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	Friday, 27 th September, 2019
Total Number of Shareholders as on record date	3838
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	2 19
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Nil



WELTERMAN INTERNATIONAL LTD.

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Email: welterman.baorda52@gmail.com

E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	21000 6999 2040999	0 21000 0 21000 5199 1800 0 6999 2040999	0 100 0 100 74.282 25.718 0 100	0 21000 0 21000 5199 1800 0 6999 2040999	0 0 0 0	100 0 100 100 100 0 100 100	0 0 0 0 0 0 0
Poll Postal Ballot (if applicable) Total E-Voting Poll		21000 0 21000 5199 1800 0	100 0 100 74.282 25.718	21000 0 21000 5199 1800 0	0 0 0	100 0 100 100 100 0	0 0 0
Poll Postal Ballot (if applicable) Total E-Voting		21000 0 21000 5199	100 0 100 74.282 25.718	21000 0 21000 5199 1800	0 0 0	100 0 100	0 0 0
Poll Postal Ballot (if applicable) Total	21000	21000 0 21000	100 0 100 74.282	21000 0 21000 5199	0 0 0	100 0 100	0 0 0
Poll Postal Ballot (if applicable)	21000	21000	100 0 100	21000 0 21000	0 0	100 0 100	0 0 0
Poll Postal Ballot (if applicable)	21000	21000	100	21000	0	100	0
Poll	21000	21000	100	21000	0	100	0
	21000				0	100	0
E Voting	WHITE HOLD IN THE STREET	0	0	0	U	0	
					0	0	0
Total		2013000	100	2013000	U	100	
Postal Ballot (if applicable)							0
Poll	2013000						0
E-Voting	2012000			III TO STATE OF A SECOND			0
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100 O
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	votes polled
oter/ promoter group are intere olution?	ested in	NO					
		Compa Reports	ny for the finar	ncial year	ended o	on 31st March 201	19, together with th
	ter/ promoter group are interestable interestable. Mode of Voting E-Voting Poll Postal Ballot (if applicable)	Mode of Voting No. of shares held (1) E-Voting Poll Postal Ballot (if applicable)	ter/ promoter group are interested in NO No. of Shares held Postal Ballot (if applicable) Compa Reports NO No. of Shares votes polled (1) (2) 1999900 13100 0 1000000000000000000	Company for the final Reports of Board of District Promoter group are interested in Polution? No. of Shares Held No. of Shares Held No. of Shares No	Company for the financial year Reports of Board of Directors and No. of No. of Shares Votes Polled on Outstanding Shares (1) (2) (3)=[(2)/(1)]* 100 (4) (4) (5) (5) (6) (6) (6) (6) (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7	Company for the financial year ended of Reports of Board of Directors and Auditor NO No. of Shares Held No. of Shares No. of Shares No. of Votes In favour Shares No. of Votes In favour Shares No. of Shares No. of Votes In favour Shares No. of No. of No. of No	Company for the financial year ended on 31st March 2018

WELTERMAN INTERNATIONAL LTD.

Registered Office & Factory
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Email: welterman.baorda52@gmail.com

Resolution re	quired: (Ordinary/ Special) : O	rdinary	2. To ret	appoint a Directires by rotation	ctor in plac and being	ce of Mr eligible,	s. Huma Madani (offers himself for i	DIN: 07964833), wh reappointment.
Whether pron he agenda/re	noter/ promoter group are inte solution?	rested in	NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favour	Votes against		votes polled
		(1)		(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-Voting		1999900	99.3492	1999900	0	100	0
and	Poll	2013000	13100	0.6508	13100	0	100	0
Promoter	Postal Ballot (if applicable)		0	0	0	0	0	0
Group	Total		2013000	100	2013000	0	100	0
Public-	E-Voting	T	0	0	0	0		0
Institutions	Poll	01000	21000	100	21000	0	0	0
otitutioilo	Postal Ballot (if applicable)	21000	0	0	0		100	0
1	Total	-	21000	100		0	0	0
	·	L	21000	100	21000	0	100	0
Public-	E-Voting		5199	74.282	5199	0	100	0
Non	Poll	6999	1800	25.718	1800	0	100	0
Institutions	Postal Ballot (if applicable)	0999	0	0	0	0	0	0
	Total	2007	6999	100	6999	0	100	0
Total		2040999	2040999	100	2040999	0	100	0



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Email: welterman.baorda52@gmail.com

