



## W.S. Industries (India) Limited

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23rd August 2023

M/s.BSE Ltd.  
Phiroze Jeejeebhoy Towers, 25<sup>th</sup> 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 E-voting.**

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 e-voting along with the Scrutinizers Report for the respective resolutions as set out in the Postal Ballot Notice dated 13<sup>th</sup> July, 2023.

This is for your information and record please.

Thanking you,

Yours faithfully  
For W.S.INDUSTRIES (INDIA) LIMITED

B.SWAMINATHAN  
COMPANY SECRETARY

Encl: As above.

**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	8300*
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 Resolution required Mode of voting	As detailed below
Voting results	Scrutinizer report attached

\* Includes votes cast by two preference shareholders constituting 12,75,000 preference shares, who have obtained the right to vote due to non-payment of dividend by the Company and 2 equity shareholders whose warrants were converted to equity shares on 31.05.2023 and 2 equity shareholders whose warrants were converted to equity shares on 05.07.2023 and pending for credit of shares.

Resolution No.1	SALE / TRANSFER OF IMMOVABLE PROPERTY (ALONG WITH SUPERSTRUCTURES, IF ANY) OF THE COMPANY OR PART(S) THEREOF ADMEASURING AN EXTENT OF 6.53 ACRES OF LAND TO ITS WHOLLY OWNED SUBSIDIARY M/S.WS INSULATORS PRIVATE LIMITED FOR THE DEVELOPMENT OF IT/IT ENABLED SERVICES/PARKS.						
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	25795662	25795662	100.00	25795662	-	100.00	0.00
Public – Institutional holders	122638	-	0.00	-	-	0.00	0.00
Public-Others	20608285	5533623	26.85	5531648	1975	99.96	0.04
<b>Total</b>	<b>46526585</b>	<b>31329285</b>	<b>67.34</b>	<b>31327310</b>	<b>1975</b>	<b>99.99</b>	<b>0.01</b>

Resolution No.2	ALTERATION OF THE OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.						
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	25795662	25795662	100.00	25795662	-	100.00	0.00
Public – Institutional holders	122638	-	0.00	-	-	0.00	0.00
Public-Others	20608285	5533623	26.85	5531859	1764	99.97	0.03
<b>Total</b>	<b>46526585</b>	<b>31329285</b>	<b>67.34</b>	<b>31327521</b>	<b>1764</b>	<b>99.99</b>	<b>0.01</b>

Resolution No.3	APPROVAL FOR INCORPORATION OF ONE OR MORE SUBSIDIARY(IES) (INCLUDING WHOLLY OWNED SUBSIDIARIES) OF THE COMPANY AND INVESTMENTS BY THE COMPANY TO DEAL WITH THE LAND AT NO.34, SANTHAVELLORE VILLAGE, SUNGUVARCHATRAM, SRIPERUMBUDUR TALUK, KANCHEEPURAM DISTRICT OF TAMIL NADU.						
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	25795662	25795662	100.00	25795662	-	100.00	0.00
Public – Institutional holders	122638	-	0.00	-	-	0.00	0.00
Public-Others	20608285	5533623	26.85	5532099	1524	99.97	0.03
<b>Total</b>	<b>46526585</b>	<b>31329285</b>	<b>67.34</b>	<b>31327761</b>	<b>1524</b>	<b>99.99</b>	<b>0.01</b>

Resolution No.4	APPROVAL FOR INCORPORATION OF ONE OR MORE SUBSIDIARY(IES) (INCLUDING WHOLLY OWNED SUBSIDIARIES) OF THE COMPANY AND INVESTMENTS BY THE COMPANY TO HARNESS THE OPPORTUNITIES IN DEFENSE SEGMENT.						
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	25795662	25795662	100.00	25795662	-	100.00	0.00
Public – Institutional holders	122638	-	0.00	-	-	0.00	0.00
Public-Others	20608285	5533623	26.85	5532100	1523	99.97	0.03
<b>Total</b>	<b>46526585</b>	<b>31329285</b>	<b>67.34</b>	<b>31327762</b>	<b>1523</b>	<b>99.99</b>	<b>0.01</b>

for W.S.INDUSTRIES (INDIA) LIMITED

Place: Chennai  
Date : 23rd August 2023

**B.SWAMINATHAN**  
**COMPANY SECRETARY**

23<sup>rd</sup> August 2023

To

The Chairman,  
Board of Directors,  
W. S. INDUSTRIES (INDIA) LIMITED,  
108, Mount Poonamalee Road Porur  
Chennai 600116

