



8<sup>th</sup> June, 2019.

M/s.Bombay Stock Exchange 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 Evoting.**

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 evoting along with the Scrutinizers Report for the respective resolutions as set out in the Postal Ballot Notice dated 26<sup>th</sup> April, 2019.

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.



**W.S. Industries (India) Ltd.**

108, Mount Poonamallee Road, Porur, Chennai - 600 116. India

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CIN : L29142TN1961PLC004568

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Website : [www.wsinsulators.com](http://www.wsinsulators.com)

## 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	8943
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	As detailed below
Resolution required	
Mode of voting	
Voting results	Scrutinizer report attached

Resolution No.1		Resolution under Regulation 24(5) of the SEBI (LODR) Regulations, 2015.					
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	9898485	9426282	95.23	9426282	Nil	100	Nil
Public – Institutional holders	341251	0	0	0	0	0	0
Public-Others	16020871	5509861	34.39	5466433	43428	95.85	4.15
Total	26260607	14936143	56.88	14892715	43428	99.70	0.30



Resolution No.2		Sale / Transfer of the Assets/ Undertaking 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	9898485	9426282	95.23	9426282	Nil	100	Nil
Public – Institutional holders	341251	0	0	0	0	0	0
Public-Others	16020871	5509741	34.39	5465085	44656	95.79	4.21
Total	26260607	14936023	56.88	14891367	44656	99.70	0.30

Resolution No.3		Appointment of Mrs. Suguna Raghavan as an Independent Director of the Company.					
Type		Ordinary 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	9898485	9426282	95.23	9426282	Nil	100	Nil
Public – Institutional holders	341251	0	0	0	0	0	0
Public-Others	16020871	5509761	34.39	5476583	33178	98.00	2.00
Total	26260607	14936043	56.88	14902865	33178	99.77	0.23




Resolution No.4		Rescinding the Increase in Authorized Share Capital of the Company already approved by shareholders					
Type		Ordinary 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	9898485	9426282	95.23	9426282	Nil	100	Nil
Public – Institutional holders	341251	0	0	0	0	0	0
Public-Others	16020871	5509761	34.39	5471967	37794	96.95	3.05
<b>Total</b>	<b>26260607</b>	<b>14936043</b>	<b>56.88</b>	<b>14898249</b>	<b>37794</b>	<b>99.74</b>	<b>0.26</b>

Resolution No.5		Change in designation of Mr. K. Rajasekar from Non Independent Non Executive Director to Whole Time Director of the Company.					
Type		Ordinary 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	9898485	9426282	95.23	9426282	Nil	100	Nil
Public – Institutional holders	341251	0	0	0	0	0	0
Public-Others	16020871	5509761	34.39	5476583	33178	98.00	2.00
<b>Total</b>	<b>26260607</b>	<b>14936043</b>	<b>56.88</b>	<b>14902865</b>	<b>33178</b>	<b>99.77</b>	<b>0.23</b>



# Lakshmmi Subramanian & Associates

LAKSHMMI SUBRAMANIAN, B.Com., FCS  
P.S. SRINIVASAN, B.A., LL.B., A.C.S  
S. SWETHA, B.Com., ACS  
Practising Company Secretaries

7<sup>th</sup> June, 2019

The Chairman

W. S. INDUSTRIES (INDIA) LIMITED

108, MOUNT POONAMALEE ROAD PORUR

CHENNAI 600116 IN

**Sub: Report of Scrutinizer for the Postal Ballot Process vide Notice Dated 26<sup>th</sup> April, 2019 under section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 by W.S. Industries (India) Limited ('the Company').**

In the meeting of the Board of Directors of W. S. Industries (India) Limited held on 26<sup>th</sup> April, 2019, we, M/s Lakshmmi Subramanian & Associates, were appointed as Scrutinizers for Postal Ballot as per section 110 of the Companies Act, 2013 ('Cos Act') for passing of the items of special business as resolution by the members of the Company:

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

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

- The Company on 4<sup>th</sup> May, 2019 dispatched the notice under section 110 of the Companies Act, 2013 along with the Postal Ballot forms to all the members of the Company whose name appeared on the Register of Members/ List of Beneficiaries as on 27<sup>th</sup> April, 2019.
- The Company issued an advertisement in Business Standard and Malai Sudar about the dispatch of the postal ballot paper on 6<sup>th</sup> May, 2019.
- The e-voting commenced on 6<sup>th</sup> May, 2019 (09.00 A.M.) and was open up to the close of working hours at 17.00 hours IST on 4<sup>th</sup> June, 2019
- All electronic votes received up to the close of working hours at 17.00 hours IST on 4<sup>th</sup> June, 2019, the last date and time fixed by the Company for receipt of Postal Ballot were considered for my scrutiny.
- The votes cast by the members through electronic voting system was downloaded and collected from the website [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
- 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.