Resolution re	quired: (Ordinary/ Special) : O	rdinary		proval for Rel mpanies Act, 20		y Tran	sactions under S	Section 188 of th
Vhether pron he agenda/re	noter/ promoter group are inter solution?	rested in	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	E-Voting		1999900	99.3492	1999900	0	100	0
and	Poll	2013000	13100	0.6508	13100	0	100	0
Promoter	Postal Ballot (if applicable)	2010000	0	0	0	0	0	0
Group	Total		2013000	100	2013000	0	100	0
Public-	E-Voting	T	0	0	0	0	0	0
Institutions	Poll	21000	21000	100	21000	0	100	0
outuationio	Postal Ballot (if applicable)	21000	0	0	0	0	0	0
	Total		21000	100	21000	0	100	0
Public-	E-Voting		5199	74.282	5199	0	100	0
Non	Poll	6999	1800	25.718	1800	0	100	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	Q	6999	100	6999	0	100	0
Total		2040999	2040999	100	2040999	0	100	0

Thanking You,

Welterman International Limited

Mansi N. Vyas

Company Secretary



PHONE: (0265) 2562158 / 75 MOBILE: 98240 92589

E-mail: maildeveshpathak@rediffmail.com

maildpathak@yahoo.co.in

DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIE REGD. INSOLVENCY PROFESSIONAL REGD. TRADE MARKS AGENT

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

FORM NO.MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

TO

THE BOARD OF DIRCTORS,
WELTERMAN INTERNATIONAL LIMITED

PLOT NO 1135 AT & POST-MANJUSAR, LAMDAPURA ROAD, TA- SAVLI DIST- VADODARA, GJ 391775 IN

 27^{TH} Annual General Meeting of the members of WELTERMAN INTERNATIONAL LIMITED held on Friday, the 27^{th} day of September, 2019 at 02.00 p.m. at the Registered Office of Company situated at PLOT NO 1135 AT & POST-MANJUSAR, LAMDAPURA ROAD, TA- SAVLI DIST-VADODARA, GJ 391775 IN

Dear Sir,

I, CS Devesh A. Pathak, Practising Company Secretary appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, for the 27TH Annual General Meeting of the members of WELTERMAN INTERNATIONAL LIMITED held on Friday, the 27th day of September, 2019 at 02.00 p.m. at the Registered Office of Company situated at PLOT NO 1135 AT & POST-MANJUSAR, LAMDAPURA ROAD, TA- SAVLI DIST- VADODARA, GJ 391775 IN, submit my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the Poll is as under:

1



PRACTISING COMPANY SECRETARIES
REGD. INSOLVENCY PROFESSIONAL • REGD. TRADE MARKS AGENT

ORDINARY BUSINESS

(1) Resolution No. 1

To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2019 together with Reports of the Board of Directors' and Auditors' thereon - (Ordinary Resolution)

(I) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	35900	100

(II) Voted against the resolution:

Number of members present and voting (in person or by proxy)	. Number of votes cast by them	% of total number of valid votes cast.
NIL	NIL	NIL

(III) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	600*

^{*}Ballot Paper - unsigned

(2) Resolution No. 2

To appoint a Director in place of Mrs. Huma Madani (DIN: 07964833) who retires by rotation, and, being eligible, offers herself for re-appointment - (Ordinary Resolution)

(I) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	35900	100

(II) Voted against the resolution:

Number of members present and voting	Number of votes cast by them	% of total
(in person or by proxy)	cast by them	number of valid votes cast.
NIL	NIL	NIL

(III) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	600*

^{*}Ballot Paper - unsigned

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PRACTISING COMPANY SECRETARIES
REGD. INSOLVENCY PROFESSIONAL • REGD. TRADE MARKS AGENT

SPECIAL BUSINESS

(3) Resolution No. 3
Approval for Related Party Transactions under Section 188 of the Companies Act, 2013 - (Ordinary Resolution)

(I) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	35900	100

(II) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid
NIL	NIL	votes cast.

(III) Invalid votes:

Total number of members (in person or by proxy)	Total number of votes cast by them
Whose votes were declared invalid	
1*	600*

^{*}Ballot Paper - unsigned

- 5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Chairman authorized by the Board for safe keeping.

