

**WALCHANDNAGAR INDUSTRIES LIMITED**

Walchandnagar: 413 114, Dist Pune, Maharashtra, India

Tel: 02118- 307100 / 252 235 Fax: 02118- 252 358

Website: www.walchand.com Email: wil@walchand.com

Ref. No. : WIL: SEC: 2023

Date : November 03, 2023

National Stock Exchange of India Ltd.
Corporate Action Department
Exchange Plaza, 5th floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai 400 051.
Fax :26598237/38, 66418126/25/24
SCRIP CODE : WALCHANNAG

BSE Ltd.
Corporate Relations Department
1st floor, New Trading Ring,
Rotunda Bldg., P. J. Tower,
Mumbai 400 001.
Fax:: 22723121/2039/2037
SCRIP CODE : 507410

Sub.: Submission of Outcome of voting results of EGM held on November 03, 2023.**Ref.: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Consolidated Scrutinizers Report (Remote E-voting Result and E-voting during the EGM).**

Please find enclosed herewith Outcome of voting results of Extraordinary General Meeting held on November 03, 2023 as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Consolidated Scrutinizer's Report (Remote E-voting Result and E-voting during the EGM).

Please take the same on your record.

Thanking you,

Yours faithfully,

For Walchandnagar Industries Ltd.

G. S. Agrawal

Whole Time Director & Company Secretary

DIN: 00404340

Encl.: As above



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Outcome of Voting at Extraordinary General Meeting (Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015)

Date of Extraordinary General Meeting	November 03, 2023			
Record Date	October 27, 2023			
Total Number of Shareholders as on cut-off date i.e. October 27, 2023 (cut-off date for e-voting)	58,232			
Number of Shareholders present in the Meeting either in Person or through Proxy	Promoters & Promoter Group		Public	
	In Person	Through Proxy	In Person	Through Proxy
	Not Applicable		Not Applicable	
Number of Shareholders attended the Meeting through Video Conferencing	Promoters & Promoter Group		Public	
	11		41	

Agenda (Resolution Wise)

The mode of voting for all the resolutions was:

- 1) Remote e-voting conducted between October 31, 2023 to November 02, 2023; and
- 2) E- Voting during the EGM.

Given below are the Resolution wise combined results of Remote e-voting and e-voting conducted in the EGM:

WALCHANDNAGAR INDUSTRIES LIMITED								
Resolution Required					To consider and approve Alteration of Articles of Association of the Company			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-voting	16028695	16028695	100	16028695	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		16028695	16028695	100	16028695	0	100
Public Institutions	E-voting	111547	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		111547	0	0	0	0	0
Public Non-Institutions	E-voting	29822982	1355187	4.544102934	1355007	180	99.9867177	0.0132823
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		29822982	1355187	4.544102934	1355007	180	99.9867177
Total		45963224	17383882	37.82128512	17383702	180	99.99896456	0.001035442



WALCHANDNAGAR INDUSTRIES LIMITED

Resolution Required					To consider and approve Issue of fully convertible Equity Warrants of the Company to certain identified persons /			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	0	0
Promoter and Promoter Group	E-voting	16028695	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	16028695	16028695	100	0	0	0	0
Public Institutions	E-voting	111547	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	111547	0	0	0	0	0	0
Public Non-Institutions	E-voting	29822982	1370224	4.59452378	1355014	15210	98.88996252	1.110037483
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	29822982	1370224	4.59452378	1355014	15210	98.88996252	1.110037483
Total		45963224	17398919	37.85400041	1355014	15210	99.91258078	0.087419224



V. N. DEODHAR & CO.

Company Secretaries

V.N.DEODHAR

B.Com (Hons), B.A.LL.B. (Gen.) F.C.S.

4/3, 'Radha', 1st Floor,
Shastri Hall, Grant Road (W),
Mumbai - 400 007.

Tel. : 2385 0364

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REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND E-VOTING AT THE EXTRAORDINARY GENERAL MEETING OF WALCHANDNAGAR INDUSTRIES LIMITED

To
The Chairman,
Walchandnagar Industries Limited
3, Walchand Terraces,
Tardeo Road,
Mumbai-400 034.

Corporate Identity Number (CIN): L74999MH1908PLC000291

I, V. N. Deodhar, proprietor of M/s V. N. Deodhar & Co., Company Secretaries having office at 4/3, Radha, 1st Floor, Shastri Hall, Grant Road (West), Mumbai 400007 have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote e-voting and e-voting process at the Extraordinary General Meeting ("EGM") in a fair and transparent manner for the business contained in the Notice of EGM of the company held on Friday, 3rd November, 2023 at 2.30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and issuing a report on remote e-voting as well as e-voting process at the EGM carried out as per the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with sub rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, read with other relevant circulars including General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 3/2022 dated May 5, 2022 ("MCA Circulars"), and SEBI vide its circulars SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, and other applicable circulars ("SEBI Circulars"), and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

The Company sought approval of Members to the Resolutions through remote e-voting and e-voting process at the EGM:

1. The E-voting period commenced at 9.00 a.m. on Tuesday, 31st October, 2023 and ended at 5.00 p.m. on Thursday, 2nd November, 2023. The E-voting module was disabled for voting thereafter.



2. Voting rights were on the paid-up value of shares registered in the name of the member as on the Cut Off date i.e. 27th October, 2023.
3. The Shareholders holding shares as on the “Cut Off” date i.e. 27th October, 2023 were entitled to vote on the proposed 2 (Two) Resolutions as mentioned in the Notice of the EGM.
4. The votes cast through Remote E-voting were unblocked in the presence of two witnesses, namely, CA. Hrushikesh V. Deodhar and Mr. Ajit Ukidwe, who acted as witnesses and who are not in employment of the Company.
5. Thereafter I as scrutinizer duly compiled the details of Remote E-voting done by the members. The votes cast by the Promoter Group Companies were not considered in Resolution Number 2 as they are related parties.

We Submit our Report as Under:

The result of E- Voting for Special Resolution No.1 to 2 is as under:

RESOLUTION No.1**1. Alteration of Articles of Association of the Company**

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution		Total valid votes cast
	Nos.	%	Nos.	%	Nos.
Total Votes through remote e- voting	17383702	99.9990	180	0.0010	17383882

RESOLUTION No.2**2. Issuance of fully convertible Equity Warrants of the Company to certain identified persons / entities on Preferential Basis:**

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution		Total valid votes cast
	Nos.	%	Nos.	%	Nos.
Total Votes through remote e- voting	1355014	98.8899	15210	1.1100	1370224



Both the Special resolutions mentioned in the notice of EGM dated October 06,2023 stand passed under Remote E-voting with the requisite majority.

**For V.N. DEODHAR & Co.,
COMPANY SECRETARIES**



A handwritten signature in black ink, appearing to be "V. N. Deodhar", written over a horizontal line.

**V. N. DEODHAR
PROP.
FCS NO.1880
C.P. No. 898
PR No: 724/2020**

**UDIN: F001880E001621278
Place : Mumbai
Dated: 3rd November, 2023**

Witnesses:

A handwritten signature in black ink, appearing to be "Hrushikesh V. Deodhar", written in a cursive style.

(HRUSHIKESH V. DEODHAR)

A handwritten signature in black ink, appearing to be "A. Ukidwe", written in a cursive style.

(AJIT UKIDWE)