

Consolidated Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of **54th Annual General Meeting** of the Shareholders of M/s. W.S. Industries (India) Limited held on November 14, 2017 at 4.35 P.M at **Asha Nivas Social Service Centre, 9, Rutland Gate, 5th Street, Chennai – 600 006.**

Dear Sir,

1. I, Lakshmmi Subramanian, a Practising Company Secretary, have been appointed as a scrutinizer by the Board of Directors of M/s. W.S. Industries (India) Limited (The Company) for the purpose of
 - (i) Scrutinizing the E-voting process (Remote e-voting) under the provisions of section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended (Rules) and,
 - (ii) Poll under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the rules, on the resolutions contained in the notice to the 54th Annual General Meeting of the Shareholders of M/s. W.S. Industries (India) Limited, held on November 14, 2017 at 4.35 P.M at Asha Nivas Social Service Centre, 9, Rutland Gate, 5th Street, Chennai – 600 006

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice to the 54th Annual General Meeting (AGM) of the Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and poll at the AGM) is restricted to make a consolidated Scrutinizer's report of the votes cast; in favour or against the resolution based on the reports generated from the e-voting system provided by M/s National Securities Depository Limited, the agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting) and the Physical Ballot voting data compiled, generated and provided by M/s Integrated Registry Management Services Private Limited (the Registrar and Transfer Agent).

2. I have issued separate Scrutinizer's Report dated November 14, 2017 on the remote e-voting through electronic system and on the poll on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and poll at the AGM) as follows:



1-Receive ,Consider and Adopt the Financial Statements as at 31st March, 2017 including the Audited Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss Account for the year ended as on that date and the Reports of the Board of Directors (the Board) and Auditors thereon

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)	16	6925159
Total Number of Ballot Papers Received (Physical Voting)	26	2652564
Invalid Votes:		
E-voting	NIL	NIL
Physical Voting	1	5
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	16	6925159
Number of valid votes cast in favour of the Resolution (Physical Voting)	23	2652553
Number of valid votes cast against the Resolution (Both under E-voting and Physical Voting)	2	6
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.98%	

Result: The above resolution requiring requisite majority for passing as Ordinary Resolution was received.



2- Appointment of M/s. SBSB & Associates (Firm registration number: 012192S) Chartered Accountants, as the Statutory Auditors of the company and to fix their remuneration.

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)	16	6925159
Total Number of Ballot Papers Received (Physical Voting)	26	2652564
Invalid votes		
E-voting	NIL	NIL
Physical Voting	2	6
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	16	6925159
Number of valid votes cast in favour of the Resolution (Physical Voting)	22	2652552
Number of valid votes cast against the Resolution (Both under E-voting and Physical Voting)	2	6
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.98%	

Result: The above resolution requiring requisite majority for passing as Ordinary Resolution was received.



3- Appointment of Mr. Jayaraman Sridharan (DIN: 07720632) as Independent Director of the Company

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)	16	6925159
Total Number of Ballot Papers Received (Physical Voting)	26	2652564
Invalid Votes:		
E-voting	NIL	NIL
Physical Voting	3	131
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	15	6924859
Number of valid votes cast in favour of the Resolution (Physical Voting)	21	2652427
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	3	306
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.98%	

Result: The above resolution requiring requisite majority for passing as Ordinary Resolution was received.

Therefore we are forwarding the consolidated voting results casted through E-voting and Poll for the 54th Annual General Meeting of the Shareholders of M/s. W.S. Industries (India) Limited held on November 14, 2017 at 4.35 P.M at Asha Nivas Social Service Centre, 9, Rutland Gate, 5th Street, Chennai – 600 006.

For and on Behalf of Lakshmmi Subramanian & Associates

Mrs Lakshmmi Subramanian
Senior Partner
Scrutinizer



Date: 15.11.2017