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

**SUMMARY OF POSTAL BALLOT AND E-VOTING RESULTS:**

**1 Resolution under Regulation 24(5) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.**

**Nature of resolution:** Special Resolution

**Voting requirement:** Three-fourth majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	36	12478756
Total Number of Postal Ballot Papers Received	128	2464192
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Postal Ballot Voting	9	6805
<b>Valid Votes:</b>		
E-voting	36	12478756
Postal Ballot Voting	119	2457387
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	30	12453951
Number of valid votes cast in favour of the Resolution (Postal Ballot Voting)	112	2438764
Number of votes cast against the Resolution (Both under E-voting and Postal Ballot Voting)	13	43428
Percentage to the total votes received in favour of the resolution (Both under E-voting and Postal Ballot Voting)	<b>99.70%</b>	

**Result:** The requisite majority for passing the above resolution as a Special resolution was received.



**2 Sale/Transfer of the Assets/Undertakings of the Company**

**Nature of resolution:** Special Resolution

**Voting requirement:** Three-fourth majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	36	12478756
Total Number of Postal Ballot Papers Received	128	2464092
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Postal Ballot Voting	10	6825
<b>Valid Votes:</b>		
E-voting	36	12478756
Postal Ballot Voting	118	2457267
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	26	12452933
Number of valid votes cast in favour of the Resolution (Postal Ballot Voting)	108	2438434
Number of votes cast against the Resolution (Both under E-voting and Postal Ballot Voting)	20	44656
Percentage to the total votes received in favour of the resolution (Both under E-voting and Postal Ballot Voting)	<b>99.70%</b>	

**Result:** The requisite majority for passing the above resolution as a Special resolution was received



**3 Appointment of Mrs. Suguna Raghavan 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)	36	12478756
Total Number of Postal Ballot Papers Received	128	2464092
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Postal Ballot Voting	9	6805
<b>Valid Votes:</b>		
E-voting	36	12478756
Postal Ballot Voting	119	2457287
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	30	12453951
Number of valid votes cast in favour of the Resolution (Postal Ballot Voting)	116	2448914
Number of votes cast against the Resolution (Both under E-voting and Postal Ballot Voting)	9	33178
Percentage to the total votes received in favour of the resolution (Both under E-voting and Postal Ballot Voting)	<b>99.77%</b>	

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





**4 Rescinding the Increase in Authorised Share Capital of the Company already approved by shareholders**

**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)	36	12478756
Total Number of Postal Ballot Papers Received	128	2464092
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Postal Ballot Voting	9	6805
<b>Valid Votes:</b>		
E-voting	36	12478756
Postal Ballot Voting	119	2457287
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	29	12454340
Number of valid votes cast in favour of the Resolution (Postal Ballot Voting)	114	2443909
Number of votes cast against the Resolution (Both under E-voting and Postal Ballot Voting)	12	37794
Percentage to the total votes received in favour of the resolution (Both under E-voting and Postal Ballot Voting)	<b>99.74%</b>	

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



**5 Change in designation of Mr. Rajasekar from Non Independent Non Executive Director to Whole Time 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)	36	12478756
Total Number of Postal Ballot Papers Received	128	2464092
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Postal Ballot Voting	9	6805
<b>Valid Votes:</b>		
E-voting	36	12478756
Postal Ballot Voting	119	2457287
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	30	12453951
Number of valid votes cast in favour of the Resolution (Postal Ballot Voting)	116	2448914
Number of votes cast against the Resolution (Both under E-voting and Postal Ballot Voting)	9	33178
Percentage to the total votes received in favour of the resolution (Both under E-voting and Postal Ballot Voting)	<b>99.77%</b>	

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

Therefore, we are forwarding the consolidated voting results casted through e-voting and ballot.

For and on Behalf of Lakshmmi Subramanian & Associates

  
Lakshmmi Subramanian  
Senior Partner