

FORM No. MGT-13

Report of Scrutinizer(s)

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2)
of the Companies (Management and Administration) Rules, 2014]**

To,

The Chairman

Annual General Meeting of the Equity Shareholders

of W S Industries Limited held on 27th March, 2015,

at Narada Gana Sabha "Mini Hall", at No.314, TTK Road, Alwarpet, Chennai 600018

Dear Sir,

We, Lakshmmi Subramanian Senior Partner of M/s. Lakshmmi Subramanian & Associates., Company Secretaries and CHANDRASEKHARAN T, a Shareholder of the Company (Regn. Folio IN30131320183612) appointed as Scrutinizers for the purpose of the poll taken on the below mentioned resolution(s), at the meeting of the Equity Shareholders of W S Industries Limited held at Narada Gana Sabha "Mini Hall", at No.314, TTK Road, Alwarpet, Chennai 600018, submit our report as under:

1. On completion of E-Poll by the members of the Company, Integrated Enterprises (India) Limited (Registrar and Transfer Agents of the Company) provided us with the voting results.
2. The votes were reconciled with the records maintained by the Company I Registrar and Transfer Agents of the Company and the authorizations I proxies lodged with the Company.
3. The votes, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The results of the Poll are as under:

Item No. 1: Ordinary Resolution

Consideration and Adoption of audited Annual Accounts for the year ended 30.09.2014

- (i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
27	2079990	100



(ii) Voted against the Resolution

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
2	9	Insignificant

(iii) Invalid votes

Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101

Item No. 2: Ordinary Resolution

Appointment of M/s. M/s. S. Viswanathan, Chartered Accountants (Firm Registration No.004770S), the Retiring Auditors as Auditors.

(i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
27	2079990	100

(ii) Voted against the Resolution

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
2	9	Insignificant

(iii) Invalid votes

Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101

Item No. 3: Ordinary Resolution

Appointment Mr.K.Raman (DIN 00002210) as an independent Director

(i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
26	2079890	99.99

(ii) Voted against the Resolution

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
3	109	0.01

(iii) Invalid votes



Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101

Item No. 4: Ordinary Resolution

Appointment Mr G.Balasubramanyan (DIN 00006454) as an independent Director

(i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
26	2079890	99.99

(ii) Voted against the Resolution

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
3	109	0.01

(iii) Invalid votes

Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101

Item No. 5: Special Resolution

Reappointment of Mr. Narayan Sethuramon as Managing Director

(i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
26	2079890	99.99

(ii) Voted against the Resolution

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
3	109	0.01

(iii) Invalid votes

Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101

Item No. 6: Special Resolution

Authorization for selling and / or transferring and / or disposing off as an undertaking or part thereof

(i) Voted in favour of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
27	2079990	100

(ii) Voted against the Resolution

Number of members present and voted (in person or by proxy)	Number of votes cast by them	%of total number of valid votes cast
2	9	Insignificant


(iii) Invalid votes

Number of members present (in person or by proxy) whose votes were considered invalid	Number of votes cast by them
2	101

5. Soft copy of the List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the Company Secretary of the Company.

Thanking you,


LAKSHMI SUBRAMANIAN
Practising Company Secretary
CP.NO.1087
Scrutinizer


CHANDRASEKHARAN T
Member
Folio IN30131320183612
Scrutinizer