

**Declaration of Results of Postal ballot
Postal ballot Notice dated May 23, 2018**

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22(3) of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company had provided e-voting facility to the Members as on cut-off date i.e. 01st June, 2018 to enable them to cast their votes electronically on the resolutions proposed in the Postal ballot notice dated May 23, 2018. The Postal ballot / e-voting was open from 9.00 a.m. on 07th June 2018 up to 5.00 p.m. on 06th July, 2018.

The Board of Directors had appointed Mr. Parameshwar G. Hegde, Practicing Company Secretary as the Scrutinizer for e-voting and Postal ballot. The scrutinizer has carried out the scrutiny of all the votes cast through remote e-voting received till 5.00 p.m. on 06th July, 2018 and on Postal Ballots and submitted his Reports on 09th July, 2018. The Reports of Scrutinizer are attached herewith.

The consolidated Results as per the scrutinizer's report are as follows:

S.No	Item Description	Type of Resolution	No. of votes in favour	% of votes in favour	No. of votes against	% of votes against
1	To approve voluntary delisting of the equity shares of the Company from BSE Limited ("BSE").	Special	34,90,776	99.94%	1,948	0.06
2	To approve slump-sale of the Pharmaceutical Business Undertaking.	Special	90,02,176	99.98	2,146	0.02
3	To exercise borrowing powers pursuant to Section 180(1)(c) of the Companies Act, 2013.	Special	90,03,635	99.99	487	0.01

Based on the report of the Scrutinizer, all the resolutions as set out in the Postal ballot have been duly approved by the members with requisite majority.

Place: Bangalore
Date : July 09, 2018

For **Wintac Limited**


Chairman

Voting Results of Postal Ballot on Three Special Resolutions

Date of the AGM/EGM	Postal Ballot Notice dated 23rd May 2018
Total number of shareholders on record date	5227
No. of shareholders voted on the Postal ballot either through e-voting or through Postal ballot	82
No. of Shareholders attended the meeting through Video Conferencing	NA

Agenda- wise disclosure

RESOLUTION NO.1

Voluntary delisting of the Equity Shares of the Company from BSE Limited.

Resolution required: (Ordinary/ Special)			SPECIAL					
Whether promoter/ promoter group are interested in the			YES					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes In favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot	5512098	0	0.00%	0	0	0	0
	Total	5512098	0	0.00%	0	0	0	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot	1500	0	0	0	0	0	0
	Total	1500	0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	6862	0.15	6862	0	100.00	0.00
	Poll	0	0		0	0	0.00	0.00
	Postal Ballot	4510644	3485862	77.28	3483914	1948	99.94	0.06
	Total	4510644	3492724	77.43	3490776	1948	99.94	0.06
Total		10024242	3492724	34.84	3490776	1948	99.94	0.06



RESOLUTION NO.2

Slump Sale of the Pharmaceutical Business Undertaking								
Resolution required: (Ordinary/ Special)				SPECIAL				
Whether promoter/ promoter group are interested in the agenda/resolution?				NO				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot	5512098	5512098	100.00%	5512098	0	100	0
	Total	5512098	5512098	100.00%	5512098	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot	1500	0	0	0	0	0	0
	Total	1500	0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	6862	0.15	6862	0	100.00	0.00
	Poll	0	0		0	0	0.00	0.00
	Postal Ballot	4510644	3485362	77.27	3483216	2146	99.94	0.06
	Total	4510644	3492224	77.42	3490078	2146	99.94	0.06
Total		10024242	9004322	89.83	9002176	2146	99.98	0.02

RESOLUTION NO.3

EXERCISE BORROWING POWERS TO BORROW FUNDS UPTO Rs.135.00 LAKHS								
Resolution required: (Ordinary/ Special)				SPECIAL				
Whether promoter/ promoter group are interested in the				NO				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot	5512098	5512098	100.00%	5512098	0	100	0
	Total	5512098	5512098	100.00%	5512098	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot	1500	0	0	0	0	0	0
	Total	1500	0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	6862	0.15	6861	1	99.99	0.01
	Poll	0	0		0	0	0.00	0.00
	Postal Ballot	4510644	3485162	77.27	3484676	486	99.99	0.01
	Total	4510644	3492024	77.42	3491537	487	99.99	0.01
Total		10024242	9004122	89.82	9003635	487	99.99	0.01

All the Three aforesaid Special Resolutions were passed with the Requisite Majority.

Place: Bangalore
Date : July 09, 2018



PARAMESHWAR G. HEGDE

B.A., M.Com., BGL., FCS

HEGDE & HEGDE

Company Secretaries

"Ganesha Krupa"

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Bangalore - 560 009.

