

**Ref: WFBL/BSE/OUTCOME-AGM/SEPTEMBER 2023**

**Date: 06-09-2023**

To,  
Department of Corporate Services,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001

Ref : **Wardwizard Foods and Beverages Ltd (Formerly Known as Vegetable Products Limited (Scrip Code: BSE 539132)).**

**Subject: Outcome of Annual General Meeting of the Company and Disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

We wish to inform you that Annual General Meeting ('AGM') of the Company was held on **Tuesday, 05<sup>th</sup> September, 2023** through Video conferencing (VC) at 03:00 P.M and concluded at 3.53 P.M.

All the items of the business as mentioned in the AGM notice dated **04<sup>th</sup> August, 2023** has been transacted and all the resolutions have been passed by the Members with requisite majority by way of remote e-voting.

The details of business transacted and approved by the Members are as under;

1. Adoption of the Audited Financial Statements as at 31<sup>st</sup> March, 2023.(Ordinary Resolution)
2. Appointment of Mr. Sanjay Mahadev Gupte (DIN: 08286993) as a Director liable to retire by rotation. (Ordinary Resolution)
3. Approval for Material Related Party Transaction (s) under section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015. (Special Resolution)
4. Increasing Borrowing limits of the board of directors of the company under section 180 of the companies act, 2013. (Special Resolution)
5. Authorization to make Loan(s) and give Guarantee(s), provide Security (ies) or make Investments (Special Resolution)
6. Authorization to advance any loan or give any guarantee or provide any security under section 185 of the companies act, 2013(Special Resolution)

In this connection, please find enclosed the following;

- a) Voting Result as required under Regulation 44 of SEBI (LODR), Regulations.
- b) Scrutinizer Report dated 06<sup>th</sup> September, 2023

Kindly take the above intimation in your record.

**Thanking You**

**For Wardwizard Foods and Beverages Limited  
(Formerly Known as Vegetable Products Limited)**

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**Bhoomi Talati**  
**Company Secretary & Compliance Officer**



## Voting Results

Date of the AGM/EGM/Notice of Postal Ballot	<b>05-09-2023</b>
Record date	<b>29-08-2023</b>
Total number of shareholders on record date	6590
<b>No. of shareholders present in the, meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	Not Applicable Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public:	<b>1</b> <b>49</b>

Resolution required: (Ordinary/ <del>Special</del> )			Item No. 1 – Adoption of the Audited Financial Statements as at 31 <sup>st</sup> March, 2023					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Shares held  (1)	No. of Votes Polled  (2)	No. of Votes 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	11,16,05,212	10,79,04,212	96.6838	10,79,04,212	0.00	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11,16,05,212	10,79,04,212	96.6839	10,79,04,212	0.00	100.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
<b>Total</b>		21,25,40,000	13,16,86,512	61.9585	13,16,86,370	142	99.9999	0.0001

Resolution required: (Ordinary/ <del>Special</del> )			Item No. 2 – Appointment of Mr. Sanjay Mahadev Gupte (DIN: 08286993) as a Director liable to retire by rotation					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of Shares 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	111605212	27476053	24.6190	27476053	0.00	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	111605212	27476053	24.6190	27476053	0.00	100.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	100934788	23782300	23.5620	23782158	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	100934788	23782300	23.5620	23782158	142	99.9994	0.0006
<b>Total</b>		212540000	51258353	24.1170	51258211	142	99.9997	0.0003

\* Note: Mr. Yatin Sanjay Gupte ((DIN: 07261150) (Director and Promoter) have voted for 4,89,52,106 number of Equity shares and Wardwizard Solutions Private Limited Holding 3,14,76,053 are interested in the above mentioned resolution, hence e-voting done by them are not considered.

Resolution required: (Ordinary/ Special)			Item No. 3 – To Approval for Material Related Party Transaction (s) under section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of Shares 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	11,16,05,212	*0.00	0.00	*0.00	0.00	0.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11,16,05,212	0.00	0.00	0.00	0.00	0.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	10,09,34,788	2,37,82,300	23.5620	2,37,82,300	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	10,09,34,788	2,37,82,300	23.5620	2,37,82,300	142	99.9994	0.0006
<b>Total</b>		21,25,40,000	2,37,82,300	11.1896	2,37,82,300	142	99.9994	0.0006

\*Mr. Yatin Sanjay Gupte, (Director) holding 4,89,52,106 equity shares, Sheetal Mandar Bhalerao (Managing Director) holding 2,74,76,053 Equity shares, Wardwizard Solution India Private Limited Holding 3,14,76,053 Equity shares are interested in the above mentioned resolution, hence e-voting done by them are not considered.

