

wi WELTERMAN INTERNATIONAL LTD.

Registered Office & Factory
Plot No. 1135, At. & Po. Lamdapura, Lamdapura Road, Tal. Savli, Dist Vadodara (Gujarat) 391775 (India)
Email : welterman.baorda52@gmail.com

Annexure -1

Disclosures as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| | |
|---|--|
| Date of AGM/EGM | Monday, 25 th September, 2017 |
| Total Number of Shareholders as on record date | 3865 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | 2 18 |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public | Nil |





WELTERMAN INTERNATIONAL LTD.

Registered Office & Factory

Plot No. 1135, At. & Po. Lamdapura, Lamdapura Road, Tal. Savli, Dist Vadodara (Gujarat) 391775 (India)
Email : walterman.baorda52@gmail.com

| Resolution required: (Ordinary/ Special) : Ordinary | | | 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March 2017, together with the Reports of Board of Directors and Auditors thereon. | | | | | |
|---|-------------------------------|--------------------|--|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes In favour | No. of Votes against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]* 100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 2013700 | 6000 | 0.2980 | 6000 | 0 | 100.00 | 0.00 |
| | Poll | | 7500 | 0.3724 | 7500 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 13500 | 0.6704 | 13500 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | 60000 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Non Institutions | E-Voting | 2367600 | 22500 | 0.9503 | 22500 | 0 | 100.00 | 0.00 |
| | Poll | | 1700 | 0.0718 | 1700 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 24200 | 1.0221 | 24200 | 0 | 100.00 | 0.00 |
| Total | | 4441300 | 37700 | 0.8489 | 37700 | 0 | 100.00 | 0.00 |



WELTERMAN INTERNATIONAL LTD.

Registered Office & Factory

Plot No. 1135, At. & Po. Lamdapura, Lamdapura Road, Tal. Savli, Dist Vadodara (Gujarat) 391775 (India)
Email : welterman.baorda52@gmail.com

| Resolution required: (Ordinary/ Special) : Ordinary | | | 2. To appoint a Director in place of Ms. Shamim Sheikh (DIN.02528327), who retires by rotation and being eligible, offers herself for reappointment. | | | | | |
|---|-------------------------------|--------------------|--|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes In favour | No. of Votes against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]* 100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 2013700 | 6000 | 0.2980 | 6000 | 0 | 100.00 | 0.00 |
| | Poll | | 7500 | 0.3724 | 7500 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 13500 | 0.6704 | 13500 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | 60000 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Non Institutions | E-Voting | 2367600 | 22500 | 0.9503 | 22500 | 0 | 100.00 | 0.00 |
| | Poll | | 1700 | 0.0718 | 1700 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | | 24200 | 1.0221 | 24200 | 0 | 100.00 | 0.00 |
| Total | | 4441300 | 37700 | 0.8489 | 37700 | 0 | 100.00 | 0.00 |



WELTERMAN INTERNATIONAL LTD.

Registered Office & Factory
Plot No. 1135, At. & Po. Lamdapura, Lamdapura Road, Tal. Savli, Dist Vadodara (Gujarat) 391775 (India)
Email : welterman.baorda52@gmail.com

| Resolution required: (Ordinary/ Special) : Ordinary | | | 3. To appoint Statutory Auditors and fix their remuneration. | | | | | |
|---|-------------------------------|--------------------|--|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes In favour | No. of Votes against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]* 100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 2013700 | 6000 | 0.2980 | 6000 | 0 | 100.00 | 0.00 |
| | Poll | | 7500 | 0.3724 | 7500 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 13500 | 0.6704 | 13500 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | 60000 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Non Institutions | E-Voting | 2367600 | 22500 | 0.9503 | 22500 | 0 | 100.00 | 0.00 |
| | Poll | | 1700 | 0.0718 | 1700 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 24200 | 1.0221 | 24200 | 0 | 100.00 | 0.00 |
| Total | | 4441300 | 37700 | 0.8489 | 37700 | 0 | 100.00 | 0.00 |

Thanking You,
Welterman International Limited

Mansi N. Vyas
Company Secretary





CS Devesh A. Pathak

B.Com., LL.B., F.C.S.

CS Vimal Betai

B.Com., A.C.S.