Thanking you, Yours faithfully,

For Devesh Pathak & Associates

CS Devesh A. Pathak FCS 4559

At Vadodara, 28TH September, 2019

VADODARA CASTA



PHONE: (0265) 2562158/75 MOBILE: 98240 92589

E-mail : maildeveshpathak@rediffmail.com

maildpathak@yahoo.co.in

DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES
REGD. INSOLVENCY PROFESSIONAL
REGD. TRADE MARKS AGENT

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

TO

THE BOARD OF DIRCTORS,
WELTERMAN INTERNATIONAL LIMITED

PLOT NO 1135 AT & POST-MANJUSAR, LAMDAPURA ROAD, TA- SAVLI DIST- VADODARA, GJ 391775 IN

Dear Sir,

Sub: Scrutinizers Report on e-Voting conducted in respect of all shareholders' resolutions to be passed at the 27TH Annual General Meeting pursuant to Clause 44 of SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ('LODR') 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').

- (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' resolutions to be passed at the Annual General Meeting of the Company held on Friday the 27th day of September, 2019 as set out in the Notice dated 13th August, 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. 6 of this Report pursuant to Clause 44 of LODR read with Section 108 of the Act and Rule 20 of the Rules.
- (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 (India) Limited ('CDSL'), the authorized agency to provide e-Voting facilities engaged by the Company.
- (3) The e-Voting facility remained open from Tuesday, 24TH September, 2019 at 9.00 a.m. to Thursday, 26TH September, 2019 at 5.00 p.m.
- (4) The members of the Company as on the cut off date i.e. 20TH September, 2019 were entitled to vote on the aforesaid resolutions.
- (5) The votes cast were then unblocked on 27th September, 2019 at 03:09 P.M. in presence of two witnesses' viz. Ms. Ankita Nahata and Mr. Nikhil Goswami who are not in the employment of the Company and who have signed at the end of the report in token of the same.
- (6) 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 Central Depository Services (India) Limited. A summary of the result in respect of each of the aforesaid resolution is as follows:

1



PRACTISING COMPANY SECRETARIES
REGD. INSOLVENCY PROFESSIONAL • REGD. TRADE MARKS AGENT

ORDINARY BUSINESS

Resolution 1:

Financial Year ended on 31st March, 2019 together with Reports of the Board of Directors' and Auditors' thereon - (Ordinary Resolution) To receive, consider and adopt the Audited Financial Statement of the Company for the

Sr. No.	Particulars	No. of Members	No. of e-Votes	Total (%)
1	VOTES CAST	19	2005099	
2	LESS: INVALID VOTES	NIL	NIL	N.E.
3	VALID VOTES	19	2005099	
4	VOTES IN FAVOUR	19	2005099	
υ.	VOTES AGAINST	NIL	NIL	++
	TOTAL VALID E-VOTES	19	2005099	_

Resolution 2:

and, being eligible, offers herself for re-appointment - (Ordinary Resolution) To appoint a Director in place of Mrs. Huma Madani (DIN: 07964833) who retires by rotation,

	5	4	ω	2	1	Sr. No.
TOTAL VALID E-VOTES	VOTES AGAINST	VOTES IN FAVOUR	VALID VOTES	LESS: INVALID VOTES	VOTES CAST	Particulars
19	NIL	19	19	NIL	19	No. of Members
2005099	NIL	2005099	2005099	NIL	2005099	No. of e-Votes
100	NIL	100	100	NIL	100	Total (%)

SPECIAL BUSINESS

Resolution 3:

(Ordinary Resolution) Approval for Related Part Transactions under Section 188 of the Companies Act, 2013 -

T	5 V	4 V	3 V.	2 LI	1 V	Sr. No. P.
TOTAL VALID E-VOTES	VOTES AGAINST	VOTES IN FAVOUR	VALID VOTES	LESS: INVALID VOTES	VOTES CAST	Particulars
19	NIL	19	19	NIL	19	No. of Members
2005099	NIL	2005099	2005099	NIL	2005099	No. of e-Votes
100	NE	100	100	NIL	100	Total (%)
100	H 4 100	The second				



PRACTISING COMPANY SECRETARIES
REGD. INSOLVENCY PROFESSIONAL • REGD. TRADE MARKS AGENT

- (7) 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.
- (8) You may accordingly declare the result of voting.