Resolution required: (Ordinary/ Special)			Item No. 4 – Increasing Borrowing limits of the board of directors of the company under section 180 of the companies act, 2013					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Shares 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	11,16,05,212	10,79,04,212	96.6838	10,79,04,212	0.00	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11,16,05,212	10,79,04,212	96.6839	10,79,04,212	0.00	100.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
<b>Total</b>		21,25,40,000	13,16,86,512	61.9585	13,16,86,370	142	99.9999	0.0001

Resolution required: ( <del>Ordinary</del> / Special)			Item No. 5 – Authorization to make Loan(s) and give Guarantee(s), provide Security (ies) or make Investments					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Shares 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	11,16,05,212	10,79,04,212	96.6838	10,79,04,212	0.00	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11,16,05,212	10,79,04,212	96.6839	10,79,04,212	0.00	100.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
<b>Total</b>		21,25,40,000	13,16,86,512	61.9585	13,16,86,370	142	99.9999	0.0001

Resolution required: (Ordinary/ Special)			Item No. 6 – Authorization to advance any loan or give any guarantee or provide any security under section 185 of the companies act, 2013					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Shares 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	11,16,05,212	10,79,04,212	96.6838	10,79,04,212	0.00	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11,16,05,212	10,79,04,212	96.6839	10,79,04,212	0.00	100.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
<b>Total</b>		21,25,40,000	13,16,86,512	61.9585	13,16,86,370	142	99.9999	0.0001





**POOJA AMIT GALA**

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

Vasantleela CHS, Aarti Bldg, Flat No 104,  
Ghodbunder Road, Thane West - 400615  
cspoojagala@gmail.com  
8355959800

**SCRUTINIZER REPORT**

To,  
The Chairman,  
**Wardwizard Foods and Beverages Limited (Formerly known as Vegetable Products Limited)**  
**Registered Office:** Old Nimta Road, Nandan Nagar, Belghoria Kolkata WB 700083  
**Corporate Office:** 418, GIDC Estate POR Ramangamdi Vadodara GJ 391243 IN

**Sub:** SCRUTINIZER REPORT ON REMOTE E-VOTING CONDUCTED PURSUANT TO THE PROVISIONS OF SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULES 20 OF THE COMPANIES (MANAGEMENT & ADMINISTRATION) RULES 2014 AS AMENDED BY COMPANIES (MANAGEMENT & ADMINISTRATION) AMENDED RULES, 2015 ANNUAL GENERAL MEETING ('AGM) OF THE EQUITY SHAREHOLDERS OF **Wardwizard Foods and Beverages Limited (Formerly known as Vegetable Products Limited)** HELD ON **TUESDAY, SEPTEMBER 05, 2023 AT 03.00 P.M.** THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO VISUAL MEANS (OAVM).

Dear Sir,

I, Pooja Amit Gala, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors in its meeting held on **04<sup>th</sup> August, 2023** of **Wardwizard Foods and Beverages Limited (Formerly known as Vegetable Products Limited)** ("Company") for the purpose of scrutinizing the remote E-voting process in fair and transparent manner and ascertaining the requisite majority of Annual General Meeting held on **Tuesday, 05<sup>th</sup> September, 2023, at 03:00 P.M.** through video conferencing (VC)/ other audio visual means (OAVM) on agenda items contained in Notice dated **04<sup>th</sup> August, 2023**, submit my report as under;

<u>Resolution No.</u>	<u>Type of Resolution</u>	<u>Particulars</u>
1.	Ordinary Resolution	Adoption of the Audited Financial Statements as at 31 <sup>st</sup> March, 2023
2.	Ordinary Resolution	Appointment of Mr. Sanjay Mahadev Gupte (DIN: 08286993) as a Director laible to retire by rotation.
3.	Special Resolution	Approval for Material Related Party Transaction (s) under section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015
4.	Special Resolution	Increasing Borrowing limits of the board of directors of the company under section 180 of the companies act, 2013.
5.	Special Resolution	Authorisation to make Loan(s) and give Guarantee(s), provide Security (ies) or make Investments
6.	Special Resolution	Authorisation to advance any loan or give any guarantee or provide any security under section 185 of the companies act, 2013

I, Submit the Report as under:

1. In compliance with applicable provisions of the Companies Act, 2013 ("Act"), the various relevant Ministry of Corporate affairs ("MCA") General Circular Nos. 14/2020 dated April 8, 2020, 17 /2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21 /2021 dated December 14, 2021 and 02/2022 dated May 05, 2022 and general circular no 11/2022 dated December 28, 2022 and Securities and Exchange Board of India ("SEBI") circular nos. SEBI/HO/CFD/CMD-1 /CIR/P /2020/79 dated May 12, 2020, SEBI/HO/CFD /CMDVCIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2 /CIR/P/2022/62 dated May 13, 2022 and circular no. SEBI/ HO/CFD/ PoD-2/P/ CIR/ 2023/ 4 dated January 5, 2023 issued by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Annual General Meeting of the Company will be held through VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM) informed to shareholders prior to dispatched of Notice of Annual general Meeting to shareholders through advertisement was published in **Business Standard (English newspaper- All Editions), Arthik Lipi (Bengali Newspaper, Kolkata Edition)** on **05<sup>th</sup> August, 2023**.





**POOJA AMIT GALA**

Practicing Company Secretaries

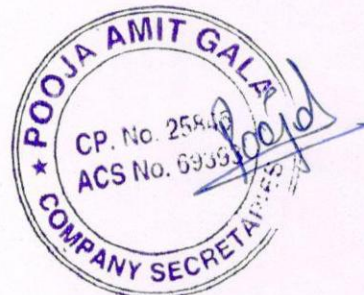
Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

Vasanteela CHS, Aarti Bldg, Flat No 104,  
Ghodbunder Road, Thane West - 400615  
cspoojagala@gmail.com  
8355959800

2. Pursuant to various relevant General Circular issued by the by the Ministry of Corporate Affairs in the year 2020-2021, and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2 /CIR/P/2022/62 dated May 13, 2022 and circular no. SEBI/ HO/CFD/ PoD-2/P/ CIR/ 2023/ 4 dated January 5, 2023 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), advertisement was published in **Financial Express (All Editions - English newspaper) and Arthik Lipi (Bengali newspaper) on 13<sup>th</sup> August, 2023** specifying the date and time of the AGM, availability of the notice on company's website and website of the Stock exchange, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AG etc.
3. The Company has informed that on the basis of Register of members, it has completed dispatched of Notice Annual general Meeting on **11<sup>th</sup> August, 2023** by E-mail (who had registered their email ids). This is in compliance with the various relevant General Circular issued by the Ministry of Corporate Affairs, and Securities and Exchange Board of India ("SEBI") Circular dated 12th May, 2020 and 15th January 2021 ('SEBI Circulars').
4. The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote E-Voting and e-voting during the AGM to the shareholders from **02<sup>nd</sup> September, 2023 (9.00 A.M.) to 04<sup>th</sup> September, 2023 (5.00 P.M.)**. On completion of e-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and administration) Amendment Rule, 2015.
5. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on **11<sup>th</sup> August, 2023**.
6. Voting rights were reckoned as on **29<sup>th</sup> August, 2023**, being cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.
7. On completion of e-voting during the AGM, I unblocked the result of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and download the result.
8. On scrutiny, I report that out of 6590 shareholders, 81 (Eighty One) shareholders had cast their votes through remote e-voting.
9. Consolidated result (**EVEN: 124977**)( ISIN: **INE761D01021**) and with respect to each item on the agenda as set out in the Notice of the AGM dated **04<sup>th</sup> August, 2023** is enclosed herewith;

**\*\*Note : As on 29<sup>th</sup> August, 2023 i.e the cut-off date for this AGM , the capital of the company was 21,25,40,000. The Company has allotted 1,96,00,000 number of equity shares on 04<sup>th</sup> August, 2023 pursuant to conversion of warrants on preferential basis to Promoters/ promoter groups of the Company, for which trading approval is awaited.**





**POOJA AMIT GALA**

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

Vasantleela CHS, Aarti Bldg, Flat No 104,  
Ghodbunder Road, Thane West - 400615

cspoojagala@gmail.com

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**ITEM NO. 1- Ordinary Resolution: Adoption of the Audited Financial Statements as at 31<sup>st</sup> March, 2023**

Total No. of Shareholders	6590						
Total No. of Shares	21,25,40,000						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 02 <sup>nd</sup> September, 2023 to 04 <sup>th</sup> September, 2023						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through Remote e-Voting	A	81	13,16,86,512	76	13,16,86,370	5	142
Total Votes Cast through e-voting at the AGM	B	0	0	0	0	0	0
Grand Total of remote e-voting/ e-voting at the AGM (A+B)	C	81	13,16,86,512	76	13,16,86,370	5	142