PHONE : 0265-2362962 TEL/FAX : 0265-2362718
E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

DEVESH VIMAL & CO.
PRACTISING COMPANY SECRETARIES

204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE
SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

TO
CHAIRMAN,
WELTERMAN INTERNATIONAL LIMITED
PLOT NO 1135 AT & POST-MANJUSAR,
LAMDAPURA ROAD, TALUKA- SAVLI,
VADODARA, GUJARAT- 391775

Dear Sir,

1. I, Devesh A. Pathak, Practising Company secretary in Practice, have been appointed as scrutinizer by
 - (i) The Board of Directors of Welterman International Limited at its Meeting held on 14th August, 2017 for the purpose of conducting the e-voting process in respect of all shareholders' resolutions to be passed at the 25th Annual General Meeting (AGM) pursuant to Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of Section 108 of the Companies Act, 2013 ('the Act') and Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules') and
 - (ii) The Chairman of the 25th Annual General meeting held on 25th September, 2017 to conduct a poll under the provisions of Section 108 and other applicable provisions, if any, of the Act read with Rule 20 of the Rules, in respect of the resolutions to be passed at the AGM of the members of the Company, held at the Regd. Office of the Company Plot No. 1135 AT & POST-Manjusar, Lamdapura Road, Taluka, Savli, Vadodara, Gujarat-391775.
2. The management of the Company is responsible to ensure the compliance with the requirements of Clause 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Act and Rules relating to e-voting and poll in respect of the aforesaid resolutions. My responsibility as a scrutinizer for the e-voting process and for poll at AGM is restricted to make a 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 Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at the AGM.
3. I have issued separate Scrutinizer's Report dated 27th September, 2017 on the e-voting separate report dtd. 27th September, 2017 on the poll on the aforesaid resolutions. As requested by the management, I submit combined report for e-voting and poll in respect of aforesaid resolutions as follows:






| Sr. No. | Particulars Ballots/E-Votes | 1. Resolution-1 To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March 2017, together with the Reports of Board of Directors and Auditors thereon. (Ordinary Resolution) | | | | | | |
|---------|------------------------------------|---|----------------|-------|--------------|------------|--------|-------|
| | | No. of Ballots in poll /Electronic Votes (including ballot) | | | No. of Votes | | | % |
| | | No. of Ballots in poll | No. of E-Votes | Total | Physical | Electronic | Total | Total |
| 1 | BALLOTS/E-VOTES RECEIVED | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | |
| 2 | LESS: INVALID BALLOTS/E-VOTES | 0 | 0 | 0 | 0 | 0 | 0 | |
| 3 | VALID BALLOTS/E-VOTES | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | 100 |
| 4 | BALLOTS/E-VOTES IN FAVOUR | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | 100 |
| 5 | BALLOTS/E-VOTES AGAINST | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | TOTAL VALID BALLOTS/E-VOTES | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | 100 |

| Sr. No. | Particulars Ballots/E-Votes | Resolution-2 To appoint a Director in place of Ms. Shamim Sheikh (DIN.02528327), who retires by rotation and being eligible, offers herself for reappointment (Ordinary Resolution) | | | | | | |
|---------|------------------------------------|---|----------------|-------|--------------|------------|--------|-------|
| | | No. of Ballots in poll /Electronic Votes (including ballot) | | | No. of Votes | | | % |
| | | No. of Ballots in poll | No. of E-Votes | Total | Physical | Electronic | Total | Total |
| 1 | BALLOTS/E-VOTES RECEIVED | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | |
| 2 | LESS: INVALID BALLOTS/E-VOTES | 0 | 0 | 0 | 0 | 0 | 0 | |
| 3 | VALID BALLOTS/E-VOTES | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | 100 |
| 4 | BALLOTS/E-VOTES IN FAVOUR | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | 100 |
| 5 | BALLOTS/E-VOTES AGAINST | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | TOTAL VALID BALLOTS/E-VOTES | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | 100 |

Shamim Sheikh

**DEVESH VIMAL & CO.**

PRACTISING COMPANY SECRETARIES

Continuation Sheet.....

| Sr. No. | Particulars | Resolution-3 To appoint Statutory Auditors and fix their remuneration (Ordinary Resolution) | | | | | | |
|------------|--|--|--------------------|-------|--------------|------------|--------|-------|
| | | No. of Ballots in poll /Electronic Votes (including ballot) | | | No. of Votes | | | % |
| | | No. of Ballots in poll | No. of E- Votes | Total | Physical | Electronic | Total | Total |
| 1 | BALLOTS/E-VOTES RECEIVED | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | |
| 2 | LESS: INVALID BALLOTS/E-VOTES | 0 | 0 | 0 | 0 | 0 | 0 | |
| 3 | VALID BALLOTS/E- VOTES | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | 100 |
| 4 | BALLOTS/E-VOTES IN FAVOUR | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | 100 |
| 5 | BALLOTS/E-VOTES AGAINST | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | TOTAL VALID BALLOTS/E-VOTES | 11 | 13 | 24 | 9,200 | 28,500 | 37,700 | 100 |

(4) I have handed over related papers/ registers and records for safe custody to Ms. Mansi.N.Vyas, Company Secretary of the Company authorized by the board to supervise the process.

(5) You may accordingly declare the result of voting.

Thanking You,

Yours faithfully,

CS DEVESH A. PATHAK
Practising Company Secretary
Membership no. FCS 4559

Place: Vadodara
Date: 27th September, 2017