



27th September, 2021

Wanbury Limited

Regd. Office : BSEL Tech Park, B-wing
10th Floor, Sector-30 A,
Opp. Vashi Railway Station,
Vashi Navi Mumbai 400 703
Maharashtra, INDIA
Tel. : +91-22-6794 2222
+91-22-7196 3222
Fax : +91-22-6794 2111/333
CIN L51900MH1988PLC048455
Email : info@wanbury.com
Website : www.wanbury.com

To, The Manager, Department of Corporate Services - Listing, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001.	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.
Scrip Code: 524212	Symbol: WANBURY

Dear Sir/Madam,

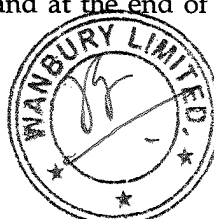
Sub.: Proceeding of 33rd Annual General Meeting (AGM) dated 27.09.2021

This is with reference to the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part A of Schedule III. We wish to inform you that the Members of the Company in their 33rd Annual General Meeting held on Monday, 27th September, 2021 at 11:30 A.M. through Video Conference (VC)/Other Audio Visual Means (OAVM) at the Registered office of the Company at BSEL Tech Park, B-Wing, 10th Floor, Sector 30A, Opp. Vashi Railway Station, Vashi, Navi Mumbai - 400 703.

In this connection, we hereby submit the summary of the proceeding of the 33rd 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, Mr. S. K. Bhattacharyya, Chairman of the Stakeholders Relationship Committee, Ms. Pallavi Shedge, Mr. Binod Chandra Maharana and Dr. Manisha Juvekar, Independent Directors, all Key Managerial Personnel, Statutory Auditor, Cost Auditor and Secretarial Auditor were present at the Meeting. 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 e-voting during the meeting and 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 e-voting 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 e-voting 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, 2021 along with the Reports of Directors and Auditors thereon.
2. Ordinary Resolution for re-appointment of Mr. K. Chandran (DIN:00005868), Director of the Company liable to retire by rotation.
3. Ordinary Resolution for re-appointment of M/s. V. Parekh & Associates, Chartered Accountants, Mumbai as Statutory Auditors of the Company.
4. Ordinary Resolution for ratification of payment of remuneration to M/s. Manish Shukla & Associates, Cost Accountant as Cost Auditors of the Company.
5. Ordinary Resolution for Appointment (Regularisation) of Mr. Binod Chandra Maharana (DIN - 07095774) as Non-executive Independent Director.
6. Ordinary Resolution for Appointment (Regularisation) of Dr. Manisha Juvekar (DIN - 09053979) as Non-executive Independent 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 appointed Ms. Kala Agarwal, Practicing Company Secretary as the Scrutinizers to take over the Remote e-voting & e-voting 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.

The Meeting was concluded at 12:20 P.M.

Kindly take the same on your records.

Thanking you.

Yours faithfully,
For Wanbury Limited


Jitendra J. Gandhi
Company Secretary



**Wanbury Limited**

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10th Floor, Sector-30 A,
Opp. Vashi Railway Station,
Vashi Navi Mumbai 400 703
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CIN L51900MH1988PLC048455
Email : info@wanbury.com
Website : www.wanbury.com

27th September, 2021

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

To,
The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Symbol: WANBURY

Scrip Code: 524212

Dear Sir /Madam,

Sub.: Outcome & Submission of Voting Results of the 33rd Annual General Meeting (AGM) held on Monday, 27th September, 2021.

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we are enclosing herewith the Voting Results of the 33rd Annual General Meeting held on Monday, 27th September, 2021.

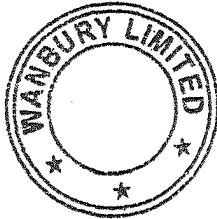
The Copy of the Scrutinizer Report submitted by Ms. Kala Agarwal, Practicing Company Secretary is also enclosed herewith.