Category	Mode of Voting	No. of Shares 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	11,16,05,212	10,79,04,212	96.6838	10,79,04,212	0.00	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11,16,05,212	10,79,04,212	96.6839	10,79,04,212	0.00	100.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
Total		21,25,40,000	13,16,86,512	61.9585	13,16,86,370	142	99.9999	0.0001





**POOJA AMIT GALA**

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

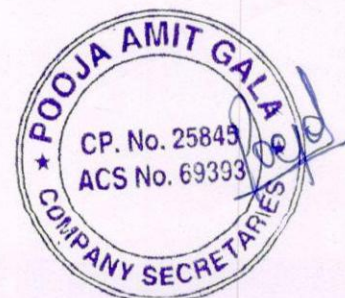
Vasantleela CHS, Aarti Bldg, Flat No 104,  
Ghodbunder Road, Thane West - 400615  
cspoojagala@gmail.com  
8355959800

**ITEM NO. 2- Ordinary Resolution: Appointment of Mr. Sanjay Mahadev Gupte (DIN: 08286993) as a Director laible to retire by rotation**

Total No. of Shareholders	6590						
Total No. of Shares	21,25,40,000						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 02 <sup>nd</sup> September, 2023 to 04 <sup>th</sup> September, 2023						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through Remote e-Voting	A	*81	*13,16,86,512	76	*13,16,86,370	5	142
Total Votes Cast through e-voting at the AGM	B	0	0	0	0	0	0
Grand Total of remote e-voting/ e-voting at the AGM (A+B)	C	*81	*13,16,86,512	76	*13,16,86,370	5	142

Category	Mode of Voting	No. of Shares 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	111605212	27476053	24.6190	27476053	0.00	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	111605212	*27476053	24.6190	*27476053	0.00	100.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	100934788	23782300	23.5620	23782158	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	100934788	23782300	23.5620	23782158	142	99.9994	0.0006
Total		212540000	51258353	24.1170	51258211	142	99.9997	0.0003

\* Note: Mr. Yatin Sanjay Gupte ((DIN: 07261150) (Director and Promoter) have voted for 4,89,52,106 number of Equity shares and Wardwizard Solutions Private Limited Holding 3,14,76,053 are interested in the above mentioned resolution, hence e-voting done by them are not considered.



**POOJA AMIT GALA**

Practicing Company Secretaries

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**ITEM NO. 3- Special Resolution: To Approval for Material Related Party Transaction (s) under section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015**

Total No. of Shareholders	6590						
Total No. of Shares	21,25,40,000						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 02 <sup>nd</sup> September, 2023 to 04 <sup>th</sup> September, 2023						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through Remote e-Voting	A	*81	*13,16,86,512	76	*13,16,86,370	5	142
Total Votes Cast through e-voting at the AGM	B	0	0	0	0	0	0
Grand Total of remote e-voting/ e-voting at the AGM (A+B)	C	*81	*13,16,86,512	76	*13,16,86,370	5	142

Category	Mode of Voting	No. of Shares 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	11,16,05,212	* 0.00	0.00	*0.00	0.00	0.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11,16,05,212	*0.00	0.00	*0.00	0.00	0.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
Total		21,25,40,000	2,37,82,300	11.1896	2,37,82,158	142	99.9994	0.0006

\*Mr. Yatin Sanjay Gupte, (Director) holding 4,89,52,106 equity shares, Sheetal Mandar Bhalerao (Managing Director) holding 2,74,76,053 Equity shares, Wardwizard Solution India Private Limited Holding 3,14,76,053 Equity shares are interested in the above mentioned resolution, hence e-voting done by them are not considered.



**POOJA AMIT GALA**

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

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8355959800

**ITEM NO. 4- Special Resolution: Increasing Borrowing limits of the board of directors of the company under section 180 of the companies act, 2013**

Total No. of Shareholders	6590						
Total No. of Shares	21,25,40,000						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 02 <sup>nd</sup> September, 2023 to 04 <sup>th</sup> September, 2023						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through Remote e-Voting	A	81	13,16,86,512	76	13,16,86,370	5	142
Total Votes Cast through e-voting at the AGM	B	0	0	0	0	0	0
Grand Total of remote e-voting/ e-voting at the AGM (A+B)	C	81	13,16,86,512	76	13,16,86,370	5	142

