

Registered Office & Factory

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

Date: 27/04/2019
WIL/LODR/2019-20/07

To,
The Manager
Department of Corporate Relationship
BSE Limited
25th P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001

Ref: - Scrip Code: 526431

Subject: Voting Results of Postal Ballots (including e- voting) pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(hereinafter referred to as "The Listing Regulations") along with Scrutinizer Report.

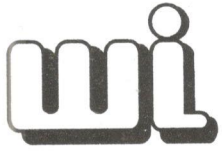
Dear Sir/Madam,

Pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, 2015, the Company conducted Postal Ballot (including e-voting) for seeking approval of shareholders to authorize Board of Directors for Sale, Lease or Disposal of Fixed Assets of the Company pursuant to section 180(1) (a), Section 110 and any other provisions, applicable, if any of the Companies Act, 2013.

In this context, we wish to inform you that the shareholders of the Company have approved the aforesaid special resolutions with requisite majority.

Enclosed herewith are the results of Postal Ballot (including e- voting) in the format prescribed under Regulation 44 of the Listing Regulations (Annexure -1) along with the Scrutinizers Report (Annexure -2) dated 26th April, 2019.





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

You are requested to kindly take the above mentioned information and documents on your records.

Thanking you,

Yours faithfully,

For Welterman International Limited


Mansi Vyas
Company Secretary



Enclosures:

1. Annexure-1: Report under Regulation 44 of the Listing Regulations
2. Annexure-2: Scrutinizers Report

Annexure – 1

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

Date of the AGM/EGM	NA
Total number of shareholders on record date/ cut off date (i.e. the cut-off date for determining shareholders entitled to e-voting - March15,2019)	3,853
No. of shareholders present in the meeting in person or through proxy	
- Promoters and Promoter group	NA
- Public	NA
No. of shareholders attended the meeting through Video conferencing	
- Promoters and Promoter Group	NA
- Public	NA



Resolution Required: (Special)		Approval of members to authorize Board of Directors of the Company to Sale, Lease or otherwise Dispose off whole or substantially whole Fixed Assets at Lamdapura pursuant to section 180 (1)(a) of the Companies Act, 2013						
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 outstandin g shares =[(2)/1]* 100	No. of Votes - in favour	No. of Votes- against	% of votes in favour on votes polled =[(4)/2]] * 100	% of votes against on votes polled =[(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter group	E-Voting	2013600	2005500	99.5977	2005500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		100	0.0050	100	0	100.0000	0.0000
	Total		2005600	99.6027	2005600	0	100.0000	0.0000
Public Institutions	E-Voting	60000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2367700	22300	0.9418	22300	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		5801	0.2450	5801	0	100.0000	0.0000

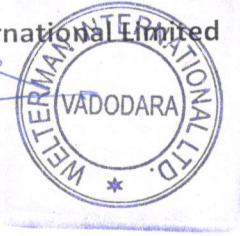


	Total		28101	1.1868	28101	0	100.0000	0.0000
Grand Total		4441300	2033701	45.7907	2033701	0	100.0000	0.0000

For Welterman International Limited

Mansi Vyas

Mansi Vyas
Company Secretary





CS Devesh A. Pathak
B.Com., LL.B., F.C.S.

DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES

REGD. INSOLVENCY PROFESSIONAL

REGD. TRADE MARKS AGENT

PHONE : (0265) 2562158 / 75 MOBILE : 98240 92589
E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

FIRST FLOOR, 51, UDYOGNAGAR SOCIETY, .
NEAR AYURVEDIC COLLEGE, OUTSIDE PANIGATE,
VADODARA-390 019

SCRUTINIZER'S COMBINED REPORT

To,

Board of Directors

WELTERMAN INTERNATIONAL LIMITED

Plot no 1135 at & post-Manjusar

Lamdapura road, Ta- Savli

Dist- Vadodara

Date-26th April, 2019

Dear Sir,

1. The Board of Directors of WELTERMAN INTERNATIONAL LIMITED ('the Company') has appointed me as a Scrutinizer on 15th March, 2019 for conducting the Postal Ballot voting process (including e-voting) for **seeking approval on the resolutions mentioned below, subject to approval of requisite authorities.**
2. In this Backdrop, I submit my report as under.
 - a) I have been informed by the Company that the dispatch of notice in respect of Postal Ballot Forms along with postage prepaid business reply envelope to its members pursuant to Section 110 of the Companies Act, 2013 completed on 26th March, 2019.
 - b) The notice of dispatch was published in two newspapers i.e. 'Business Standard' Ahmedabad edition of English language and 'Lok satta' Vadodara edition of Gujarati language on 27th March, 2019. The Company has also provided e-voting facility to its shareholders.
 - c) Particulars of all the physical Postal Ballot Forms received from the Shareholders as also e-voting by the Shareholders have been entered in a Register as per Annexure - A & B respectively separately maintained for the purpose.
 - d) The Postal Ballot Forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot Forms.





e) All Postal Ballot Forms (physical & electronic both) received up to the close of working hours on the last date and time fixed by the Company were considered for my scrutiny.

f) I did not find any defaced or mutilated Postal Ballot Forms.

