

21st January 2022

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E),
Mumbai - 400 051
NSE Symbol: **WABAG**

BSE Limited,
Floor 25, P J Towers,
Dalal Street,
Mumbai - 400 001
BSE Scrip Code: **533269**

Dear Sirs / Madam,

Sub: Voting results & Scrutinizer Report of Postal Ballot

Ref: Our earlier letters dated 15th October 2021, 13th & 14th November 2021 and 22nd December 2021

In continuation to our above referred letters, we would like to inform you that the following ordinary resolution has been passed by the Members of the Company with requisite majority through Postal Ballot by means of electronic voting (remote e-voting):

1. To approve request received from Mr. Shiv Narayan Saraf, Promoter, for re-classification from "Promoter and Promoter Group" category to "Public" category

The aforesaid resolution is deemed as passed on Friday, January 21, 2022 i.e., the last date specified for the remote e-voting.

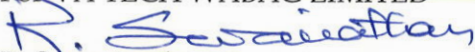
In accordance with Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the voting results and scrutinizer's report on the resolution(s) voted by the Members of the Company through Postal Ballot by means of remote e - voting.

In compliance with the provisions of Rule 20 of Companies (Management & Administration) Rules, 2014, the voting results of the Postal Ballot along with scrutinizer's report is also being hosted on the website of the Company www.wabag.com & Company's Registrar and Transfer Agent <https://evoting.kfintech.com>

Kindly take on record the same.

Thanking You,
Yours faithfully,

For VA TECH WABAG LIMITED


R. Swaminathan

Company Secretary & Compliance Officer
Membership No. A17696



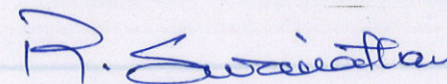
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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the request received from Mr. Shiv Narayan Saraf, Promoter, for re-classification from "Promoter and Promoter Group" category to "Public" category				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13495522	11895168	88.1416	11895168	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	13495522	11895168	88.1416	11895168	0	100.0000	0.0000
Public- Institutions	E-Voting	13486555	11822205	87.6592	6250799	5571406	52.8734	47.1266
	Poll							
	Postal Ballot (if applicable)							
	Total	13486555	11822205	87.6592	6250799	5571406	52.8734	47.1266
Public- Non Institutions	E-Voting	35208351	7160862	20.3385	7155221	5641	99.9212	0.0788
	Poll							
	Postal Ballot (if applicable)							
	Total	35208351	7160862	20.3385	7155221	5641	99.9212	0.0788
Total		62190428	30878235	49.6511	25301188	5577047	81.9386	18.0614
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1600354
Public Insitutions	0
Public - Non Insitutions	

For VA TECH WABAG LIMITED



R. Swaminathan
Company Secretary



M DAMODARAN & ASSOCIATES LLP

www.mdassociates.co.in

SCRUTINIZER'S REPORT
(POSTAL BALLOT BY MEANS OF ELECTRONIC VOTING)
[Pursuant to Section 108 & Section 110 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing
Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman,
VA TECH WABAG LIMITED
CIN: L45205TN1995PLC030231
Registered Office: "Wabag House",
No. 17, 200 Feet, Thoraipakkam - Pallavaram Main Road,
Sunnambu Kolathur,
Chennai - 600 117.

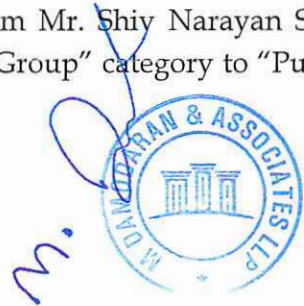
Dear Sir,

Subject: Scrutinizer's Report

I, M. Damodaran, Managing Partner of M Damodaran & Associates LLP, Practicing Company Secretaries had been appointed as a Scrutinizer by the Board of Directors of **VA TECH WABAG LIMITED** ("the Company") for Scrutinizing the process of postal ballot by means of electronic voting only ("remote e-voting") pursuant to Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India, on the following resolution(s) under Regulation 31A and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Act, as set out in the Postal Ballot Notice;

- a. **Ordinary Resolution** - To approve the request received from Mr. Shiy Narayan Saraf, Promoter, for re-classification from "Promoter and Promoter Group" category to "Public" category.

1





1. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereunder including the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India relating to voting through electronic means [i.e. remote e-voting] for the resolution as set out in the Postal Ballot Notice dated November 13, 2021. My responsibility as a Scrutinizer was to ensure that the remote e-voting process is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes casted "in favor" or "against", if any, on the resolution stated in the Postal Ballot Notice, based on the report generated from the e-voting system provided by M/s KFin Technologies Private Limited ("KFintech"), engaged by the Company to provide remote e-voting facility.
2. In compliance with the sections 108, 110 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular Nos. 20/2021, 10/2021, 39/2020, 33/2020, 22/2020, 17/2020, 14/2020 dated December 08, 2021, June 23, 2021, December 31, 2020, September 28, 2020, June 15, 2020, April 13, 2020 and April 8, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the Company has dispatched (by electronic means) the Postal Ballot Notice dated November 13, 2021 on December 22, 2021 only by email to those members whose e-mail addresses were registered with the Company/Depositories as on the Cut-off date i.e. Friday, December 17, 2021. The said Postal Ballot Notice contained the procedure for remote e-voting by members as required under the Act, Rules and applicable regulations of the SEBI LODR.
3. The Company has published an advertisement in newspapers i.e. "Business Standard" all India edition (English) and in "Makkal Kural" (Vernacular language) on Thursday, December 23, 2021 regarding the dispatch of Postal Ballot Notice through e-mail and information about the remote e-voting on resolution(s) set out in the Postal Ballot Notice.
4. The Members whose name was recorded in the Register of Members or in the Register of Beneficial owners maintained by the depositories as on the cut-off date i.e. Friday, December 17, 2021, were only entitled to vote on the resolution(s) set out in the Postal Ballot Notice through remote e-voting.





5. The remote e-voting facility was provided to Members by KFintech. The remote e-voting period commenced from 9:00 am (IST) on Thursday, December 23, 2021 and ended at 05:00 pm (IST) on Friday, January 21, 2022, and the e-voting facility was blocked thereafter.
6. The votes were unblocked at 05:01 pm (IST) on Friday, January 21, 2022 in the presence of Mr. K Janakiraman & Mr. D. Sampath Kumar and the remote e-voting data/results were downloaded from the remote e-voting website of KFintech (<https://evoting.kfintech.com>).
7. The downloaded remote e-voting data/results were scrutinized and reviewed, the votes were counted and the results were prepared.
8. Based on the data downloaded from KFintech remote e-voting system, the total votes cast in favor or against the resolution proposed in the post ballot Notice are as under:

M.  



Resolution:

To approve the request received from Mr. Shiv Narayan Saraf, Promoter, for re-classification from "Promoter and Promoter Group" category to "Public" category

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	335	263	25301188	81.9386	72	5577047	18.0614	100

Details of Abstained Votes:

Total number of members whose votes were abstained	Total number of votes abstained
5	2745

Details of Invalid Votes:

Total number of members whose votes were declared Invalid	Total number of Invalid votes
1	1600354





9. Based on the aforesaid results, I report that the Resolution as set out in the Postal Ballot Notice dated November 13, 2021 has been passed on Friday, January 21, 2022 by requisite majority.
10. The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely.

Thanking You,
Yours faithfully,
For **M Damodaran & Associates LLP**

M. Damodaran
Managing Partner
COP No.: 5081
Membership No.: 5837
ICSI UDIN: F005837C002251641
Place: Chennai
Date: 21.01.2022

