



# WILLIAMSON MAGOR & CO. LIMITED

Corporate Identity Number (CIN) : L01132WB1949PLC017715

REGISTERED OFFICE : FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001

TELEPHONE : 033-2210-1221, 2243-5391, 2248-9434, 2248-9435, FAX : 91-33-2248-3683 / 8114 / 6265

E-mail : administrator@wmg.co.in, Website : www.wmtea.com

18<sup>th</sup> September, 2018

The Secretary,  
Bombay Stock Exchange Ltd.,  
P.J. Towers, Dalal Street,  
**MUMBAI-400 001.**  
**Scrip: 519224**

The Secretary,  
National Stock Exchange  
of India Ltd.,  
Exchange Plaza,  
5<sup>th</sup> Floor,  
Plot No.C/1,G Block,  
Bandra-Kurla Complex,  
Bandra (E),  
**MUMBAI-400 051.**  
**Scrip: WILLAMAGOR**

The Secretary,  
The Calcutta Stock  
Exchange Ltd.,  
7, Lyons Range,  
**KOLKATA-700 001.**  
**Scrip: 33013**

Dear Sir,

**SUB: VOTING RESULT OF THE 67<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THE  
COMPANY HELD ON 18<sup>TH</sup> SEPTEMBER 2018**

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith Voting Result in the prescribed format on various Resolutions placed before the Members at the 67<sup>th</sup> Annual General Meeting of the Company held on 18<sup>th</sup> September 2018 at Kolkata.

The Voting Result is in terms of the Report dated 18<sup>th</sup> September 2018 furnished by Mr. A. K. Labh, a Practicing Company Secretary who was appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

The Scrutinizer's Report dated 18<sup>th</sup> September, 2018 as mentioned above is attached herewith for your kind perusal and record.

Please take the above on record.

We trust you will find the Voting Result in order.

Thanking You.

Yours faithfully,

**WILLIAMSON MAGOR & CO. LIMITED**

**(H. U. SANGHAVI)**  
**COMPANY SECRETARY**

## Format for Voting Result

|                                                                                |                    |
|--------------------------------------------------------------------------------|--------------------|
| Date of the AGM                                                                | September 18, 2018 |
| Total Number of Shareholders on record date                                    | 7378               |
| No. of shareholders present in the meeting either in person or through proxy : |                    |
| Promoter & Promoter group                                                      | 3                  |
| Public                                                                         | 69                 |
| Total                                                                          | 72                 |
| No. of shareholders attended the meeting through Video Conferencing            | N.A.               |
| Promoter & Promoter group                                                      |                    |
| Public                                                                         |                    |
| Total                                                                          |                    |

## Agenda- wise disclosure (to be disclosed separately for agenda item)

| 1 .                                                                       |                               | Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2018, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors. |                         |                                                           |                            |                         |                                                        |                                                      |
|---------------------------------------------------------------------------|-------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-----------------------------------------------------------|----------------------------|-------------------------|--------------------------------------------------------|------------------------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution ? |                               | 0                                                                                                                                                                                                                                       |                         |                                                           |                            |                         |                                                        |                                                      |
| 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 & Promoter Group                                                 | E-Voting                      | 6794443                                                                                                                                                                                                                                 | 6794443                 | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
|                                                                           | Poll                          |                                                                                                                                                                                                                                         | 0                       | 0.00000                                                   | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                                                                                                                                                                                                                                         | N.A.                    | 0.00000                                                   | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                                                                                                                                                                                                                                         | 6794443                 | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
| Public - Institutional holders                                            | E-Voting                      | 276853                                                                                                                                                                                                                                  | 0                       |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Poll                          |                                                                                                                                                                                                                                         | 0                       |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                                                                                                                                                                                                                                         | N.A.                    | N.A.                                                      | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                                                                                                                                                                                                                                         | 0                       |                                                           | 0                          | 0                       |                                                        |                                                      |
| Public - Non Institution                                                  | E-Vote                        | 3885064                                                                                                                                                                                                                                 | 2445                    | 0.06290                                                   | 2445                       | 0                       | 100.00000                                              |                                                      |
|                                                                           | Poll                          |                                                                                                                                                                                                                                         | 45                      | 0.00120                                                   | 45                         | 0                       | 100.00000                                              |                                                      |
|                                                                           | Postal Ballot (if applicable) |                                                                                                                                                                                                                                         | N.A.                    | 0.00000                                                   | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                                                                                                                                                                                                                                         | 2490                    | 0.06410                                                   | 2490                       | 0                       | 100.00000                                              |                                                      |
| Total                                                                     |                               | 10956360                                                                                                                                                                                                                                | 6796933                 | 62.03642                                                  | 6796933                    | 0                       | 100.00000                                              | 0.00000                                              |