Thanking you, Yours faithfully,

For Devesh Pathak & Associates

CS Devesh A. Pathak FCS 4559 VADODARA E VADODARA E

At Vadodara, 28TH September, 2019

Witnesses to unblocking of e-Votes cast

(Ankita Nahata)



PHONE: (0265) 2562158/75 MOBILE: 98240 92589

E-mail: maildeveshpathak@rediffmail.com

maildpathak@yahoo.co.in

DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIE REGD. INSOLVENCY PROFESSIONAL REGD. TRADE MARKS AGENT

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

Date: 28TH September, 2019

To,
The Board of Directors,
WELTERMAN INTERNATIONAL LIMITED
PLOT NO 1135 AT & POST-MANJUSAR,
LAMDAPURA ROAD,
TA- SAVLI DIST- VADODARA,
GJ 391775 IN

Scrutinizer's Combined Report

Dear Sir,

- (1) I, Devesh A. Pathak, Practising Company Secretary have been appointed as scrutinizer by
 - (i) The Board of Directors of Welterman International Limited on 13TH August, 2019 for the purpose of conducting the e-Voting process in respect of all shareholders' resolutions to be passed at the 27TH Annual General Meeting (AGM) pursuant to Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('LODR') 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').
 - (ii) The Chairman of the Annual General Meeting held on Friday, the 27th day of September, 2019 to conduct a poll under the provisions of Section 109 and other applicable provisions, if any, of the Act read with Rule 21 of the Rules, in respect of the resolutions to be passed at the AGM of the members of the Company, held at the Registered Office of the Company situated at PLOT NO 1135 AT & POST-MANJUSAR, LAMDAPURA ROAD, TA- SAVLI DIST- VADODARA, GJ 391775 IN.
- (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 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 the 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 (India) Limited, 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 28TH September, 2019 on e-voting and separate Scrutinizer's Report dated 28TH September, 2019 on poll on the aforesaid resolutions. As requested by the management, I hereby submit a Combined Report for e-voting and poll in respect of aforesaid resolutions as follows:

B

DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES
REGD. INSOLVENCY PROFESSIONAL • REGD. TRADE MARKS AGENT

	Particulars	for the Finan	onsider and a	led on 3	1st March, 2	nancial Statem 019 together linary Resoluti	with Reports	mpany of the
Sr. No.	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)				%		
140.	Buildier B 1999	No. of Ballots in poll	No. of E- Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	16	19	35	36500	2005099	2041599	
2	LESS: INVALID BALLOTS/E- VOTES	1	0	1	600	0	600	
3	VALID BALLOTS/E-VOTES	15	19	34	35900	2005099	2040999	100
4	BALLOTS/E-VOTES IN FAVOUR	15	19	34	35900	2005099	2040999	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E- VOTES	15	19	34	35900	2005099	2040999	100

	Particulars	Resolution 2: To appoint a Director in place of Mrs. Huma Madani (DIN: 07964833) retires by rotation, and, being eligible, offers herself for re-appointment (Ordinary Resolution)						
Sr.	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)				0/0		
No.	ballots/ E-votes	No. of Ballots in poll	No. of E- Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	16	19	35	36500	2005099	2041599	
2	LESS: INVALID BALLOTS/E- VOTES	1	0	1	600	0	600	
3	VALID BALLOTS/E-VOTES	15	19	34	35900	2005099	2040999	100
4	BALLOTS/E-VOTES IN FAVOUR	15	19	34	35900	2005099	2040999	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E- VOTES	15	19	34	35900	2005099	2040999	100

PRACTISING COMPANY SECRETARIES

REGD. INSOLVENCY PROFESSIONAL . REGD. TRADE MARKS AGENT

	Particulars	Resolution 3: Approval for Related Part Transactions under Section 188 of the Companies Act, 2013 - (Ordinary Resolution)							
Sr. No.	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes				
	-	No. of Ballots in poll	No. of E- Voter	Total	Physical	Electronic	Total	Total	
1	BALLOTS/E-VOTES RECEIVED	16	19	35	36500	2005099	2041599		
2	LESS: INVALID BALLOTS/E- VOTES	1	0	1	600	0	600		
3	VALID BALLOTS/E-VOTES	15	19	34	35900	2005099	2040999	100	
4	BALLOTS/E-VOTES IN FAVOUR	15	19	34	35900	2005099	2040999	100	
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0	
	TOTAL VALID BALLOTS/E- VOTES	15	19	34	35900	2005099	2040999	100	

- (4) I have handed over the related papers/registers and records for safe custody to Ms. Mansi Vyas, Company Secretary of the Company authorised by the Board to supervise the process.
- (5) You may accordingly declare the result of the voting.

Thanking you,

Yours faithfully

For Devesh Pathak & Associates

CS Devesh A. Pathak

FCS 4559

At Vadodara, 28TH September, 2019