



WWL/CS/2024-25/003

Date: 01st April, 2024

National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra- Kurla Complex, Bandra (E) Mumbai-400051 NSE Symbol: WEWIN	BSE Limited Floor 25, P.J Towers, Dalal Street, Fort, Mumbai- 400001 BSE Scrip Code: 543535
---	--

Sub: - Submission of Voting Results along with Scrutinizer Report of the Postal Ballot.

Dear Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 we hereby submit Voting Results along with Scrutinizer Report of Postal Ballot.

You are requested to kindly take this information on record.

Thanking you,

For We Win Limited



Ashish Soni
Company Secretary & Compliance Officer

We Win Limited

www.wewinlimited.com

(CIN: L74999MP2007PLC019623)

Plot No. C-6, IT Park
Badwai, Bhopal - 462038 Madhya Pradesh, India
Phone : +91 755 4278897
Email : contact@wewinlimited.com



SCRUTINIZER'S REPORT ON POSTAL BALLOT

To,
The Board of Directors
WE WIN LIMITED

Sub: Scrutinizer's Report on Postal Ballot pursuant to Section 110 of the Companies Act, 2013 read with the Companies Management and Administration) Rules, 2014

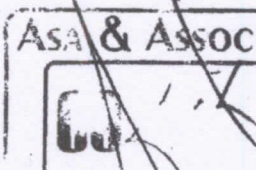
Dear Sir/Madam,

I, **S. M. Ashraf**, of M/S ASA & Associates, Practicing Company Secretary, have been appointed by the Board of Directors of **We Win Limited** ("the Company") pursuant to the Resolution passed in the Board Meeting held on 26th February, 2024 as a scrutinizer for votes casted through electronic means for Postal Ballot process and the votes cast in respect of the Resolution set out in the Postal Ballot Notice dated 26th February, 2024. ('Notice').

I do hereby submit my report as under:

- Members approval were sought for the following resolution:
 - Item No.01: "Approval on Material Related Party Transaction(s) to be entered into with Related Parties during Financial Year 2024-25":**
 - Item No.02: "Approval of We Win Limited Employee Stock Option Plan 2024 and Grant of Employees Stock Options to employees of the Company thereunder":**

Pursuant to provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies Management and Administration) Rules, 2014 as amended ("The Rules") including any statutory modification or re-enactment thereof for the time being in force, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standards 2 on General Meeting ("SS-2") MCA General Circular No. 14/2020 dated 08th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 05th May, 2020, 22/2020 dated 15th June,



Company Secretaries, Bhopal

PRINCIPAL PLACE OF BUSINESS :

Plot No. 16, A.S.-1, Block A, IInd Floor, Amar Stambh, Press Complex, Zone-I, M.P. Nagar, Bhopal (M.P.) India - 462 011
Tel. : +91 755 2575750, 4277519, Fax : +91 755 4277519, E-mail : info@asacsonline.com
visit us at : www.asacsonline.com

2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 08th December 2021, 03/2022 dated 05th May 2022, 11/2022 dated 28th December 2022 and 09/2023 dated September 25, 2023, (the "**Circulars**"), issued by the Ministry of Corporate Affairs, ("**MCA**") (hereinafter collectively referred to as (MCA circulars) and pursuant to other Applicable Laws and regulations.

1. The Postal Ballot Notice Date 26th February 2024 along with the statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, via only email to the Members whose name appeared in the Register of Members/List of Beneficial Owners as received from Depositories and whose Email address were registered with the Company/Depositories. For this purpose we have relied upon the email exchanged by RTA with the Company.
2. The Company had availed the E-voting facility offered by the "Link Intime India Private Limited (**Hereinafter refer to as "LI IPL"**)", for conducting postal ballot through remote e-voting by the shareholders of the Company.
3. The Shareholders of the Company holding shares as on the "Cut-off date" date of i.e. Friday, 23rd February, 2024, were entitled to vote on the resolution as contained in the notice.
4. The voting period for postal ballot through remote e-voting commenced on **Thursday, 29th February, 2024, at 9:00 a.m. (IST)** and ended on **Friday, 29th March, 2024, at 5:00 p.m. (IST)**. The remote e-voting facility was disabled by LI IPL thereafter.
5. The Votes cast under postal ballot through remote e-voting were thereafter unblocked.
6. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of LI IPL and have maintained a register in which necessary entries have been made in accordance with Companies (Management and Administration) Rules, 2014, as amended.
7. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules and the MCA circulars relating to postal ballot through remote e- voting on the Resolution contained in the Notice of the Postal Ballot.



