

**WALCHANDNAGAR INDUSTRIES LIMITED**

Walchandnagar: 413 114, Dist Pune, Maharashtra, India

Tel: 02118- 307100 / 252 235 Fax: 02118- 252 358

Website: www.walchand.com Email: wil@walchand.com

Ref. No. : WIL: SEC: 2025

Date : August 15, 2025

National Stock Exchange of India Ltd.
Corporate Action Department
Exchange Plaza, 5th floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai 400 051.
Fax :26598237/38, 66418126/ 25/24
SCRIP CODE : WALCHANNAG

BSE Ltd.
Corporate Relations Department
1st floor, New Trading Ring,
Rotunda Bldg., P. J. Tower,
Mumbai 400 001.
Fax: 22723121/2039/2037
SCRIP CODE : 507410

Sub.: Submission of Outcome of voting results of 116th AGM held on August 14, 2025.**Ref.: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Consolidated Scrutinizers Report (Remote E-voting Result and E-voting during the AGM).**

Please find enclosed herewith Outcome of voting results of 116th Annual General Meeting held on August 14, 2025, as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with Consolidated Scrutinizer's Report (Remote E-voting Result and E-voting during the AGM).

Please take the same on your record.

Thanking you,

Yours faithfully,

For Walchandnagar Industries Ltd.

G. S. Agrawal

Whole Time Director & Company Secretary

DIN: 00404340

Encl.: As above

Outcome of Voting at Annual General Meeting (Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015)

Date of Annual General Meeting	August 14, 2025			
Record Date	August 07, 2025 (for e-voting)			
Total Number of Shareholders as on cut-off date i.e. August 07, 2025 (cut-off date for e-voting)	81,683			
Number of Shareholders present in the Meeting either in Person or through Proxy	Promoters & Promoter Group		Public	
	In Person	Through Proxy	In Person	Through Proxy
	NOT APPLICABLE		NOT APPLICABLE	
Number of Shareholders attended the Meeting through Video Conferencing	Promoters & Promoter Group		Public	
	11		69	

Agenda (Resolution Wise)

The mode of voting for all the resolutions was:

- 1) Remote e-voting conducted between August 11, 2025 to August 13, 2025; and
- 2) E- Voting during the AGM.

Given below are the Resolution wise combined results of Remote e-voting and e-voting conducted in the AGM:

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company as at March 31, 2025 together with the Reports of Board of Directors and Auditors thereon. To receive, consider and adopt the Audited Financial				
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	21430945	21430945	100.0000	21430945	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	21430945	21430945	100.0000	21430945	0	100.0000	0.0000
Public- Institutions	E-Voting	791262	51064	6.4535	51064	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	791262	51064	6.4535	51064	0	100.0000	0.0000
Public- Non Institutions	E-Voting	45561069	445047	0.9768	444686	361	99.9189	0.0811
	Poll							
	Postal Ballot (if applicable)							
	Total	45561069	445047	0.9768	444686	361	99.9189	0.0811
Total		67783276	21927056	32.3488	21926695	361	99.9984	0.0016
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	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)**Resolution (2)**

