



SANDEEP JOSHI & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

(Pursuant to Section 108 and 110 of Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014)

24th March, 2025

To,
The Chairman
Windlas Biotech Limited
40/1, Mohabewala Industrial Area,
Dehradun-248110
Uttarakhand

Dear Sir,

Subject: Scrutinizer's Report on remote e-voting of Postal ballot conducted pursuant to the provision of Section 110 read with section 108 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014

I Sandeep Joshi Practicing Company Secretary, have been appointed as Scrutinizer of Windlas Biotech Limited (the Company) pursuant to the provision of Section 110 read with section 108 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of Scrutinizing the e-voting/ remote e-voting in a fair and transparent manner and ascertaining the requisite majority in the Postal Ballot through electronic means carried out as provisions of the Act and the Rules made thereunder read with General Circular No(s) 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022, 9/2023 dated 25th September, 2023 and 09/2024 dated September 19, 2024 issued by the MCA (collectively 'MCA Circulars'):

I hereby submit my report as under:

1. Management of the Company is responsible to ensure compliance with requirements of the Companies Act, 2013 and Rules relating to Postal Ballot process on the Resolution contained in the Notice dated 11th February, 2025.

2. My responsibility as Scrutinizer for Postal Ballot process is limited to make a Scrutinizer's Report of the votes cast "in Favour" or "Against" on the resolutions as stated in the said notice, based on the reports generated from the e-voting system provided by of MUFG Intime India Private Limited (MI IPL)– the agency engaged by the Company to provide e-voting facilities for voting through electronic means.
3. The remote e-voting period remained open from Friday, 21st February, 2025, 9.00 A.M. (IST) to Saturday, 22nd March, 2025, 5.00 P.M. (IST).
4. The shareholders holding shares/beneficial holders as on the "cut-off date" i.e. 14th February, 2025 were entitled to vote on the proposed resolutions as set out in the Notice of postal Ballot dated 11th February, 2025 of the Company.
5. The votes were unblocked on 22nd March, 2025 after 5:00 PM by me in presence of two witnesses namely Sh. Shashank Kotiyal (FCS 13053) and Mrs. Anita Bisht (ACS 33937) who are not in employment of the Company and have signed herein below:



Shashank Kotiyal

Company Secretary

Mem. No. F13053



Anita Bisht

Company Secretary

Mem. No. ACS 33937

6. Thereafter the details, containing, inter-alia, list of equity shareholders, who voted "in Favour" or "Against", were downloaded from the e-voting website of LIPL InstaVOTE.
7. The results of the voting are as under:

ITEM NO. 1

Type of Resolution: Ordinary Resolution

Re-appointment of Mr. Hitesh Windlass as Managing Director

Total Valid Votes		Votes in Favour		Votes Against	
Number of members voted	No. of Votes	Number of members voted	No. of Votes	Number of members voted	No. of Votes
134	14837621	128	14828238	6	9383

ITEM NO. 2

Type of Resolution: Ordinary Resolution

Re-appointment of Mr. Manoj Kumar Windlass as Joint Managing Director

Total Valid Votes		Votes in Favour		Votes Against	
Number of members voted	No. of Votes	Number of members voted	No. of Votes	Number of members voted	No. of Votes
134	14837621	131	14662240	3	175381

8. The register, all other papers and relevant records relating to electronic voting shall be handed over to the Company Secretary for safe keeping after consideration and approval of Postal Ballot Minutes by the Chairman.

Thanking You,

Yours Faithfully,

For **Sandeep Joshi & Associates**
Company Secretaries

SANDEE
P JOSHI

Digitally signed by SANDEEP JOSHI
DN: cn=SANDEEP JOSHI, o=SANDEEP JOSHI & ASSOCIATES, ou=COMPANY SECRETARIES, email=sandeep.joshi@sandeepjoshi.com, c=IN
c=IN, email=sandeep.joshi@sandeepjoshi.com, o=SANDEEP JOSHI & ASSOCIATES, ou=COMPANY SECRETARIES, cn=SANDEEP JOSHI
Date: 2025.03.24 15:27:22 +05'30'

Sandeep Joshi

Proprietor

Mem/COP no.: 42945/19210

Place: Dehradun

Date: 24/03/2025

UDIN:A042945F004142876