

Consolidated Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 and Companies(Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 52nd Annual General Meeting of the Equity Shareholders of W.S. INDUSTRIES (INDIA) LIMITED held on 30th September, 2015 at 02.30 p.m at Narada Gana Sabha, "Mini Hall", No.314 (Old No.254), T. T. K. Road, Chennai - 600 018.

Dear Sir,

1. I, Lakshmmi Subramanian, a practicing Company Secretary, have been appointed as a scrutinizer by the board of directors of W.S. INDUSTRIES (INDIA) LIMITED (The Company) for the purpose of
 - (i) Scrutinizing the E-voting process (Remote e-voting) under the provisions of section 108 of the Companies Act, 2013 and Companies(Management and Administration) Rules, 2014 as amended (Rules) and,
 - (ii) Poll under the provisions of section 109 of the Companies Act, 2013 act read with Rule 21 of the rules, on the resolutions contained in the notice to the 30th September, 2015 at 02.30 am at Narada Gana Sabha, "Mini Hall", No.314 (Old No.254), T. T. K. Road, Chennai - 600 018.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice to the 52nd AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and poll at the AGM) is restricted to make a consolidated Scrutinizer's report of the votes cast; in favour or against the resolution stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL'), the agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting).
3. I have issued separate Scrutinizer's Report dated 01st October 2015 on the remote e-voting and on the poll through electronic system on the resolutions contained in the notice to the AGM. I submit herewith the my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and poll at the AGM) as follows.



1. To receive, consider and adopt the Directors' Report, the Audited Balance Sheet and Profit & Loss Account of the Company for the 6 months period ended 31st March 2015 and the Auditors' Report thereon.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	24	7196626
Total Number of Ballot Papers Received (Physical Voting)	21	3198792
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	1	20
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	19	6445554
Number of valid votes cast in favour of the Resolution (Physical Voting)	18	3198757
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	7	751087
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	92.77%	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

2. To ratify the appointment of the Auditors M/s. S. Viswanathan, Chartered Accountants, Chennai, (Firm Registration No.004770S), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Annual General Meeting to be held for the financial year 2015-16 on such remuneration as may be determined by the Board of Directors.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares



Total number of E-Voting options received (E-Voting)	23	7195926
Total Number of Ballot Papers Received (Physical Voting)	21	3198792
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	1	20
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	18	6444854
Number of valid votes cast in favour of the Resolution (Physical Voting)	20	3198772
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	5	751072
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	92.77%	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

SPECIAL BUSINESS

3. Ordinary Resolution for appointment of Mr. K. Rajasekar (DIN 07223985) as Director liable to retire by rotation.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	24	7196626
Total Number of Ballot Papers Received (Physical Voting)	21	3198792
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	1	20
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	19	6445554
Number of valid votes cast in favour of the Resolution (Physical Voting)	19	3198767
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	6	751077
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	92.77%	



Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

4. Ordinary Resolution for appointment of Mrs. Hema Pasupatheeswaran as Women Director(DIN 07224765) liable to retire by rotation.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	24	7196626
Total Number of Ballot Papers Received (Physical Voting)	21	3198792
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	1	20
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	19	6445554
Number of valid votes cast in favour of the Resolution (Physical Voting)	19	3198767
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	6	751077
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	92.77%	

Result: The resolution requiring requisite majority for passing as Ordinary resolution was received.

5. Special resolution for appointment of Mrs. Hema Pasupatheeswaran as Executive Director for a period of 3 years upto 31st March 2018.

Nature of resolution: Special Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	24	7196626
Total Number of Ballot Papers Received (Physical Voting)	21	3198792
Invalid Votes:		
E-voting	Nil	Nil

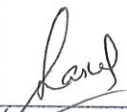


Physical Voting	1	20
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	19	6445554
Number of valid votes cast in favour of the Resolution (Physical Voting)	19	3198767
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	6	751077
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	92.77%	

Result: The resolution requiring requisite majority for passing as Special Resolution was received.

Therefore we recommend that you may declare the results as above.

For and on Behalf of Lakshmmi Subramanian & Associates



 Ms Lakshmmi Subramanian
 Senior Partner
 Scrutinizer