8. My responsibility as a Scrutinizer for the voting on postal ballot through Remote e-voting is restricted to making a Scrutinizer's report of the Votes cast in favour or against the said Resolution.
9. I would like to mention that the voting rights of Members were in proportion to their Share of the Paid-Up Equity Share Capital of the Company as on the cut- off date i.e. Friday, 23rd February, 2024, and as per the Register of Members of the Company.
10. I now submit my Scrutinizer report on the results of the Voting by Postal Ballot only through the remote e-voting process.
11. All the 18 postal ballot remote e-voting responses are valid.

The detailed results of Postal Ballot Remote E-voting are as under:

(1)

Resolution 1: (Ordinary Resolution)	1. Approval on Material Related Party Transaction(s) to be Entered into with Related Parties during Financial Year 2024- 25.
Whether promoter/promoter group are interested in the agenda/ resolution?	*Note: Mr. Arnav Gupta (DIN: 09040096), Mr. Abhishek Gupta (DIN: 01260263), and Mrs. Sonika Gupta (DIN: 01527904), Directors and Mr. Adarsh Kumar (DIN: 07071473), Managing Director of the Company are interested in the aforesaid Resolution as set out at above Item No. 01 above however they have not voted for the same.

Particulars (Mode of Voting)	Total Votes	In Favour of Resolution			Against the Resolution			Invalid Votes	Votes Abstain
		No. of Responses Received	No. of Votes Cast	% of Votes Cast	No. of Responses	No. of Votes Cast	% of Votes Cast		

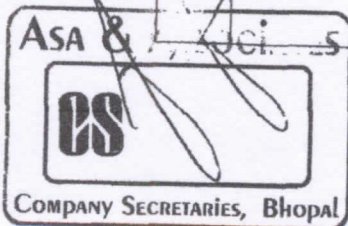


				Recei	t	t		
Remot				ved				
e e-	479112	18	479112	100%	0	0	0	0
voting								

(2)

Resolution 2: (Special Resolution)	2. Approval of We Win Limited Employee Stock Option Plan 2024 and Grant of Employees Stock Options to employees of the Company during Financial Year 2024-25
Whether promoter/promoter group are interested in the agenda/ resolution?	*Note: None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are in any way concerned in the aforesaid Special Resolution(s), except to the extent of their entitlements, If any as set out at above Item No. 02 above however they have not voted for the same.

Particulars (Mode of Voting)	Total Votes	In Favour of Resolution			Against the Resolution			Invalid Votes	Votes Abstain
		No. of Responses Received	No. of Votes Cast	% of Votes Cast	No. of Responses Received	No. of Votes Cast	% of Votes Cast		
Remote e-voting	479112	18	479111	99.99%	0	0	0	0	1



12. Accordingly the Proposed resolution mentioned above has been approved by the requisite majority of the Shareholders of the Company.

Thanking You,

For **ASA & ASSOCIATES**
Company Secretaries

S. M. ASHRAF

Membership No.: FCS 6233

C.P. No: 5148

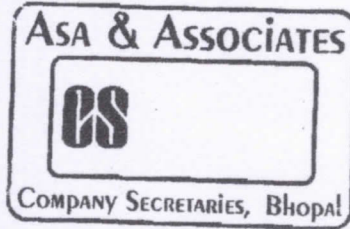
E-mail: smashraf08@gmail.com

Bhopal (M.P.)

Dated: 01st Day of April, 2024

UDIN: F006233F000005001

PRN: 2338/2022



Abhishek

Countersigned by

Chairman/ Chairperson/ Authorized Person

Abhishek Gupta (DIN: 01260263)