Category	Mode of Voting	No. of Shares 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	11,16,05,212	10,79,04,212	96.6838	10,79,04,212	0.00	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11,16,05,212	10,79,04,212	96.6839	10,79,04,212	0.00	100.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
Total		21,25,40,000	13,16,86,512	61.9585	13,16,86,370	142	99.9999	0.0001





# POOJA AMIT GALA

Practicing Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

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Ghodbunder Road, Thane West - 400615

cspoojagala@gmail.com

8355959800

## ITEM NO. 5- Special Resolution: Authorisation to make Loan(s) and give Guarantee(s), provide Security (ies) or make

### Investments

Total No. of Shareholders	6590						
Total No. of Shares	21,25,40,000						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 02 <sup>nd</sup> September, 2023 to 04 <sup>th</sup> September, 2023						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through Remote e-Voting	A	81	13,16,86,512	76	13,16,86,370	5	142
Total Votes Cast through e-voting at the AGM	B	0	0	0	0	0	0
Grand Total of remote e-voting/ e-voting at the AGM (A+B)	C	81	13,16,86,512	76	13,16,86,370	5	142

Category	Mode of Voting	No. of Shares 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	11,16,05,212	10,79,04,212	96.6838	10,79,04,212	0.00	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11,16,05,212	10,79,04,212	96.6839	10,79,04,212	0.00	100.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
Total		21,25,40,000	13,16,86,512	61.9585	13,16,86,370	142	99.9999	0.0001





**POOJA AMIT GALA**

Practising Company Secretaries

Membership No: 69393/Cop No: 25845

Peer Review Certificate No: 2423/2022

Vasantleela CHS, Aarti Bldg, Flat No 104,  
Ghodbunder Road, Thane West - 400615

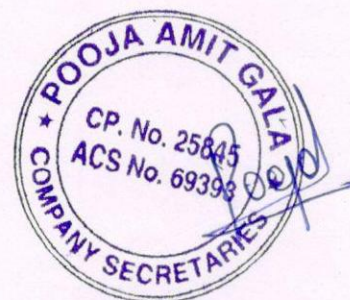
cspoojagala@gmail.com

8355959800

**ITEM NO. 6- Special Resolution: Authorisation to advance any loan or give any guarantee or provide any security under section 185 of the companies act, 2013**

Total No. of Shareholders	6590						
Total No. of Shares	21,25,40,000						
Receipt of Postal Ballot Forms	Not Applicable						
E-Voting start date & end date	From 02 <sup>nd</sup> September, 2023 to 04 <sup>th</sup> September, 2023						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through Remote e-Voting	A	81	13,16,86,512	76	13,16,86,370	5	142
Total Votes Cast through e-voting at the AGM	B	0	0	0	0	0	0
Grand Total of remote e-voting/ e-voting at the AGM (A+B)	C	81	13,16,86,512	76	13,16,86,370	5	142

Category	Mode of Voting	No. of Shares 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	11,16,05,212	10,79,04,212	96.6838	10,79,04,212	0.00	100.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11,16,05,212	10,79,04,212	96.6839	10,79,04,212	0.00	100.00	0.00
Public-Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Poll	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
	Total	0.00	0.00	0.00	0.00	0.00	0.0000	0.0000
Public-Non Institutions	E-Voting	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	10,09,34,788	2,37,82,300	23.5620	2,37,82,158	142	99.9994	0.0006
Total		21,25,40,000	13,16,86,512	61.9585	13,16,86,370	142	99.9999	0.0001







**POOJA AMIT GALA**

**Practicing Company Secretaries**

Membership No: 69393/Cop No: 25845  
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cspoojagala@gmail.com  
8355959800

Percentage of Votes cast in favor: 100.00%

Percentage of Votes cast against: 00.00%

Based on the aforesaid result, we report that Item Nos. 01 to 06 of the Notice of the AGM dated 04<sup>th</sup> August, 2023 have been passed with the requisite majority.

I further report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with. I further report that, the records maintained by me including the data as obtained from NSDL, the Service Provider for the e-voting facility extended by them and other related data/papers are in my safe custody which will be handed over to the Company Secretary of the Company.

I thank you for the opportunity given to act as a Scrutinizer for the above AGM held through Video conferencing.

Thanking You,  
Yours Faithfully,



**Pooja Amit Gala**  
**(Practicing Company Secretary)**

ACS No: 69393

COP No: 25845

ICSI UDIN: A069393E000954189

Peer Review Number: 2423/2022

Date:- 06-09-2023

Place: Thane