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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 evoting conducted during the Extra Ordinary General Meeting of Wanbury Limited held on Thursday, 17th March, 2022 at 11:30 a.m. through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM').

I, Kala Agarwal, Practising 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 EOGM taken on the below mentioned resolutions at the **Extra Ordinary General Meeting of the Equity Shareholders of Wanbury Limited** held on Thursday, 17th March, 2022 at 11:30 A.M. through **Video Conferencing ('VC') /Other Audio Visual Means ('OAVM')**, submit my report as under:



The notice dated 17th February, 2022, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the EOGM 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 EOGM through VC / OAVM and who had not cast their vote earlier.

The book closure started from Thursday, 10th March, 2022 and ended on Thursday 17th March, 2022. The shareholders of the Company holding shares as on 10th March, 2022 were entitled to vote on the resolutions as contained in the Notice of the EOGM.

After the closure of e-voting at the EOGM, the report on e-voting done at the EOGM and the votes cast under remote e-voting facility prior to the EOGM 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 EOGM 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 EOGM on the resolutions contained in the notice of the EOGM.

My responsibility as Scrutinizer for the remote e-voting and e-voting during the EOGM 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 EOGM in respect of the said resolutions:

SPECIAL BUSINESS:

Item No. 1- Special Resolution-

Appointment of Mr. Binod Chandra Maharana (DIN - 07095774) 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
112	1,36,19,377	99.99%



(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	94	0.01%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Item No. 2- Special Resolution-

Appointment 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
112	1,36,19,377	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	94	0.01%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0



SPECIAL BUSINESS:

Item No. 3- Special Resolution-

Appointment of Ms. Anupama Vaidya (DIN - 02713517) 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
112	1,36,19,377	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	94	0.01%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Item No. 4 - Special Resolution-

Issue and allotment of Equity Shares on Preferential Basis.

(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	112	94.92%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	94	0.01%

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0



All of the above four (4) Resolutions mentioned in the Notice of the EOGM dated 17th February, 2022 as per the details mentioned above stand "PASSED" under Remote E-voting and voting conducted during the EOGM through E-voting with requisite majority and hence deemed to be passed as on the date of EOGM.

I hereby confirm that I am maintaining the Register received from CDSL electronically in respect of Remote E-voting conducted before the EOGM and E-voting conducted during the EOGM. 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: 17th March, 2022

UDIN: F005976C002971081