**Sub: Report of Scrutinizer for the Postal Ballot Process vide Notice Dated 13<sup>th</sup> July 2023 of W. S. Industries (India) Limited ('the Company') under section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014.**

At the meeting of the Board of Directors of W. S. Industries (India) Limited held on 13<sup>th</sup> July 2023, I Mrs. Lakshmi Subramanian, Practicing Company Secretary, M/S. Lakshmmi Subramanian & Associates, was appointed as Scrutinizer for Postal Ballot as per section 110 of the Companies Act, 2013 ('Cos Act') for passing of the item of Special businesses as Special Resolution by the members of the Company:

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

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

- The Company on 21<sup>st</sup> July 2023 dispatched the notice under section 110 of the Companies Act, 2013 through registered post to 8294 members and through email to 6,191 shareholders of the Company whose mail ids are registered with RTA, whose names appeared on the Register of Members/ List of Beneficiaries as on 14<sup>th</sup> July 2023.
- The Company has sent mail on 21<sup>st</sup> July 2023 to 2 members (out of 10 members - 8 members were already covered above by RTA) separately for their necessary response to postal ballot. Note that these 10 members whose warrants were converted to equity shares on 31.05.2023 and pending for credit of shares.
- The Company issued an advertisement in Business Standard and Makkal Kural about the dispatch of Postal Ballot Notice on 22<sup>nd</sup> July 2023.
- The e-voting process commenced on Sunday, 23<sup>rd</sup> July, 2023 (09.00 A.M.) and was open up to the close of working hours at 17.00 hours IST on Monday, 21<sup>st</sup> August, 2023.



"Murugesu Naicker Office Complex", 81, Greaves Road, Chennai 600 006

Ph: 28292272, 28292273 e-mail : lakshmmi6@gmail.com & customerservices@lsa-india.com



- All electronic votes received up to the close of working hours at 17.00 hours IST on, 21<sup>st</sup> August, 2023 were considered for my scrutiny.
- The votes cast by the members through electronic voting system was downloaded and collected from the website evoting.nsdl.com and the votes cast through Postal Ballot was sent by RTA. Consolidated results were processed by RTA and sent to us on 22nd August 2023.
- 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.

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

#### SUMMARY OF POSTAL BALLOT E-VOTING RESULTS:

1. SALE/ TRANSFER OF IMMOVABLE PROPERTY (ALONG WITH SUPERSTRUCTURES, IF ANY) OF THE COMPANY OR PART(S) THEREOF ADMEASURING AN EXTENT OF 6.53 ACRES OF LAND TO ITS WHOLLY OWNED SUBSIDIARY M/S. WS INSULATORS PRIVATE LIMITED FOR THE DEVELOPMENT OF IT/IT ENABLED SERVICES/PARKS.

**Nature of resolution:** Special Resolution

**Voting requirement:** Three Fourth Majority

Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	115	2,69,87,467
Total number of physical votes received through postal ballot ()	118*	43,44,376
Invalid/Not Counted Votes:	4	2,558
Total number of E-votes considered invalid	0	0
Total number of Postal Ballot Voting considered invalid	4	2,558
Valid Votes:		
Total number of E-votes considered Valid	115	2,69,87,467
Total number of Postal Ballot Voting considered Valid	114*	43,41,818
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	109	2,69,85,793
ii. Number of votes cast in favour of the Resolution	112*	43,41,517



	(Postal Ballot Voting)		
iii.	Number of votes cast against the Resolution (E-voting and Postal ballot)	8	1,975
iv.	Percentage to the total votes received in favor of the resolution (Both under E-voting and Postal Ballot Voting)	99.99%	

\* Includes votes cast by two preference shareholders constituting 12,75,000 preference shares, who have obtained the right to vote due to non-payment of dividend by the Company.

