



**WPIL Limited**

REGD. OFF. : "TRINITY PLAZA"  
84/1A, TOPSIA ROAD (SOUTH), KOLKATA - 700 046  
TEL. : (91 33) 4055 6800, FAX : (91 33) 4055 6835  
WEB : <http://www.wpil.co.in>  
CIN No. L36900WB1952PLC020274

May 09, 2024

Department Of Corporate Services, Listing  
BSE Limited  
Phiroze Jeejeebhoy Tower  
Dalal Street  
**MUMBAI- 400001**

Scrip Code: 505872

Dear Sirs

**Re: Scrutinizer's Report on Voting Results of business transacted through  
Postal Ballot**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with [Rule20(4)(xvi) of the Companies (Management and Administration) Rules, 2014], we enclose Scrutinizer's Report in prescribed format on Results of Remote E-voting on resolution specified in Postal Ballot Notice dated 3<sup>rd</sup> February, 2024.

We further inform you that the Voting Results based on the Scrutinizer's Report have been filed in XBRL format.

Thanking you.

Yours faithfully

For WPIL LIMITED

**(U. CHAKRAVARTY)**  
**GENERAL MANAGER (FINANCE)**  
**AND COMPANY SECRETARY**  
**Compliance officer**

Enclo. As stated above.



**P. V. SUBRAMANIAN**

*B.Com., LL.B., ACS.*

Company Secretary in Whole-time Practice

81/8, Regent Estate,  
Kolkata-700 092.

Mobile: 98300 26425

Email: pvs17@rediffmail.com

To,  
WPIL Limited,  
Trinity Plaza, 3<sup>rd</sup> Floor,  
84/1A, Topsia Road (South),  
Kolkata-700046.

**Report of Scrutinizer**

I, P. V. Subramanian, Company Secretary in Whole-time Practice, (Membership No. ACS-4585 & CP No.2077) having my office at "Sampriti", 3<sup>rd</sup> Floor, 81/8, Regent Estate, Kolkata-700092, have been appointed by the Board of Directors of WPIL Limited ("the Company") as the Scrutinizer to conduct the Postal ballot process through electronic voting process ("remote e-voting") in respect of the following Special Resolution:

**Appointment of Mr. Debraj Roy (DIN: 10492039) as Whole-time Director designated as Executive Director (Project) and payment of remuneration**

\*RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, read along with Schedule V of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended from time to time, the consent of the Company be and is hereby accorded for the appointment and terms of remuneration of Mr. Debraj Roy (DIN: 10492039) as Whole-time Director designated as Executive Director (Project) of the Company for a period of 3 years with effect from April 1, 2024 through March 31, 2027, liable to retire by rotation, upon the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors ('Board') and as set out in the Statement annexed to this Postal Ballot Notice, including in the event of loss or inadequacy of profits in any year during the tenure of office, the remuneration payable to him for that year shall be determined and allocated by the Board within the ceiling limit laid in paragraph (A) of Section II of Schedule V to the Companies Act, 2013 with liberty to the Board (which includes a duly constituted Committee of the Board) to alter and vary the terms and conditions of the said appointment as it may deem fit and in such manner as may be agreed to between the Board and Executive Director (Project).

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.\*



pursuant to the Postal Ballot Notice dated February 03, 2024 issued under Section 110, 108 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended from time to time, read with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated February 03, 2024 along with the statement setting out material facts under Section 102 of the Act in respect of the abovementioned resolution, as confirmed by the Company, was sent, in electronic form to those Members whose e-mail addresses were with the Company/ Depositories/ Registrar and share Transfer Agent and whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, April 05, 2024 ("Cut-off date"),

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, April 05, 2024, were entitled to vote on the resolution as mentioned in the Notice.

The voting period for remote e-voting commenced on Wednesday, April 10, 2024 at 09:00 a.m. (IST) and ended on Thursday, May 09, 2024 at 05:00 p.m. (IST). The e-voting module was disabled by NSDL thereafter.

The votes cast under remote e-voting facility were thereafter unblocked by me in the presence of two persons who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as 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.



I now submit my Scrutinizer's Report on the result of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolution as under:

**Resolution 1: Special Resolution:**

**Appointment of Mr. Debraj Roy (DIN: 10492039) as Whole-time Director designated as Executive Director (Project) and payment of remuneration.**

(i) **Voted in favour of the resolution:**

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
102	7683563	99.5978

(ii) **Voted against the resolution:**

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
28	31027	0.4022

(iii) **Invalid Votes:**

Number of members voted	Number of votes cast (shares)
Nil	Nil

**Based on the aforesaid result, I report that the subject special resolution stands passed with requisite majority.**



**Dated: May 09, 2024.  
Place : Kolkata.**

*P. V. Subramanian*

**(P V SUBRAMANIAN)  
Company Secretary in Whole-time Practice  
ACS: 4585/C.P.No.: 2077  
PRC No.: 1613/2021  
UDIN: A004585F000336048**

**Countersigned by:**

**WPIL Limited**

*U. Chakravarty*

**U. Chakravarty  
General Manager (Finance) &  
Company Secretary**