

**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 53<sup>rd</sup> Annual General Meeting ('AGM') of the Equity Shareholders of M/s. W.S. Industries (India) Limited held on the 28<sup>th</sup> December, 2016 at Asha Nivas Social Service Centre, No.9, Rutland Gate 5<sup>th</sup> Street, Chennai – 600 006.

Dear Sir,

1. I, Lakshmmi Subramanian, a practicing Company Secretary, have been appointed as a scrutinizer by the board of directors of W.S. Industries (India) Limited ('the Company') for the purpose of Scrutinizing:
  - (i) 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 AGM of the Equity Shareholders of the Company, held on the 28<sup>th</sup> December, 2016 at Asha Nivas Social Service Centre, No.9, Rutland Gate 5<sup>th</sup> Street, Chennai – 600 006.
2. 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 53<sup>rd</sup> AGM of the Equity 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 stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL'), 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).
3. I have issued separate Scrutinizer's Report dated 29<sup>th</sup> December, 2016 on the remote e-voting and on the poll through electronic system on the resolutions contained in the notice to the AGM. I submit herewith the 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.



**ORDINARY BUSINESS:**

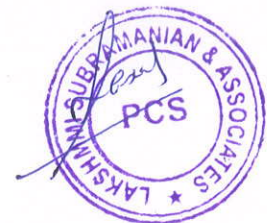
1. **Consideration and Adoption of Audited Balance Sheet as at 31<sup>st</sup> March, 2016 and the Statement of Profit and Loss Account for the year ended on that date together with the reports of the Board of Directors and the Auditors thereon.**

**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)	22	7261292
Total Number of Ballot Papers Received (Physical Voting)	12	3197275
<b>Invalid Votes:</b>		
E-voting	Nil	Nil
Physical Voting	Nil	Nil
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	6438143
Number of valid votes cast in favour of the Resolution (Physical Voting)	12	3197275
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	5	823149
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	92.13%	

**Result:** The requisite majority for passing the above resolution as an Ordinary Resolution was received.





2. Ratification of Appointment of M/s. S Vishwanathan LLP, Chartered Accountants, as the Statutory Auditors 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)	22	7261292
Total Number of Ballot Papers Received (Physical Voting)	12	3197275
<b>Invalid Votes:</b>		
E-voting	Nil	Nil
Physical Voting	Nil	Nil
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	6438143
Number of valid votes cast in favour of the Resolution (Physical Voting)	12	3197275
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	5	823149
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	92.13%	

**Result:** The requisite majority for passing the above resolution as an Ordinary Resolution was received.



**SPECIAL BUSINESS:**

**3. Appointment of Mr. Ramachandran Karthik as an 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)	22	7261292
Total Number of Ballot Papers Received (Physical Voting)	12	3197275
<b>Invalid Votes:</b>		
E-voting	Nil	Nil
Physical Voting	Nil	Nil
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	17	6438143
Number of valid votes cast in favour of the Resolution (Physical Voting)	12	3197275
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	5	823149
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	92.13%	

**Result:** The requisite majority for passing the above resolution as an Ordinary Resolution was received.

Therefore we forwarding the Consolidated voting results casted through E-voting and Poll for the 53<sup>rd</sup> Annual General Meeting held on the 28<sup>th</sup> December, 2016 at Asha Nivas Social Service Centre, No.9, Rutland Gate 5<sup>th</sup> Street, Chennai – 600 006.

For Lakshmmi Subramanian & Associates

  
Lakshmmi Subramanian  
Senior Partner