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Chakor L. Doshi (DIN: 00210949) Director, who retires by rotation at 116th Annual General Meeting and, being eligible, offers himself for re-appointment.				
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	21430945	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	21430945	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	791262	51064	6.4535	51064	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	791262	51064	6.4535	51064	0	100.0000	0.0000
Public- Non Institutions	E-Voting	45561069	444987	0.9767	444581	406	99.9088	0.0912
	Poll							
	Postal Ballot (if applicable)							
	Total	45561069	444987	0.9767	444581	406	99.9088	0.0912
Total		67783276	496051	0.7318	495645	406	99.9182	0.0818
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	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify and confirm remuneration payable to the Cost Auditors for conducting Cost Audit of the Company for the year ended March 31, 2026.				
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	21430945	21430945	100.0000	21430945	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	21430945	21430945	100.0000	21430945	0	100.0000	0.0000
Public- Institutions	E-Voting	791262	51064	6.4535	51064	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	791262	51064	6.4535	51064	0	100.0000	0.0000
Public- Non Institutions	E-Voting	45561069	443636	0.9737	443230	406	99.9085	0.0915
	Poll							
	Postal Ballot (if applicable)							
	Total	45561069	443636	0.9737	443230	406	99.9085	0.0915
Total		67783276	21925645	32.3467	21925239	406	99.9981	0.0019
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	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider the appointment of Secretarial Auditors of the Company and fix their remuneration.				
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	21430945	21430945	100.0000	21430945	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	21430945	21430945	100.0000	21430945	0	100.0000	0.0000
Public- Institutions	E-Voting	791262	51064	6.4535	51064	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	791262	51064	6.4535	51064	0	100.0000	0.0000
Public- Non Institutions	E-Voting	45561069	444997	0.9767	444591	406	99.9088	0.0912
	Poll							
	Postal Ballot (if applicable)							
	Total	45561069	444997	0.9767	444591	406	99.9088	0.0912
Total		67783276	21927006	32.3487	21926600	406	99.9981	0.0019
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	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve Resolution for continuous appointment of Dr. Praonrat Kumar, Independent Director of the Company as a Director in the company after completion of 75 years of age				
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	21430945	21430945	100.0000	21430945	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	21430945	21430945	100.0000	21430945	0	100.0000	0.0000
Public- Institutions	E-Voting	791262	51064	6.4535	51064	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	791262	51064	6.4535	51064	0	100.0000	0.0000
Public- Non Institutions	E-Voting	45561069	444987	0.9767	444541	446	99.8998	0.1002
	Poll							
	Postal Ballot (if applicable)							
	Total	45561069	444987	0.9767	444541	446	99.8998	0.1002
Total		67783276	21926996	32.3487	21926550	446	99.9980	0.0020
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	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve appointment of Mr. Giriraj Sharan Agrawal (DIN : 00404340) as an Whole Time Director of the Company.				
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	21430945	21430945	100.0000	21430945	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	21430945	21430945	100.0000	21430945	0	100.0000	0.0000
Public- Institutions	E-Voting	791262	51064	6.4535	51064	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	791262	51064	6.4535	51064	0	100.0000	0.0000
Public- Non Institutions	E-Voting	45561069	429037	0.9417	428631	406	99.9054	0.0946
	Poll							
	Postal Ballot (if applicable)							
	Total	45561069	429037	0.9417	428631	406	99.9054	0.0946
Total		67783276	21911046	32.3252	21910640	406	99.9981	0.0019
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	
Public Insitutions	
Public - Non Insitutions	

V. N. DEODHAR & CO.

Company Secretaries

V.N.DEODHAR

B.Com (Hons), B.A.LL.B. (Gen.) F.C.S.

4/3, 'Radha', 1st Floor,
Shastri Hall, Grant Road (W),
Mumbai - 400 007.

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REPORT OF SCRUTINIZER ON E-VOTING PROCESS AND VOTING PROCESS AT AGM OF WALCHANDNAGAR INDUSTRIES LIMITED FOR ITS 116TH ANNUAL GENERAL MEETING

To,
The Chairman,
Walchandnagar Industries Limited
3, Walchand Terraces,
Tardeo Road,
Mumbai-400 034.
Corporate Identity Number (CIN): L74999MH1908PLC000291

I, V. N. Deodhar, proprietor of M/s V. N. Deodhar & Co., Company Secretaries having office at 4/3 Radha, 1st Floor, Shastri Hall, Grant Road (West), Mumbai 400007 have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote E-voting process and voting Process at the 116th Annual General Meeting in a fair and transparent manner for the business contained in the Notice of 116th Annual General Meeting of the company held on Thursday, 14th August, 2025 at 5.00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and ascertaining the requisite majority on E-voting as well as voting process carried out at the Annual General Meeting of the Company as per the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with sub rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Amendments made thereto, read with MCA General circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020, MCA General Circular No. 22/2020 dated June 15, 2020, MCA General Circular No. 33/2020 dated September 28, 2020, MCA General Circular No. 39/2020 dated December 31, 2020, MCA General Circular No. 02/2021 dated January 13, 2021, MCA General Circular No.2/2022 dated May 5,2022, MCA General Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated 25th September, 2023 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021; SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022; SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024.