| 2 .                                                                       |                               | Appointment of a Director in place of Mr. R.S.Jhawar (holding DIN : 00023792), who retires by rotation and being eligible, offers himself for re-appointment. |                         |                                                           |                            |                         |                                                        |                                                      |
|---------------------------------------------------------------------------|-------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-----------------------------------------------------------|----------------------------|-------------------------|--------------------------------------------------------|------------------------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution ? |                               | 0                                                                                                                                                             |                         |                                                           |                            |                         |                                                        |                                                      |
| 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 & Promoter Group                                                 | E-Voting                      | 6794443                                                                                                                                                       | 6794443                 | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
|                                                                           | Poll                          |                                                                                                                                                               | 0                       | 0.00000                                                   | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                                                                                                                                                               | N.A.                    | 0.00000                                                   | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                                                                                                                                                               | 6794443                 | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
| Public - Institutional holders                                            | E-Voting                      | 276853                                                                                                                                                        | 0                       |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Poll                          |                                                                                                                                                               | 0                       |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                                                                                                                                                               | N.A.                    | N.A.                                                      | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                                                                                                                                                               | 0                       |                                                           | 0                          | 0                       |                                                        |                                                      |
| Public - Non Institution                                                  | E-Vote                        | 3885064                                                                                                                                                       | 2445                    | 0.06290                                                   | 2445                       | 0                       | 100.00000                                              |                                                      |
|                                                                           | Poll                          |                                                                                                                                                               | 45                      | 0.00120                                                   | 45                         | 0                       | 100.00000                                              |                                                      |
|                                                                           | Postal Ballot (if applicable) |                                                                                                                                                               | N.A.                    | 0.00000                                                   | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                                                                                                                                                               | 2490                    | 0.06410                                                   | 2490                       | 0                       | 100.00000                                              |                                                      |
| Total                                                                     |                               | 10956360                                                                                                                                                      | 6796933                 | 62.03642                                                  | 6796933                    | 0                       | 100.00000                                              | 0.00000                                              |

| 3 .                                                                       |                               | Special Resolution for approval to Mr. B. M. Khaitan (holding DIN: 00023771) to continue as a Non - Executive Director and Chairman of the Company after 31st March, 2019. |                         |                                                           |                            |                         |                                                        |                                                      |
|---------------------------------------------------------------------------|-------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-----------------------------------------------------------|----------------------------|-------------------------|--------------------------------------------------------|------------------------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution ? |                               | 0                                                                                                                                                                          |                         |                                                           |                            |                         |                                                        |                                                      |
| 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 & Promoter Group                                                 | E-Voting                      | 6794443                                                                                                                                                                    | 6794443                 | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
|                                                                           | Poll                          |                                                                                                                                                                            | 0                       | 0.00000                                                   | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                                                                                                                                                                            | N.A.                    | 0.00000                                                   | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                                                                                                                                                                            | 6794443                 | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
| Public - Institutional holders                                            | E-Voting                      | 276853                                                                                                                                                                     | 0                       |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Poll                          |                                                                                                                                                                            | 0                       |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                                                                                                                                                                            | N.A.                    | N.A.                                                      | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                                                                                                                                                                            | 0                       |                                                           | 0                          | 0                       |                                                        |                                                      |