**Result:** A Three Fourth majority for passing the above resolution as a Special Resolution was received.

## 2. ALTERATION OF THE OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

**Nature of resolution:** Special Resolution

**Voting requirement:** Three Fourth Majority

Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	115	2,69,87,467
Total number of physical votes received through postal ballot	118*	43,44,376
Invalid/Not Counted Votes:	4	2,558
Total number of E-votes considered invalid	0	0
Total number of Postal Ballot Voting considered invalid	4	2,558
Valid Votes:		
Total number of E-votes considered Valid	115	2,69,87,467
Total number of Postal Ballot Voting considered Valid	114*	43,41,818
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	109	2,69,86,004
ii. Number of votes cast in favour of the Resolution (Postal Ballot Voting)	112*	43,41,517
iii. Number of votes cast against the Resolution (E-voting and Postal ballot)	8	1,764
iv. Percentage to the total votes received in favor of the resolution	99.99%	





\* Includes votes cast by two preference shareholders constituting 12,75,000 preference shares, who have obtained the right to vote due to non-payment of dividend by the Company.

**Result:** A Three Fourth majority for passing the above resolution as a Special Resolution was received.

3. APPROVAL FOR INCORPORATION OF ONE OR MORE SUBSIDIARY(IES) (INCLUDING WHOLLY OWNED SUBSIDIARIES) OF THE COMPANY AND INVESTMENTS BY THE COMPANY TO DEAL WITH THE LAND AT NO. 34, SANTHAVELLORE VILLAGE, SUNGUVARCHATRAM, SRIPERUMBUDUR TALUK, KANCHEEPURAM DISTRICT OF TAMIL NADU.

**Nature of resolution:** Special Resolution

**Voting requirement:** Three Fourth Majority

Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	115	2,69,87,467
Total number of physical votes received through postal ballot	118*	43,44,376
Invalid/Not Counted Votes:	4	2,558
Total number of E-votes considered invalid	0	0
Total number of Postal Ballot Voting considered invalid	4	2,558
Valid Votes:		
Total number of E-votes considered Valid	115	2,69,87,467
Total number of Postal Ballot Voting considered Valid	114*	43,41,818
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	111	2,69,86,244
ii. Number of votes cast in favour of the Resolution (Postal Ballot Voting)	112*	43,41,517
iii. Number of votes cast against the Resolution (E-voting and Postal ballot)	6	1,524
iv. Percentage to the total votes received in favor of the resolution		99.99%

\* Includes votes cast by two preference shareholders constituting 12,75,000 preference shares, who have obtained the right to vote due to non-payment of dividend by the Company.



**Result:** A Three Fourth majority for passing the above resolution as a Special Resolution was received.

**4. APPROVAL FOR INCORPORATION OF ONE OR MORE SUBSIDIARY(IES) (INCLUDING WHOLLY OWNED SUBSIDIARIES) OF THE COMPANY AND INVESTMENTS BY THE COMPANY TO HARNESS THE OPPORTUNITIES IN DEFENSE SEGMENT.**

**Nature of resolution:** Special Resolution

**Voting requirement:** Three Fourth Majority

Particulars	Number of Members	Representing Number of Shares
Total number of E-votes received (Equity)	115	2,69,87,467
Total number of physical votes received through postal ballot	118*	43,44,376
Invalid/Not Counted Votes:	4	2,558
Total number of E-votes considered invalid	0	0
Total number of Postal Ballot Voting considered invalid	4	2,558
Valid Votes:		
Total number of E-votes/postal ballot considered Valid	115	2,69,87,467
Total number of Postal Ballot Voting considered Valid	114*	43,41,818
Out of the above E-Voting:		
i. Number of votes cast in favor of the Resolution (E-voting)	112	2,69,86,245
ii. Number of votes cast in favour of the Resolution (Postal Ballot Voting)	112*	43,41,517
iii. Number of votes cast against the Resolution (E-voting and Postal ballot)	5	1,523
iv. Percentage to the total votes received in favor of the resolution		99.99%

\* Includes votes cast by two preference shareholders constituting 12,75,000 preference shares, who have obtained the right to vote due to non-payment of dividend by the Company.

**Result:** A Three Fourth majority for passing the above resolution as a Special Resolution was received.





Therefore, we are forwarding the consolidated voting results casted through e-voting and ballot. We recommend that you may declare the results as above.

Place: Chennai

Date: 23.08.2023

For Lakshmi Subramanian & Associates



Lakshmi Subramanian

Senior Partner

CP No. 1087

PR No. 1670/2022

UDIN: F003534E000840711