

## WENDT (INDIA) LIMITED

No. 69/70, Sipcot, Hosur 635 126, Tamilnadu, INDIA

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CIN: : L85110KA1980PLC003913



28<sup>th</sup> July 2016

The Manager – Listing  
National Stock Exchange of India Limited,  
“Exchange Plaza”, Plot No. C/1, G Block,  
Bandra – Kurla Complex, Bandra (East),  
Mumbai – 400051

Symbol: WENDT  
Series: EQ

Dear Sir,

**Sub: Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Details of the voting rights of the 34<sup>th</sup> Annual General Meeting of the Company held on 26<sup>th</sup> July 2016.**

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting the details regarding the voting results of the business transacted at the 34th Annual General Meeting of the Company held on Tuesday, 26th July 2016. at 2.30 PM at Bharatiya Vidya Bhavan, Race Course Road, Bangalore - 560 001 in the prescribed format along with the consolidated report of the Scrutinizer on remote e-voting and intsa-poll voting at the AGM.

This is for your information and record.

Thanking you,

Yours faithfully,

**For Wendt (India) Limited**

**Akanksha Bijawat**  
**Company Secretary**

Encl: As above

|                                                                               |                       |
|-------------------------------------------------------------------------------|-----------------------|
|                                                                               | WENDT (INDIA) LIMITED |
| Date of the AGM                                                               | 26-07-2016            |
| Total number of shareholders on record date                                   | 5244                  |
| No. of shareholders present in the meeting either in person or through proxy: |                       |
| Promoters and Promoter Group:                                                 | 1                     |
| Public:                                                                       | 197                   |
| No. of Shareholders attended the meeting through Video Conferencing           |                       |
| Promoters and Promoter Group:                                                 | 0                     |
| Public:                                                                       | 0                     |

| Resolution required: (Ordinary/ Special)                                                                                                                                                                         |                               |                         |                                                            |                              |                            |                                                         |                                                       |  |  |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------|-------------------------|------------------------------------------------------------|------------------------------|----------------------------|---------------------------------------------------------|-------------------------------------------------------|--|--|
| ORDINARY - To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March 2016 and the Balance Sheet as at that date together with the report of Directors and Auditors thereon. |                               |                         |                                                            |                              |                            |                                                         |                                                       |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution?                                                                                                                                        | No                            |                         |                                                            |                              |                            |                                                         |                                                       |  |  |
| Category                                                                                                                                                                                                         | 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                      | 797352                  | 50.0000                                                    | 797352                       | 0                          | 100.0000                                                | 0.0000                                                |  |  |
|                                                                                                                                                                                                                  | Poll                          | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                  | 0.0000                                                |  |  |
|                                                                                                                                                                                                                  | Postal Ballot (if applicable) | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                  | 0.0000                                                |  |  |
| Public- Institutions                                                                                                                                                                                             | E-Voting                      | 1850                    | 0.0000                                                     | 00                           | 0                          | 0.0000                                                  | 0.0000                                                |  |  |
|                                                                                                                                                                                                                  | Poll                          | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                  | 0.0000                                                |  |  |
|                                                                                                                                                                                                                  | Postal Ballot (if applicable) | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                  | 0.0000                                                |  |  |
| Public- Non Institutions                                                                                                                                                                                         | E-Voting                      | 403446                  | 0.7818                                                     | 3154                         | 0                          | 100.0000                                                | 0.0000                                                |  |  |
|                                                                                                                                                                                                                  | Poll                          | 3984                    | 0.9875                                                     | 3984                         | 0                          | 100.0000                                                | 0.0000                                                |  |  |
|                                                                                                                                                                                                                  | Postal Ballot (if applicable) | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                  | 0.0000                                                |  |  |
| Total                                                                                                                                                                                                            |                               | 804490                  | 40.22                                                      | 804490                       | 0                          | 100.0000                                                | 0.0000                                                |  |  |



| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To declare a dividend |                        |                         |                                                            |                              |                            |                                                        |                                                      |
|---------------------------------------------------------------------------|----------------------------------|------------------------|-------------------------|------------------------------------------------------------|------------------------------|----------------------------|--------------------------------------------------------|------------------------------------------------------|
| 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                         | 1594704                | 797352                  | 50.0000                                                    | 797352                       | 0                          | 100.0000                                               | 0.0000                                               |
|                                                                           | Poll                             |                        | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
|                                                                           | Postal Ballot (if applicable)    |                        | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
|                                                                           | E-Voting                         | 1850                   | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
| Public- Institutions                                                      | Poll                             |                        | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
|                                                                           | Postal Ballot (if applicable)    |                        | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
|                                                                           | E-Voting                         | 403446                 | 3154                    | 0.7818                                                     | 3154                         | 0                          | 100.0000                                               | 0.0000                                               |
|                                                                           | Poll                             |                        | 3984                    | 0.9875                                                     | 3984                         | 0                          | 100.0000                                               | 0.0000                                               |
| Public- Non Institutions                                                  | Postal Ballot (if applicable)    |                        | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
|                                                                           | Total                            | 2000000                | 804490                  | 40.22                                                      | 804490                       | 0                          | 100.0000                                               | 0.0000                                               |

| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To elect a Director in place of Mr K Srinivasan who retires by rotation and being eligible, offers himself for re-appointment. |                        |                         |                                                            |                              |                            |                                                        |                                                      |
|---------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|------------------------|-------------------------|------------------------------------------------------------|------------------------------|----------------------------|--------------------------------------------------------|------------------------------------------------------|
| 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                                                                                                                                  | 1594704                | 797352                  | 50.0000                                                    | 797352                       | 0                          | 100.0000                                               | 0.0000                                               |
|                                                                           | Poll                                                                                                                                      |                        | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
|                                                                           | Postal Ballot (if applicable)                                                                                                             |                        | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
| Public- Institutions                                                      | E-Voting                                                                                                                                  | 1850                   | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
|                                                                           | Poll                                                                                                                                      |                        | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
|                                                                           | Postal Ballot (if applicable)                                                                                                             |                        | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
| Public- Non Institutions                                                  | E-Voting                                                                                                                                  | 403446                 | 3154                    | 0.7818                                                     | 3154                         | 0                          | 100.0000                                               | 0.0000                                               |
|                                                                           | Poll                                                                                                                                      |                        | 3984                    | 0.9875                                                     | 3984                         | 0                          | 100.0000                                               | 0.0000                                               |
|                                                                           | Postal Ballot (if applicable)                                                                                                             |                        | 0                       | 0.0000                                                     | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |
|                                                                           | Total                                                                                                                                     | 2000000                | 804490                  | 40.22                                                      | 804490                       | 0                          | 100.0000                                               | 0.0000                                               |



| Resolution required: (Ordinary/ Special)                                  |                               | ORDINARY - To take for appointment of M/s Deloitte Haskins & Sells, Chartered Accountants as Auditors of the Company |                         |                                                               |                              |                            |                                                           |                                                         |
|---------------------------------------------------------------------------|-------------------------------|----------------------------------------------------------------------------------------------------------------------|-------------------------|---------------------------------------------------------------|------------------------------|----------------------------|-----------------------------------------------------------|---------------------------------------------------------|
| 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<br>(3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group                                               | E-Voting                      | 1594704                                                                                                              | 797352                  | 50.0000                                                       | 797352                       | 0                          | 100.0000                                                  | 0.0000                                                  |
|                                                                           | Poll                          |                                                                                                                      | 0                       | 0.0000                                                        | 00                           | 0                          | 0.0000                                                    | 0.0000                                                  |
|                                                                           | Postal Ballot (if applicable) |                                                                                                                      | 0                       | 0.0000                                                        | 00                           | 0                          | 0.0000                                                    | 0.0000                                                  |
| Public- Institutions                                                      | E-Voting                      | 1850                                                                                                                 | 0                       | 0.0000                                                        | 00                           | 0                          | 0.0000                                                    | 0.0000                                                  |
|                                                                           | Poll                          |                                                                                                                      | 0                       | 0.0000                                                        | 00                           | 0                          | 0.0000                                                    | 0.0000                                                  |
|                                                                           | Postal Ballot (if applicable) |                                                                                                                      | 0                       | 0.0000                                                        | 00                           | 0                          | 0.0000                                                    | 0.0000                                                  |
| Public- Non Institutions                                                  | E-Voting                      | 403446                                                                                                               | 3154                    | 0.7818                                                        | 3154                         | 0                          | 100.0000                                                  | 0.0000                                                  |
|                                                                           | Poll                          |                                                                                                                      | 3984                    | 0.9875                                                        | 3984                         | 0                          | 100.0000                                                  | 0.0000                                                  |
|                                                                           | Postal Ballot (if applicable) |                                                                                                                      | 0                       | 0.0000                                                        | 00                           | 0                          | 0.0000                                                    | 0.0000                                                  |
| Total                                                                     |                               | 2000000                                                                                                              | 804490                  | 40.22                                                         | 804490                       | 0                          | 100.0000                                                  | 0.0000                                                  |





