



WPIL Limited

REGD. OFF. : "TRINITY PLAZA"
84/1A, TOPSIA ROAD (SOUTH), KOLKATA - 700 046
TEL. : (91 33) 4055 6800, FAX : (91 33) 4055 6835
WEB : <http://www.wpil.co.in>
CIN No. L36900WB1952PLC020274

June 16 , 2023

**Department Of Corporate Services, Listing
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street
MUMBAI- 400001**

Scrip Code: 505872

Dear Sirs

**Re: Scrutinizer's Report on Voting Results of business transacted through
Postal Ballot**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with [Rule20(4)(xvi) of the Companies (Management and Administration) Rules, 2014], we enclose Scrutinizer's Report in prescribed format on Results of Remote E-voting on resolutions specified in Postal Ballot Notice dated 9th February, 2023.

We further inform you that the Voting Results based on the Scrutinizer's Report have been filed in XBRL format.

Thanking you.

Yours faithfully

For WPIL LIMITED

**(U. CHAKRAVARTY)
GENERAL MANAGER (FINANCE)
AND COMPANY SECRETARY
Compliance officer**

Enclo. As stated above.



P. V. SUBRAMANIAN

B.Com., LL.B., ACS.

Company Secretary in Whole-time Practice

81/8, Regent Estate,

Kolkata-700 092.

Mobile: 98300 26425

Email: pvsm17@rediffmail.com

To,
WPIL LIMITED,
Trinity Plaza' 3rd Floor,
84/1A, Topsia Road (South),
Kolkata - 700046.

Report of Scrutinizer

I, P. V. Subramanian, Company Secretary in Whole-time Practice, (Membership No. ACS-4585 & CP No.2077) having my office at "Sampriti", 3rd Floor, 81/8, Regent Estate, Kolkata-700092, have been appointed by the Board of Directors of WPIL Limited ("the Company") as the Scrutinizer to conduct the Postal ballot process through electronic voting process ("remote e-voting") as well as through physical ballot form in respect of the following 4 (four) Resolutions:-

As Special Resolutions:

1. "Re-appointment of Mr. Prakash Agarwal (DIN: 00249468) as Managing Director and payment of remuneration for a period of 3 years with effect from November 1, 2022 through October 31, 2025" ;
2. "Re-appointment of Mr. K. K. Ganeriwala (DIN: 00408722) as Whole-time Director designated as Executive Director and payment of remuneration for a period of 3 years with effect from November 1, 2022 through October 31, 2025" ;
3. "Appointment of Mr. Brahma Prakash Khare (DIN: 02288814) as Whole-time Director designated as Executive Director (Operations) and payment of remuneration for a period of 3 years with effect from March 1, 2023 through February 28, 2026" ;

As Ordinary Resolution:

4. "Appointment of Mr. Ashok Kumar Pradhan (DIN: 07748272) as an Independent Director for a term of 5 years commencing from October 31, 2022 through October 30, 2027 (both days inclusive)";

pursuant to the Postal Ballot Notice dated February 9, 2023 issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended from time to time, and pursuant to other applicable laws, circulars, standards and regulations.

The Postal Ballot Notice dated February 9, 2023 along with statement setting out material facts under Section 102 of the Act in respect of the abovementioned



resolutions, as confirmed by the Company, was sent, via e-mail to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company / Depositories.

Members whose e-mail addresses were not registered with the Company / RTA/ Depositories were advised to download the Postal Ballot Notice and Postal Ballot Form from the website of the Company at www.wpil.co.in/investor-services.php

Members desiring to exercise vote by Postal Ballot were advised to complete the Postal Ballot Form and send it to the Scrutinizer, at Mr. P.V. Subramanian, C/o MCS Share Transfer Agent Limited, 383 Lake Gardens, 1st Floor, Kolkata-700045.

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, May 12, 2023 were entitled to vote on the resolutions as mentioned in the Notice.

The voting period for remote e-voting commenced on Wednesday, May 17, 2023 at 09:00 a.m. (IST) and ended on Thursday, June 15, 2023 at 05:00 p.m. (IST) and the NSDL e-voting module was disabled thereafter.

No Postal Ballot Form was received from any member in exercise of their vote(s) by Postal Ballot till the end time, i.e. 05.00 p.m. (IST) on June 15, 2023.

The votes cast under remote e-voting facility were thereafter unblocked by me in the presence of two persons who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions.

I now submit my Scrutinizer's Report on the results of the voting by postal ballot through the remote e-voting process in respect of the said 4 (four) Resolutions as under:-



Resolution 1: Special Resolution

"Re-appointment of Mr. Prakash Agarwal (DIN: 00249468) as Managing Director and payment of remuneration for a period of 3 years with effect from November 1, 2022 through October 31, 2025"

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes (shares) cast by them	% of total number of valid votes cast
109	7265948	96.2223

(ii) Voted against the resolution:

Number of members voted	Number of valid votes (shares) cast by them	% of total number of valid votes cast
9	285260	3.7777

(iii) Invalid votes:

Number of members voted	Number of votes cast (shares)
Nil	Does not arise.

Resolution 2: Special Resolution

"Re-appointment of Mr. K. K. Ganeriwala (DIN: 00408722) as Whole-time Director designated as Executive Director and payment of remuneration for a period of 3 years with effect from November 1, 2022 through October 31, 2025"

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes (shares) cast by them	% of total number of valid votes cast
100	7453150	95.9939

(ii) Voted against the resolution:

Number of members voted	Number of valid votes (shares) cast by them	% of total number of valid votes cast
19	311041	4.0061

(iii) Invalid votes:

Number of members voted	Number of votes cast (shares)
Nil	Does not arise.



Resolution 3: Special Resolution

"Appointment of Mr. Brahma Prakash Khare (DIN: 02288814) as Whole-time Director designated as Executive Director (Operations) and payment of remuneration for a period of 3 years with effect from March 1, 2023 through February 28, 2026"

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes (shares) cast by them	% of total number of valid votes cast
109	7478928	96.3260

(ii) Voted against the resolution:

Number of members voted	Number of valid votes (shares) cast by them	% of total number of valid votes cast
9	285260	3.6740

(iii) Invalid votes:

Number of members voted	Number of votes cast (shares)
Nil	Does not arise.

Resolution 4: Ordinary Resolution

"Appointment of Mr. Ashok Kumar Pradhan (DIN: 07748272) as an Independent Director for a term of 5 years commencing from October 31, 2022 through October 30, 2027 (both days inclusive)"

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes (shares) cast by them	% of total number of valid votes cast
109	7478928	96.3260

(ii) Voted against the resolution:

Number of members voted	Number of valid votes (shares) cast by them	% of total number of valid votes cast
9	285260	3.6740

(iii) Invalid votes:

Number of members voted	Number of votes cast (shares)
Nil	Does not arise.



Dated: June 15, 2023.
Place : Kolkata.

P. V. Subramanian
(P V SUBRAMANIAN)
Company Secretary in Whole-time Practice
ACS: 4585/C.P.No.: 2077
Peer Review Certificate No.: 1613/2021
UDIN: A004585E000481391

Countersigned by:

WPIL Limited
U. Chakravarty
U. Chakravarty
General Manager (Finance) &
Company Secretary