

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



2nd December, 2019

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 Postal Ballot

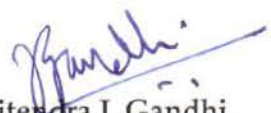
Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we are enclosing herewith the Voting Results of the Postal Ballot.

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



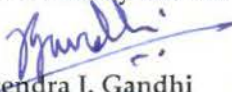
Encl.: a/a.

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

Date of the Postal Ballot Notice	22 nd October, 2019
Voting Start Date	31 st October, 2019
Voting End Date	29 th November, 2019
Date of the EGM/ Declaration of Voting Result of Postal Ballot	29 th November, 2019
Total number of shareholders on record-date / Cut - off date (18 th October, 2019)	12835
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not applicable

Resolution required: Item No. 1-Special Resolution			To consider and approve the issue and allotment of 12,50,000 equity shares on preferential basis to M/s. Edelweiss Asset Reconstruction Company Limited (EARC) as a Trustee of EARC Trust SC 145 as a part of restructuring of the debt as per SEBI ICDR Regulation as amended from time to time.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Share 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	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		13029561	100.0000	13029561	0	100.0000	0.0000
	Total		13029561	13029561	100.0000	13029561	0	100.0000
Public-Institutions	E-Voting	874653	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		874653	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	9815903	275	0.0028	73	202	26.5455	73.4545
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		565489	5.7609	565489	0	100.0000	0.0000
	Total		9815903	565764	5.7637	565562	202	99.9643
Total		23720117	13595325	57.3156	13595123	202	99.9985	0.0015

For Wanbury Limited


Jitendra J. Gandhi
Company Secretary





801, Embassy Centre, Plot No. 207, Jamnalal Bajaj Road, Nariman Point, Mumbai - 400 021
Tel. +91-22-22824639 / 22824659 / 7021597117 / 9137774259
Mob. + 91-9819888185 - E-mail: agarwalkala@gmail.com / admin@kalaagarwal.com

www.kalaagarwal.com

SCRUTINIZER'S REPORT

*[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of Companies
(Management and Administration) Rules, 2014]*

To,
The Board of Directors,
WANBURY LIMITED
BSEL Tech Park, 'B-Wing, 10th Floor,
Sector 30-A, Opp. Vashi Railway Station, Vashi,
Navi Mumbai - 400 703.

Dear Sir,

Sub: Passing of Resolutions through Postal Ballot and E-voting.

- i. I, Kala Agarwal, Practising Company Secretary, have been appointed as Scrutinizer by the Board of Directors of **Wanbury Limited ("the Company")** at their meeting held on 22nd October, 2019 for the purpose of scrutinizing the entire Postal Ballot voting process and e-voting process for;
 - To consider and approve the issue and allotment of 12,50,000 equity shares on preferential basis to M/s. Edelweiss Asset Reconstruction Company Limited (EARC) as a Trustee of EARC Trust SC 145 as a part of restructuring of the debt as per SEBI ICDR Regulation as amended from time to time:
- ii. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot for the resolutions contained in the notice of Postal Ballot. My responsibility as a Scrutinizer for postal ballot voting process and e-voting process is restricted to



make Scrutinizer's Report of the votes cast in favour or against the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting.

- iii. The Company have extended facility of e-voting to the Members of the Company through CDSL, from Thursday, 31st October, 2019 (09.00 a.m. IST) to Friday, 29th November, 2019 (05.00 p.m. IST).
- iv. The report on e-voting is based on the data downloaded from the e-voting platform provided by CDSL.
- v. The e-voting was scrutinized by me for verification of votes cast in favour and against the resolutions.
- vi. Particulars of all postal ballot forms received from the Members have been entered in a Register separately maintained for this purpose.
- vii. The postal ballot forms were kept under my safe custody in sealed and tamper proof Ballot boxes before commencing the scrutiny of such postal ballot forms.
- viii. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company/ List of beneficiaries.
- ix. All postal ballot forms received on Friday, 29th November, 2019 up to 05.00 P.M., the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
- x. Envelopes containing postal ballot forms received after 05.00 P.M. on Friday, 29th November, 2019 were not considered for my scrutiny.
- xi. I did not find any defaced or mutilated Ballot paper.
- xii. As requested by Management, I submit herewith my combined report on the results of postal ballot and e-voting as under:



SPECIAL BUSINESS:**Resolution 1: Special Resolution:**

To consider and approve the issue and allotment of 12,50,000 equity shares on preferential basis to M/s. Edelweiss Asset Reconstruction Company Limited (EARC) as a Trustee of EARC Trust SC 145 as a part of restructuring of the debt as per SEBI ICDR Regulation as amended from time to time:

Particulars	Remote E-voting			Voting By Physical Postal Ballot			Total Voting	
	No. of Voters	No. of Shares	Percent age %	No. of Postal Ballot Papers	No. of Shares	Percent tage %	No. of Shares	Percent tage %
Total Vote received	15	275	0.00	13	13595050	100	13595325	100
Less- Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	15	275	0.00	13	13595050	100	13595325	100
Voting with Assent	13	73	0.00	13	13595050	100	13595123	100
Voting with Dissent	2	202	100	--	--	--	202	100

Remarks: This Special resolution has been passed with requisite majority.

The details containing the list of equity shareholders who voted "For", "Against" and those whose votes were declared invalid for the resolution along with the postal ballot and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Yours Faithfully,



Kala Agarwal
Practicing Company Secretary
COP- 5356



Place: Mumbai
Date: 30th November, 2019
UDIN: F005976A000335008