Kindly take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,
For Wanbury Limited

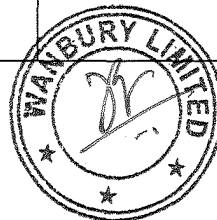

Jitendra J. Gandhi
Company Secretary



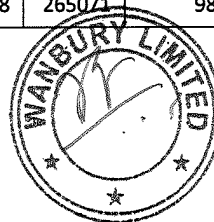
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DISCLOSURE AS PER REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

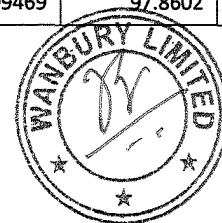
Date of the AGM	27th September, 2021
Total number of Shareholders on Record Date	11885
No. of shareholders present in the meeting either in person:	
Promoters and Promoter Group:	NIL
Public:	NIL
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	02
Public:	78



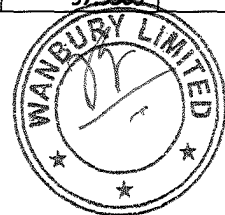
Wanbury Limited								
Resolution Required : (Ordinary)			1 - a) the Standalone Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 along with the Reports of Directors and Auditors thereon. b) the Consolidated Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[3] = \frac{[2]}{[1]} \times 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} \times 100$	$[7] = \frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	13029561	13029561	100.0000	13029561	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13029561	100.0000	13029561	0	100.0000	0.0000
Public Institutions	E-Voting	342203	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	19283734	965488	5.0067	700417	265071	72.5454	27.4546
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		965488	5.0067	700417	265071	72.5454	27.4546
Total		32655498	13995049	42.8566	13729978	265071	98.1060	1.8940



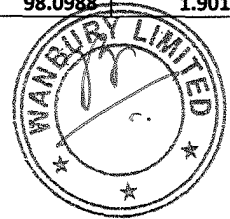
Wanbury Limited								
Resolution Required : (Ordinary)		2 - Re-appointment of Mr. K. Chandran (DIN-00005868), Director of the Company liable to retire by rotation						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Voters 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]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	13029561	13029561	100.0000	13029561	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13029561	100.0000	13029561	0	100.0000	0.0000
Public Institutions	E-Voting	342203	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	19283734	965488	5.0067	666019	299469	68.9826	31.0174
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		965488	5.0067	666019	299469	68.9826	31.0174
Total		32655498	13995049	42.8566	13695580	299469	97.8602	2.1398



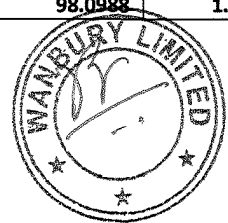
Wanbury Limited								
Resolution Required : (Ordinary)		3 - Re-appointment of M/s. V. Parekh & Associates, Chartered Accountants, (Firm Registration No. 107488W), Mumbai as Statutory Auditors of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [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	13029561	13029561	100.0000	13029561	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13029561	100.0000	13029561	0	100.0000	0.0000
Public Institutions	E-Voting	342203	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	19283734	965488	5.0067	675917	289571	70.0078	29.9922
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		965488	5.0067	675917	289571	70.0078	29.9922
Total		32655498	13995049	42.8566	13705478	289571	97.9309	2.0691



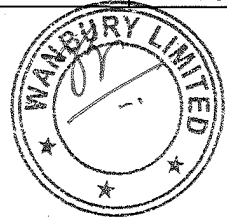
Wanbury Limited								
Resolution Required : (Ordinary)		4 - Ratification of Remuneration payable to M/s. Manish Shukla and Associates, Cost Auditor, Mumbai, for conducting Cost Audit for the Financial Year 2021-2022.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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]	$[3] = \frac{[2]}{[1]} \times 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} \times 100$	$[7] = \frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	13029561	13029561	100.0000	13029561	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13029561	100.0000	13029561	0	100.0000	0.0000
Public Institutions	E-Voting	342203	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	19283734	965488	5.0067	699417	266071	72.4418	27.5582
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		965488	5.0067	699417	266071	72.4418	27.5582
Total		32655498	13995049	42.8566	13728978	266071	98.0988	1.9012



Wanbury Limited								
Resolution (Ordinary)	Required	: 5 - Appointment (Regularisation) of Mr. Binod Chandra Maharana (DIN - 07095774) as Non-executive Independent Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	13029561	13029561	100.0000	13029561	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13029561	100.0000	13029561	0	100.0000	0.0000
Public Institutions	E-Voting	342203	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	19283734	965488	5.0067	699417	266071	72.4418	27.5582
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		965488	5.0067	699417	266071	72.4418	27.5582
Total		32655498	13995049	42.8566	13728978	266071	98.0988	1.9012



Wanbury Limited								
Resolution (Ordinary)	Required :	6 - Appointment (Regularisation) of Dr. Manisha Juvekar (DIN - 09053979) as Non-executive Independent Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	13029561	13029561	100.0000	13029561	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13029561	100.0000	13029561	0	100.0000	0.0000
Public Institutions	E-Voting	342203	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	19283734	965488	5.0067	699417	266071	72.4418	27.5582
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		965488	5.0067	699417	266071	72.4418	27.5582
Total		32655498	13995049	42.8566	13728978	266071	98.0988	1.9012