3. A summary of the Postal Ballot Forms (including e-voting) from shareholders received is given below:

Sr. No.	Particulars	Resolution-1: To authorize Board of Directors of the Company to sell, Lease or otherwise dispose off whole or substantially whole fixed assets at Lamdapura pursuant to Section 180 (1)(a) of the Companies Act, 2013 (Special Resolution).						
		No. of Postal Ballots /Electronic Votes			No. of Votes			%
		No. of Envelopes	No. of E-Voter	Total	No. of Shares (through Postal Ballot)	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	24	13	37	6700	2027800	2034500	
2	LESS: INVALID BALLOTS/E-VOTES	0	0	0	(799)*	0	(799)*	
3	VALID BALLOTS/E-VOTES	24	13	37	5901	2027800	2033701	100
4	BALLOTS/E-VOTES IN FAVOUR	24	13	37	5901	2027800	2033701	100.00
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	00.00
	TOTAL VALID BALLOTS/E-VOTES	24	13	37	5901	2027800	2033701	100.00

*** A shareholder exercised his vote only for 1 Equity share out of his 800 shares. Accordingly 799 Equity shares were ignored and thus 799 votes were invalid.**

4. I have handed over the physical Postal Ballot Forms and other related papers/registers and records for safe custody to Ms. Mansi Vyas, Company Secretary of the Company authorized by the Board to supervise the Postal ballot process.



DEVESH PATHAK & ASSOCIATES

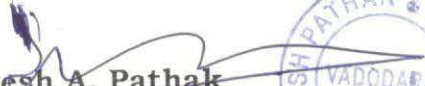
PRACTISING COMPANY SECRETARIES

REGD. INSOLVENCY PROFESSIONAL • REGD. TRADE MARKS AGENT

Continuation Sheet.....

5. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,
Yours faithfully,


CS Devesh A. Pathak
FCS 4559
Scrutinizer



Date: 26th April, 2019

Place: Vadodara



CS Devesh A. Pathak
B.Com., LL.B., F.C.S.

DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES

REGD. INSOLVENCY PROFESSIONAL

REGD. TRADE MARKS AGENT

PHONE : (0265) 2562158 / 75 MOBILE : 98240 92589
E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

FIRST FLOOR, 51, UDYOGNAGAR SOCIETY,
NEAR AYURVEDIC COLLEGE, OUTSIDE PANIGATE,
VADODARA-390 019

Date: 26th April, 2019

To,
Board of Directors
WELTERMAN INTERNATIONAL LIMITED
Plot no 1135 at & post-Manjusar
Lamdapura road Ta- Savli
Dist- Vadodara

Dear Sir/Madam,

Sub: Scrutinizers Report on e-voting conducted in respect of all shareholders' resolutions to be passed through Postal Ballot pursuant to section 108 & 110 of the Companies Act, 2013 ("the Act") and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") read with Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR").

- (1) I, Devesh A. Pathak, Practising Company Secretary, have been appointed as the scrutinizer by the Board of Directors of WELTERMAN INTERNATIONAL LIMITED to conduct the electronic voting process in respect of shareholders' resolution to be passed through Postal Ballot as set out in the Notice dated 15th March, 2019 with statement setting out materials facts under Section 102 of the Act sent to the Shareholders in respect of the subject matters of the resolutions as appearing in Clause no. 7 of this Report pursuant to Section 108 and 110 of the Act and Rule 20 & 22 of the Rules as well as Clause 44 of LODR.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of Clause 44 of LODR read with the Act and the rules framed thereunder for providing e-voting facility to its shareholders in respect of the aforesaid resolutions. My responsibility as a Scrutinizer for conducting e-voting process is restricted to report on the votes cast 'in favour' or 'against' the aforesaid resolutions based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency to provide e-voting facilities engaged by the Company.
- (3) The notice of dispatch was published in two newspapers i.e. 'Business Standard' Ahmedabad edition of English language and 'Lok satta' Vadodara edition of Gujarati language on 27th March, 2019. The Company has also provided e-voting facility to its shareholders.






DEVESH PATHAK & ASSOCIATES

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Continuation Sheet.....