The Company sought approval of Members to the Resolutions through e-voting and e-voting system at the Annual General meeting:



1. The E-voting period commenced at 9.00 a.m. on August 11, 2025 and ended at 5.00 p.m. on August 13, 2025. The E-voting module was disabled by NSDL for voting thereafter.
2. Voting rights were on the paid-up value of shares registered in the name of the member as on the Cut Off date i.e. August 07, 2025.
3. The Shareholders holding shares as on the "Cut Off" date i.e. August 07, 2025, were entitled to vote on the proposed 6 (Six) Resolutions as mentioned in the Notice of the 116th Annual General Meeting of the Company.
4. The facility of voting through e-voting system during the AGM was provided to facilitate those members present in the meeting and had not participated in the Remote E-voting to record their votes.
5. After the conclusion of the Annual General Meeting the votes cast through remote e-voting and e-voting during the AGM were unblocked in the presence of two witnesses, namely, CA. Hrushikesh V. Deodhar and Mr. Santosh M. Kelkar, who acted as witnesses and who are not in employment of the Company.
6. Thereafter I as scrutinizer duly compiled the details of Remote E-voting done by the members and the voting done during the Annual General Meeting. The details of which are as follows:

The result of E- Voting and voting at the meeting through e-voting system for Resolution No. 1 to 6 is as under:

ORDINARY BUSINESS

RESOLUTION No.1

1. To receive, consider and adopt the Audited Financial Statements of the Company as at March 31, 2025, together with the Reports of Board of Directors and Auditors thereon.

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	144	21111336	99.9983	6	361	0.0017
Voting at the meeting through e-voting process	11	815359	100	0	0	0
Total	155	21926695	99.9984	6	361	0.0016



RESOLUTION No.2

2. To appoint a Director in place of Mr. Chakor L. Doshi (DIN: 00210949) Director, who retires by rotation at 116th Annual General Meeting and, being eligible, offers himself for re-appointment.

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	130	446358	99.91	8	406	0.0019
Voting at the meeting through e-voting process	10	49287	100	0	0	0
Total	140	495645	99.9981	8	406	0.0019

SPECIAL BUSINESS

RESOLUTION No. 3

To consider and if thought fit, to pass with or without modification(s), as an Ordinary Resolution for ratification and confirmation of the remuneration of the Cost Auditors:

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	139	21109880	99.9981	8	406	0.0019
Voting at the meeting through e-voting process	11	815359	100	0	0	0
Total	150	21925239	99.9981	8	406	0.0019

RESOLUTION No.4

4. To consider the appointment of Secretarial Auditors of the Company and fix their remuneration and in this regard, to consider and, if thought fit, to pass the resolution as an **Ordinary Resolution**:



Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	141	21111241	99.9981	8	406	0.0019
Voting at the meeting through e-voting process	11	815359	100	0	0	0
Total	152	21926600	99.9981	8	406	0.0019

RESOLUTION No.5

5. To consider and approve resolution for continuous appointment of Dr. Prabhat Kumar, Independent Director of the Company as a Director in the Company after completion of 75 years of age, to consider and, if thought fit, to pass with or without modification as a **Special Resolution**:

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	137	21111191	99.9979	11	446	0.0021
Voting at the meeting through e-voting process	11	815359	100	0	0	0
Total	148	21926550	99.9980	11	446	0.0020

RESOLUTION No.6

6. To consider and approve the appointment of Mr. Giriraj Sharan Agarwal (DIN: 00404340) as a Whole Time Director of the Company and in this regard, to consider and, if thought fit, to pass the resolution as an **Ordinary Resolution**:



Manner of voting	Votes in favour of the Resolution			Votes against the Resolution		
	No. of Members	Nos.	%	No. of Members	Nos.	%
Total Votes through Remote E-voting	139	21095281	99.9981	8	406	0.0019
Voting at the meeting through e-voting process	11	815359	100	0	0	0
Total	150	21910640	99.9981	8	406	0.0019

All the resolutions mentioned in the notice of the Annual General Meeting dated 22nd May, 2025, stand passed under Remote E-voting and voting conducted during the Annual General Meeting through e-voting system with the requisite majority and hence deemed to be passed as on the date of Annual General Meeting.

For V.N. DEODHAR & Co.,
COMPANY SECRETARIES



[Handwritten signature]

V N DEODHAR
PROP.

FCS NO.1880

C.P. No. 898

PR No: 6464/2025

FRN No: S1986MH002900

UDIN: F001880G001010481

Place: Mumbai

Dated: 14th August, 2025

The following were the witnesses to the unblocking of votes cast through Remote E-voting.

[Handwritten signature: Hrushikesh V. Deodhar]

(CA. HRUSHIKESH V. DEODHAR)

[Handwritten signature: Santosh M. Kelkar]

(SANTOSH M. KELKAR)