|                          |                               |          |         |          |         |      |           |         |
|--------------------------|-------------------------------|----------|---------|----------|---------|------|-----------|---------|
|                          | Total                         |          | 0       |          | 0       | 0    |           |         |
| Public - Non Institution | E-Vote                        | 3885064  | 2445    | 0.06290  | 2445    | 0    | 100.00000 |         |
|                          | Poll                          |          | 45      | 0.00120  | 45      | 0    | 100.00000 |         |
|                          | Postal Ballot (if applicable) |          | N.A.    | 0.00000  | N.A.    | N.A. | N.A.      | N.A.    |
|                          | Total                         |          | 2490    | 0.06410  | 2490    | 0    | 100.00000 |         |
| Total                    |                               | 10956360 | 6796933 | 62.03642 | 6796933 | 0    | 100.00000 | 0.00000 |

|                                                                           |                               |                        |                                                                                                                                                              |                                                           |                            |                         |                                                        |                                                      |
|---------------------------------------------------------------------------|-------------------------------|------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|----------------------------|-------------------------|--------------------------------------------------------|------------------------------------------------------|
| 4 .                                                                       |                               |                        | Special Resolution for approval to Mr. R. S. Jhavar (holding DIN: 00023792) to continue as a Non - Executive Director of the Company after 31st March, 2019. |                                                           |                            |                         |                                                        |                                                      |
| Whether promoter/promoter group are interested in the agenda/resolution ? |                               |                        | 0                                                                                                                                                            |                                                           |                            |                         |                                                        |                                                      |
| 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 & Promoter Group                                                 | E-Voting                      | 6794443                | 6794443                                                                                                                                                      | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
|                                                                           | Poll                          |                        | 0                                                                                                                                                            | 0.00000                                                   | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                         | 0.00000                                                   | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                        | 6794443                                                                                                                                                      | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
| Public - Institutional holders                                            | E-Voting                      | 276853                 | 0                                                                                                                                                            |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Poll                          |                        | 0                                                                                                                                                            |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                         | N.A.                                                      | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                        | 0                                                                                                                                                            |                                                           | 0                          | 0                       |                                                        |                                                      |
| Public - Non Institution                                                  | E-Vote                        | 3885064                | 2445                                                                                                                                                         | 0.06290                                                   | 2445                       | 0                       | 100.00000                                              |                                                      |
|                                                                           | Poll                          |                        | 45                                                                                                                                                           | 0.00120                                                   | 45                         | 0                       | 100.00000                                              |                                                      |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                         | 0.00000                                                   | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                        | 2490                                                                                                                                                         | 0.06410                                                   | 2490                       | 0                       | 100.00000                                              |                                                      |
| Total                                                                     |                               | 10956360               | 6796933                                                                                                                                                      | 62.03642                                                  | 6796933                    | 0                       | 100.00000                                              | 0.00000                                              |