801, Embassy Centre, Plot No. 207, Jamnalal Bajaj Road, Nariman Point, Mumbai - 400 021.
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Mob: + 91-9819888185 • E-mail: agarwalkala@gmail.com / admin@kalaagarwal.com

www.kalaagarwal.com

FORM NO. MGT-13

SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND E-VOTING

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014)

To
The Chairman
Wanbury Limited
BSEL Tech Park
B-Wing, 10th Floor, Sector 30-A,
Opp. Vashi Railway Station,
Vashi, Navi Mumbai - 400 703

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and e-voting conducted during the Annual General Meeting, for the 33rd Annual General Meeting of Wanbury Limited held on Monday, 27th September, 2021 at 11:30 a.m. through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM').

I, Kala Agarwal, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **Wanbury Limited** ("the Company") for the purpose of Remote E-voting and E-voting at AGM taken on the below mentioned resolutions at the **33rd Annual General Meeting of the Equity Shareholders of Wanbury Limited** held on Monday, 27th September, 2021 at 11:30 A.M. through **Video Conferencing ('VC') /Other Audio Visual Means ('OAVM')**, submit my report as under:



The notice dated 28th June, 2021, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

The Company had provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The book closure started from Tuesday, 21st September, 2021 and ended on Monday 27th September, 2021. The shareholders of the Company holding shares as on 20th September, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and downloaded from the e-voting website of CDSL in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted and the results were prepared.

I have scrutinized and reviewed the remote e-voting and e-voting done during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of remote e-voting and e-voting during the AGM in respect of the said resolutions:



ORDINARY BUSINESS:**Item No. 1- Ordinary Resolution-****Adoption of Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31st March, 2021 and the Report of the Board of Directors and the Auditors thereon:**

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
116	13729978	98.11

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	265071	1.89

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

ORDINARY BUSINESS:**Item No. 2- Ordinary Resolution-****Appointment of a Director in place of Mr. K. Chandran (DIN: 00005868), who retires by rotation and being eligible, offers himself for re-appointment:**

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
112	13695580	97.86

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	299469	2.14

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



ORDINARY BUSINESS:**Item No. 3- Ordinary Resolution-**

Appointment of Statutory Auditor M/s. V. Parekh & Associates, Chartered Accountants, (FRN: 107488W), to hold office from the conclusion of this meeting until conclusion of the Annual General Meeting for the financial year 2021-22:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
114	13705478	97.93

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	289571	2.07

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

SPECIAL BUSINESS:**Item No. 4- Ordinary Resolution-**

Ratification of remuneration payable to M/s. Manish Shukla & Associates., Cost Auditor, Mumbai for conducting cost audit for the Financial Year 2021-22:

(1) Voted in favour of the resolution:

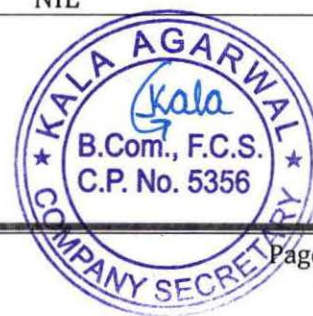
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
115	13728978	98.10

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	266071	1.90

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



SPECIAL BUSINESS:**Item No. 5- Ordinary Resolution-****Appointment (Regularisation) of Mr. Binod Chandra Maharana (DIN - 07095774) as Non-executive Independent Woman Director:**

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
115	13728978	98.10

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	266071	1.90

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

SPECIAL BUSINESS:**Item No. 6- Ordinary Resolution-****Appointment (Regularisation) of Dr. Manisha Juvekar (DIN - 09053979) as Non-executive Independent Director:**

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
115	13728978	98.1

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	266071	1.90

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



All of the above six (6) Resolutions mentioned in the Notice of the AGM dated 28th June, 2021 as per the details mentioned above stand "PASSED" under Remote E-voting and voting conducted during the AGM through E-voting with requisite majority and hence deemed to be passed as on the date of AGM.

I hereby confirm that I am maintaining the Register received from CDSL electronically in respect of Remote E-voting conducted before the AGM and E-voting conducted during the AGM. I shall arrange to hand over these records to the Authorized Director(s) of the Company for safe keeping, after the Chairman signs the Minutes.

Thanking You,
Yours Faithfully,



KALA AGARWAL
(PRACTISING COMPANY SECRETARY)
COP: 5356



Place: Mumbai
Date: 27th September, 2021
UDIN: F005976C001017239