S. VISWANATHAN  
COMPANY SECRETARY

Susheel Chandra Apartments,  
17<sup>th</sup> 'A' Cross, 10<sup>th</sup> 'A' Main  
Malleswaram, Bangalore-560055  
E Mail Id: [cs\\_viswanathan@yahoo.com](mailto:cs_viswanathan@yahoo.com)  
Tel: 41674875 Mobile: 98452-20950

### SCRUTINIZER'S REPORT

To  
Chairman  
Wendt (India) Limited  
Flat No. 105, 1<sup>st</sup> Floor, Cauvery Block,  
National Games Housing Complex,  
Koramangala, Bangalore 560 047

Dear Sir,

The Board of Directors of the Company appointed me as the Scrutinizer under Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for conducting the E - Voting process and submitting a Report on e-voting to the Company for the resolutions to be placed at the Annual General Meeting held on 26<sup>th</sup> July 2016.

I submit my report as under:

1. The E- Voting commenced on 22<sup>nd</sup> July 2016 at 9:00 AM and ended on 25<sup>th</sup> July 2016 at 5:00PM.
2. I have downloaded the data of E-Voting after the e voting module was disabled by the Karvy Computershare Private Limited on 25<sup>th</sup> July 2016.
3. The e-voting data was scrutinized by me for verification of votes in favour of and against the resolution.
4. I received 800506 votes till 5:00 PM on Monday, 25<sup>th</sup> July 2016.
5. There was Instapoll facility provided by Karvy Computershare Private Limited for voting on the day of Annual General Meeting. We received 3984 votes on the day of Annual General Meeting held on 26<sup>th</sup> July 2016.
6. On the basis of the Scrutiny of ballots received, the resolution as contained in the aforesaid notice may deem to be duly passed with requisite majority.
7. I have annexed my report on the e voting for each of the resolution(s) as contained in the said Notice.





S. VISWANATHAN  
COMPANY SECRETARY

Susheel Chandra Apartments,  
17<sup>th</sup> 'A' Cross, 10<sup>th</sup> 'A' Main  
Malleswaram, Bangalore-560055  
E Mail Id: [cs\\_viswanathan@yahoo.com](mailto:cs_viswanathan@yahoo.com)  
Tel: 41674875 Mobile: 98452-20950

| Item No of Notice                                                                                                                                                                                                                                                                                        | Vote in favour of resolution |             | Vote against the resolution |             | Invalid Votes |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|-------------|-----------------------------|-------------|---------------|
|                                                                                                                                                                                                                                                                                                          | Nos                          | Percent-age | Nos                         | Percent-age |               |
| To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March 2016 and the Balance Sheet as at that date together with the report of Directors and Auditors thereon.                                                                                                    | 804490                       | 100%        | -                           | -           | -             |
| To declare a dividend.                                                                                                                                                                                                                                                                                   | 804490                       | 100%        | -                           | -           | -             |
| To elect a Director in place of Mr. K Srinivasan who retires by rotation and being eligible, offer himself for re-appointment.                                                                                                                                                                           | 804490                       | 100%        | -                           | -           | -             |
| To appoint, M/s Deloitte Haskins & Sells, Chartered Accountants (Firm registration no. 008072S), as Statutory Auditors of the Company to hold office for the period, from the conclusion of 34 <sup>th</sup> Annual General Meeting until the conclusion of the 35 <sup>th</sup> Annual General Meeting. | 804490                       | 100%        | -                           | -           | -             |

*S. Viswanathan*  
S. VISWANATHAN  
Company Secretary  
C.P. No. 5284

Date: July 26<sup>th</sup>, 2016  
Place: Bangalore

S. VISWANATHAN  
Company Secretary  
C.P. No. 5284