- (4) The e-voting facility remained open from Wednesday, 27th March, 2019, at 9.00 a.m. to Thursday, 25th April, 2019 at 5.00 p.m.
- (5) The members of the Company as on the cutoff date i.e. 15th March, 2019 were entitled to vote on the aforesaid resolutions.
- (6) The votes cast were then unblocked on 25th April, 2019 at 05:27 p.m. in presence of two witnesses viz. Roshni Navlani and Ankita Nahata who are not in the employment of the Company and who have signed at the end of the report in token of the same.
- (7) Thereafter, the details, inter alia, containing list of Equity Shareholders who e-voted for/ against each of the resolutions were generated from e-voting system provided by CDSL. A summary of the result in respect of each of the aforesaid resolution is as follows:

SPECIAL BUSINESS

Resolution: 1 To authorize Board of Directors of the Company to sell, Lease or otherwise dispose off whole or substantially whole fixed assets at Lamdapura pursuant to Section 180 (1)(a) of the Companies Act, 2013 (Special Resolution).

Sr. No.	Particulars	Electronic Votes		
		No. of Members	No. of E-Votes	Total (%)
1	VOTES CAST	13	2027800	
2	(LESS): INVALID VOTES	0	0	
3	VALID VOTES	13	2027800	(100%)
4	VOTES IN FAVOUR	13	2027800	(100%)
5	VOTES AGAINST	0	0	0
	TOTAL VALID E- VOTES	13	2027800	(100%)






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Continuation Sheet.....

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

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

Thanking you,

CS Devesh A. Pathak
(FCS No. 4559)



Witnesses to unblocking of e-votes cast

Roshi

Roshni Navlani

Ankita Nahata

Ankita Nahata



CS Devesh A. Pathak
B.Com., LL.B., F.C.S.

DEVESH PATHAK & ASSOCIATES

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REGD. INSOLVENCY PROFESSIONAL
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FIRST FLOOR, 51, UDYOGNAGAR SOCIETY,
NEAR AYURVEDIC COLLEGE, OUTSIDE PANIGATE,
VADODARA-390 019

SCRUTINIZER'S REPORT

Date: 26th April, 2019

To,
Board of Directrs
WELTERMAN INTERNATIONAL LIMITED
Plot no 1135 at & post-Manjusar
Lamdapura road, Ta- Savli
Dist- Vadodara

Dear Sir,

The Board of Directors of M/s WELTERMAN INTERNATIONAL LIMITED at its Meeting held on 15th March, 2019 has appointed me as a Scrutinizer for conducting the Postal Ballot voting process.

1. I submit my report as under.

- a) The Company has completed on 26th March, 2019, the dispatch of notice in respect of Postal Ballot Forms along with postage prepaid business reply envelopes to its members pursuant to Section 110 of the Companies Act, 2013 ("the Act") and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") read with Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b) The notice of dispatch was published in two newspapers i.e. 'Business Standard' Ahmedabad edition of English language and 'Lok Satta - Jan Satta' Vadodara edition of Gujarati language on 27th March, 2019. The Company has also provided e-voting facility to its shareholders.
- c) Particulars of all the Postal Ballot Forms received from the Members have been entered in a Register separately maintained for the purpose.






- d) The Postal Ballot Forms were kept under my safe custody in sealed and tamper proof place before commencing the scrutiny of such Postal Ballot Forms.
- e) The Postal Ballot Forms were duly opened and scrutinized and the shareholding was matched/ confirmed with the Company's record including the list of beneficiaries received from the Depositories as on cut-off date i.e. 15th March, 2019.
- f) All Postal Ballot Forms received up to the 5.00pm on 25th April, 2019, the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were considered for my scrutiny.
- g) I did not find any defaced or mutilated Postal Ballot Forms.

2. A summary of the Postal Ballot Forms received is given below:

Resolution-1: To authorize Board of Directors of the Company to sell, Lease or otherwise dispose off whole or substantially whole fixed assets at Lamdapura pursuant to Section 180 (1)(a) of the Companies Act, 2013 (Special Resolution).

Sr. No.	Particulars	Envelope	No. of votes	%
1	Ballot Received	24	6700	
2	(Less): Invalid votes	0	(799)*	
3	Valid Ballots	24	5901	100%
4	Ballots in favour	24	5901	100%
5	Ballots against	0	0*	0
6	Total valid Ballots	24	5901	100%

* A shareholder exercised his vote only for 1 Equity share out of his share holding of 800 shares. Accordingly 799 Equity shares were ignored and thus 799 votes were invalid.





DEVESH PATHAK & ASSOCIATES

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Continuation Sheet.....

3. I have handed over the Postal Ballot Forms and other related papers/registers and records for safe custody to Ms. Mansi Vyas, Company Secretary of the Company authorized by the Board to supervise the Postal ballot process.

4. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

CS Devesh A. Pathak



FCS No. 4559