T: 080 22287041, (R) 080 26589597

e-mail: hegdeandhegdecsg@gmail.com

REPORT OF SCRUTINIZER

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9)
of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,
Board of Directors
Wintac Limited
CIN: L85110KA1990PLC011166
54/1 / 54/2, Boodihal Village,
Nelamangala, Bangalore - 562123

Dear Sir,

I, Parameshwar G. Hegde, Practicing Company Secretary, at # 34, "Ganesha Krupa", 1st Main Road, Gandhinagar, Bangalore, 560009, appointed as Scrutinizer by the Board of Directors of **WINTAC LIMITED** (the Company) for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner in respect of the resolutions stated in the Notice of the Postal Ballot dated May 23, 2018 proposed to be passed by the Equity Shareholders of the Company, submit my report as under:

1. In accordance with the Notice of the Postal Ballot dated May 23, 2018, dispatched to the shareholders by prescribed modes on June 06, 2018 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 on June 07, 2018, the voting commenced on June 07, 2018 (at 9:00 a.m. IST) and ended on July 06, 2018 (at 5:00 p.m. IST) for physical ballots and as well as for e-voting. The e-voting facility was provided by National Securities Depository Limited (NSDL). The votes were unblocked on July 06, 2018 (at around 05:05 p.m. IST) and the e-voting summary statement was downloaded from e-voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>).



2. The Equity Shareholders holding shares as on June 01, 2018, "cut off date", were entitled to vote on the resolutions stated in the Notice of the Postal Ballot.
3. The Register of Ballots entered and prepared in electronic mode showing equity shareholders who have voted "For" and "Against" and e-voting results downloaded from the e-voting website of the National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>) are being handed over to the Chairman.
4. The ballot papers received were scrutinized. The ballot papers received were reconciled with the records maintained by the Company/R&TA and the authorizations/Power of attorney etc. lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting as well as by physical ballot. Invalid ballots were marked and segregated and the summary results were prepared. For processing Postal Ballots, necessary technical support was provided by Canbank Computer Services Limited, Bangalore, the Registrar & Share Transfer Agents (R&TA) of the Company.
5. The result of the voting is as under:

a) **Resolution-1: Special Resolution**

To approve voluntary delisting of the equity shares of the Company from BSE Limited ("BSE").

i. Voted **in favour** of the resolution:

Number of members		Number of votes cast in favour of resolution	% of total number of valid votes cast
a) Voted by physical ballot	53	34,83,914	
b) Voted by electronic mode	9	6,862	
Total	62	34,90,776	99.94

ii. Voted **against** the resolution:

Number of members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	13	1,948	
b) Voted by electronic mode	0	0	
Total	13	1,948	0.06

iii. **Invalid/Abstain** votes :

Total number of members whose votes declared invalid/abstained	Total number of votes cast by them
7	55,15,668

b) **Resolution-2: Special Resolution**

To approve slump-sale of the Pharmaceutical Business Undertaking.

i. Voted **in favour** of the resolution:

Number of members		Number of votes cast in favour of resolution	% of total number of valid votes cast
a) Voted by physical ballot	50	89,95,314	
b) Voted by electronic mode	9	6,862	
Total	59	90,02,176	99.98

ii. Voted **against** the resolution:

Number of members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	12	2,146	
b) Voted by electronic mode	0	0	
Total	12	2,146	0.02

iii. **Invalid/Abstain** votes :

Total number of members whose votes declared invalid/abstained	Total number of votes cast by them
11	4,070

c) **Resolution-3: Special Resolution**

To exercise borrowing powers pursuant to Section 180(1)(c) of the Companies Act, 2013.

i. Voted **in favour** of the resolution:

Number of members		Number of votes cast in favour of resolution	% of total number of valid votes cast
a) Voted by physical ballot	52	89,96,774	
b) Voted by electronic mode	8	6,861	
Total	60	90,03,635	99.99

Voting Results of Postal Ballot on Three Special Resolutions

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Total number of shareholders on record date	5227
No. of shareholders voted on the Postal ballot either through e-voting or through Postal ballot	82
No. of Shareholders attended the meeting through Video Conferencing	NA

Agenda- wise disclosure (to be disclosed separately for each agenda item)

RESOLUTION NO.1

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Resolution required: (Ordinary/ Special)			SPECIAL					
Whether promoter/ promoter group are interested in the			YES					
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	Poll							
	Postal Ballot	5512098	0	0.00%	0	0	0	0
	Total	5512098	0	0.00%	0	0	0	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot	1500	0	0	0	0	0	0
	Total	1500	0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	6862	0.15	6862	0	100.00	0.00
	Poll	0	0		0	0	0.00	0.00
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Promoter and Promoter Group	E-Voting							
	Poll							
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Public- Institutions	E-Voting							
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Public- Institutions	E-Voting							
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Public- Non Institutions	E-Voting	0	6862	0.15	6861	1	99.99	0.01
	Poll	0	0		0	0	0.00	0.00
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All the Three aforesaid Special Resolutions were passed with the Requisite Majority.

Place: Bangalore

Date : July 09, 2018

ii. Voted **against** the resolution:

Number of members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	8	486	
b) Voted by electronic mode	1	1	
Total	9	487	0.01

iii. **Invalid/Abstain** votes :

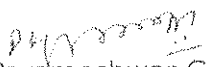
Total number of members whose votes declared invalid/abstained	Total number of votes cast by them
13	4,270

6. Register of Postal Ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the Postal Ballots (physical) will remain in our custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Bangalore
Dated: July 09, 2018


Parameshwar G. Hegde
FCS 1325, CP No. 640
Scrutinizer