolution-

Appointment of a Director in place of Mr. K. Chandran (DIN: 00005868), who retires by rotation and being eligible, offers himself for re-appointment;

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	902	0.01	37	13588507	99.99	13589409	100
Less-Invalid votes	-	-	-	4	210	100	210	100
Net Valid Votes	10	902	0.01	33	13588297	99.99	13589199	100
Voting with Assent	8	801	0.01	33	13588297	99.99	13589098	100
Voting with Dissent	2	101	100	-	-	-	101	100



ORDINARY BUSINESS:

Item No. 3- Ordinary Resolution-

Appointment of Statutory Auditor M/s. V. Parekh & Associates, Chartered Accountants, (FRN: 107488W), to hold office from the conclusion of this meeting until conclusion of the Annual General Meeting for the financial year 2018-19;

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	902	0.01	37	13588507	99.99	13589409	100
Less-Invalid votes	-	-	-	4	210	100	210	100
Net Valid Votes	10	902	0.01	33	13588297	99.99	13589199	100
Voting with Assent	8	801	0.01	33	13588297	99.99	13589098	100
Voting with Dissent	2	101	100	-	-	-	101	100



SPECIAL BUSINESS:

Item No. 4- Ordinary Resolution-

Ratification of remuneration payable to M/s. D.C. Dave & Co., Cost Auditor, Mumbai for conducting cost audit for the Financial Year 2018-19:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	902	0.01	37	13588507	99.99	13589409	100
Less-Invalid votes	-	-	-	4	210	100	210	100
Net Valid Votes	10	902	0.01	33	13588297	99.99	13589199	100
Voting with Assent	8	801	0.01	33	13588297	99.99	13589098	100
Voting with Dissent	2	101	100	-	-	-	101	100



SPECIAL BUSINESS:

Item No. 5- Ordinary Resolution-

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

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	902	0.01	37	13588507	99.99	13589409	100
Less-Invalid votes	-	-	-	4	210	100	210	100
Net Valid Votes	10	902	0.01	33	13588297	99.99	13589199	100
Voting with Assent	8	801	0.01	33	13588297	99.99	13589098	100
Voting with Dissent	2	101	100	-	-	-	101	100



SPECIAL BUSINESS:

Item No. 6- Special Resolution-

Continuation of Directorship of Mr. N. K. Puri (DIN: 00002226), Non-Executive Independent Director who has attained the age of Seventy-five (75) years:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percent age %	Number of Poll Papers	No. of Shares	Percent age %	No. of Shares	Percentage %
Total Vote received	10	902	0.01	37	13588507	99.99	13589409	100
Less-Invalid votes	-	-	-	4	210	100	210	100
Net Valid Votes	10	902	0.01	33	13588297	99.99	13589199	100
Voting with Assent	8	801	0.01	33	13588297	99.99	13589098	100
Voting with Dissent	2	101	100	-	-	-	101	100



SPECIAL BUSINESS:

Item No. 7- Special Resolution-


Subsidiarisation by way of hiving off/transfer of Formulation Business into its wholly owned Subsidiary Company:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	902	0.01	37	13588507	99.99	13589409	100
Less-Invalid votes	-	-	-	4	210	100	210	100
Net Valid Votes	10	902	0.01	33	13588297	99.99	13589199	100
Voting with Assent	8	801	0.01	33	13588297	99.99	13589098	100
Voting with Dissent	2	101	100	-	-	-	101	100



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 AGARWAL
(PRACTISING COMPANY SECRETARY)
COP: 5356

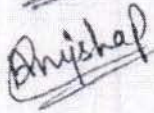


Witnesses:

1. Ms. Monica Varma



2. Ms. Amisha Patel



Place: Mumbai

Date: 28th September, 2018