

**Wanbury Limited**

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29th September, 2017

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block -G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051.

Symbol: WANBURY

Dear Sir/Madam,

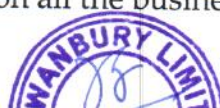
Sub.: Proceeding of 29th Annual General Meeting (AGM)

This is with reference to the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III. We wish to inform you that the Members of the Company in their **29th Annual General Meeting** held on Friday, 29th September, 2017 at 11:30 A.M. at Ebony Hall, Hotel Tunga Regenza, Plot No. 37, Sector 30-A, Vashi, Navi Mumbai - 400 703.

In this connection, we hereby submit the summary of the proceeding of the 29th Annual General Meeting of the Company.

Mr. K. Chandran, Whole-Time Director of the Company, presided over the Meeting and welcomed the Members. Mr. N. K. Puri, Chairman of the Audit Committee and other Independent Directors, all Key Managerial Personnel, Statutory Auditor, Cost Auditor and Secretarial Auditor were present at the Meeting except Mr. S. K. Bhattacharya to whom leave of absence was granted. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman then informed the Members that as per the applicable provisions of the Companies Act, 2013, Rules enacted thereunder read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India on General Meetings (SS-2), the Company had provided the remote e-voting facility to the Members to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the Meeting and had not casted their Votes electronically were provided an opportunity to cast their votes by Ballot at the end of the discussion on all the business items at the Meeting.





The Board of Directors has appointed Ms. Kala Agarwal, Practicing Company Secretary as the Scrutinizers for conducting the voting by Ballot at the Meeting and remote e-voting process in fair and transparent manner. Accordingly, the Company has received the Scrutinizer's Report on combined result of remote e-voting and poll wherein all the resolutions put up for voting at the Annual General Meeting were passed with requisite majority.

The following items of business as set out in the Notice calling the Meeting were put for shareholder's approval:

1. Ordinary Resolution for adoption of the Standalone & Consolidated Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017 along with the Reports of Directors and Auditors thereon.
2. Ordinary Resolution for Re-appointment of Mr. K. Chandran, Director of the Company liable to retire by rotation.
3. Ordinary Resolution for appointment of M/s. Jayantilal Thakkar & Co., Chartered Accountants, Mumbai as Statutory Auditors of the Company.
4. Special Resolution for adoption of new set of Articles of Association of the Company as per New Companies Act, 2013.
5. Ordinary Resolution for Ratification of payment of remuneration to M/s. Hemant Shah & Associates, Cost Accountant as Cost Auditors of the Company.
6. Ordinary Resolution for appointment of Mr. Divakar Kaza (DIN: 01307279) as Non-Executive Independent Director.
7. Ordinary Resolution for appointment of Ms. Poonam Arya Bharti (DIN: 01165995) as Non-Executive Independent Woman Director.

The queries raised by the Members were responded to the satisfaction of the Members present at the meeting.

The Chairman then thanked the Members present at the Meeting and authorised Ms. Kala Agarwal, Practicing Company Secretary as the Scrutinizers to take over the Poll proceeding and submit the report thereon. He informed the Members that the Voting results will be made available at the Company's website within 48 hours of the meeting.

Kindly take the same on your records.

Thanking you.

Yours faithfully,
For Wanbury Limited


Jitendra J. Gandhi
Company Secretary

