

ABG

To,
The Manager – Listing Compliances,
The Bombay Stock Exchange Limited,
Corporate Services Department
P. J. Towers, 20th floor,
Dalal Street, Fort,
Mumbai -400023

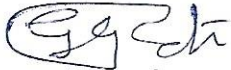
WISL/LS/BSE/IPA/2016-17
Dated: 18th March, 2017

Dear Sir,

Sub: Scrutinizer's Report on the results of the Postal Ballot 2017

With reference to the above, we are pleased to enclose herewith the Scrutinizer's Report on the results of the Postal Ballot 2017 confirming that two Special Resolutions have been passed with the requisite majority, by postal ballot, for the issue and allotment of 9,25,00,000 equity shares and 3,25,00,000 warrants on preferential basis to Bermaco Energy Limited on 17.03.2017.

Please publish the same for the benefit of the investors.



Gururaj Retrekar
Authorised Signatory

Encl: As above



WESTERN INDIA SHIPYARD LTD.
Ship Repairs with Global Competence





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

Scrutinizer's Consolidated Report for Postal Ballot and E-voting for WESTERN INDIA SHIPYARD LIMITED

To,
The Board of Directors,
WESTERN INDIA SHIPYARD LIMITED
Vasco Residency, GTDC Tourist Hostel,
Off. Swatantra Path, Vasco-da-gama,
Goa-403802

Dear Sir,

Sub: Passing of Resolutions through Postal Ballot and E-voting.

- i. I, Kala Agarwal, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of M/s. Western India Shipyards Limited (the Company) for the purpose of scrutinizing the entire Postal Ballot voting process and E-voting process for ;
- To issue in one or more tranches, 925,00,000 equity shares of Rs. 2 each fully paid up on preferential basis to Bermaco Energy Limited, a non-promoter entity, under section 62 (1) (c), read with the Companies (Share capital and Debentures) Rules, 2014, Companies (Prospectus and Allotment of Securities) Rules, 2014 and in terms of SEBI (ICDR) Regulations, 2009.
 - To issue, in one or more tranches 3,25,00,000 Warrants carrying an entitlement to subscribe to an equivalent number of equity shares of face value of Rs. 2 each on preferential basis to Bermaco Energy Limited, a non-promoter entity, under Section 62 (1) (c), read with section 42 of the Companies Act, 2013, read with the Companies (Share capital and Debentures) Rules, 2014, Companies (Prospectus and Allotment of Securities) Rules, 2014 and in terms of SEBI (ICDR) Regulations, 2009.



- ii. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot for the resolutions contained in the notice of Postal Ballot. My responsibility as a scrutinizer for Postal Ballot voting process and E-voting process is restricted to make scrutinizer's report of the votes cast in favour or against the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency engaged by the company to provide e-voting facilities for e-voting.
- iii. The Company have extended facility of Remote E-voting to the members of the Company through CDSL, from Thursday, 16th February, 2017 (9.00 a.m. IST) to Friday, 17th March, 2017 (5.00 p.m. IST).
- iv. The report on e-voting is based on the data downloaded from the e-voting platform provided by CDSL.
- v. The e voting was scrutinized by me for verification of votes cast in favour and against the resolution.
- vi. Particulars of all Postal ballot forms received from the members have been entered in a register separately maintained for this purpose.
- vii. The Postal ballot forms were kept under my safe custody in sealed and tamper proof Ballot boxes before commencing the scrutiny of such postal ballot forms.
- viii. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company/ List of beneficiaries.
- ix. All postal ballot forms received on Friday 17th March, 2017 up to 5.00 P.M., the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
- x. Envelopes containing postal ballot forms received after 5.00 P.M. on Friday 17th March, 2017 were not considered for my scrutiny.
- xi. I did not find any defaced or mutilated Ballot paper.



- xii. As requested by management I submit herewith my combined report on the results of Postal Ballot and E-voting as under:

SPECIAL BUSINESS:

Resolution 1: Special Resolution:

To consider and approve issue of equity share in one or more tranches 925,00,000 equity shares of Rs. 2 each fully paid up on preferential basis:

Particulars	Remote E-voting			Voting By Physical Postal Ballot			Total Voting	
	No. of Voters	No. of Shares	Percentage %	No. of Postal Ballot Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	33	91384	0.06%	4	161875408	99.94%	161966792	100%
Less- Invalid votes	0	0	0	0	0	0	0	0%
Net Valid Votes	33	91384	0.06%	4	161875408	99.94%	161966792	100%
Voting with Assent	26	39868	0.02%	4	161875408	99.98%	161915276	100%
Voting with Dissent	7	51516	100%	0	0	0.00%	51516	100%

Remarks: This Special resolution has been passed with requisite majority.



Resolution 2: Special Resolution:

To consider and approve issue in one or more tranches of 325,00,000 warrants on preferential basis:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	No. of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	33	91384	0.06%	4	161875408	99.94%	161966792	100
Less- Invalid votes	0	0	0%	0	0	0.00%	0	0
Net Valid Votes	33	91384	0.06%	4	161875408	99.94%	161966792	100
Voting with Assent	26	39868	0.02%	4	161875408	99.98%	161915276	100
Voting with Dissent	7	51516	100%	0	0	0.00%	51516	100

Remarks: This Special resolution has been passed with requisite majority.

Yours Faithfully,


Kala Agarwal

Practicing Company Secretary
COP- 5356



Place: Mumbai
Date: 18/03/2017