|                                                                           |                               |                        |                                                                                                                                                                               |                                                           |                            |                         |                                                        |                                                      |
|---------------------------------------------------------------------------|-------------------------------|------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|----------------------------|-------------------------|--------------------------------------------------------|------------------------------------------------------|
| 5 .                                                                       |                               |                        | Special Resolution for approval to Mr. T. R. Swaminathan (holding DIN: 00469558) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019. |                                                           |                            |                         |                                                        |                                                      |
| Whether promoter/promoter group are interested in the agenda/resolution ? |                               |                        | 0                                                                                                                                                                             |                                                           |                            |                         |                                                        |                                                      |
| 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 & Promoter Group                                                 | E-Voting                      | 6794443                | 6794443                                                                                                                                                                       | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
|                                                                           | Poll                          |                        | 0                                                                                                                                                                             | 0.00000                                                   | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                                          | 0.00000                                                   | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                        | 6794443                                                                                                                                                                       | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
| Public - Institutional holders                                            | E-Voting                      | 276853                 | 0                                                                                                                                                                             |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Poll                          |                        | 0                                                                                                                                                                             |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                                          | N.A.                                                      | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                        | 0                                                                                                                                                                             |                                                           | 0                          | 0                       |                                                        |                                                      |
| Public - Non Institution                                                  | E-Vote                        | 3885064                | 2445                                                                                                                                                                          | 0.06290                                                   | 2445                       | 0                       | 100.00000                                              |                                                      |
|                                                                           | Poll                          |                        | 45                                                                                                                                                                            | 0.00120                                                   | 45                         | 0                       | 100.00000                                              |                                                      |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                                          | 0.00000                                                   | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                        | 2490                                                                                                                                                                          | 0.06410                                                   | 2490                       | 0                       | 100.00000                                              |                                                      |
| Total                                                                     |                               | 10956360               | 6796933                                                                                                                                                                       | 62.03642                                                  | 6796933                    | 0                       | 100.00000                                              | 0.00000                                              |

|                                                                           |                               |                        |                                                                                                                                                                           |                                                           |                            |                         |                                                        |                                                      |
|---------------------------------------------------------------------------|-------------------------------|------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|----------------------------|-------------------------|--------------------------------------------------------|------------------------------------------------------|
| 6 .                                                                       |                               |                        | Special Resolution for approval to Dr. R. Srinivasan (holding DIN: 00003968) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019. |                                                           |                            |                         |                                                        |                                                      |
| Whether promoter/promoter group are interested in the agenda/resolution ? |                               |                        | 0                                                                                                                                                                         |                                                           |                            |                         |                                                        |                                                      |
| 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 & Promoter Group                                                 | E-Voting                      | 6794443                | 6794443                                                                                                                                                                   | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
|                                                                           | Poll                          |                        | 0                                                                                                                                                                         | 0.00000                                                   | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                                      | 0.00000                                                   | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                        | 6794443                                                                                                                                                                   | 100.00000                                                 | 6794443                    | 0                       | 100.00000                                              |                                                      |
| Public - Institutional holders                                            | E-Voting                      | 276853                 | 0                                                                                                                                                                         |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Poll                          |                        | 0                                                                                                                                                                         |                                                           | 0                          | 0                       |                                                        |                                                      |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                                      | N.A.                                                      | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                        | 0                                                                                                                                                                         |                                                           | 0                          | 0                       |                                                        |                                                      |
| Public - Non Institution                                                  | E-Vote                        | 3885064                | 2445                                                                                                                                                                      | 0.06290                                                   | 2445                       | 0                       | 100.00000                                              |                                                      |
|                                                                           | Poll                          |                        | 45                                                                                                                                                                        | 0.00120                                                   | 45                         | 0                       | 100.00000                                              |                                                      |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                                      | 0.00000                                                   | N.A.                       | N.A.                    | N.A.                                                   | N.A.                                                 |
|                                                                           | Total                         |                        | 2490                                                                                                                                                                      | 0.06410                                                   | 2490                       | 0                       | 100.00000                                              |                                                      |
| Total                                                                     |                               | 10956360               | 6796933                                                                                                                                                                   | 62.03642                                                  | 6796933                    | 0                       | 100.00000                                              | 0.00000                                              |

|     |  |  |                                                                                                                                                                      |  |  |  |  |  |
|-----|--|--|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|--|--|
| 7 . |  |  | Special Resolution for approval to Mr. G. Momen (holding DIN: 00402662) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019. |  |  |  |  |  |
|-----|--|--|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|--|--|--|



| Whether promoter/promoter group are interested in the agenda/resolution ? |                               |                        |                         |                                                           |                            |                          |                                                        |                                                      | 0 |
|---------------------------------------------------------------------------|-------------------------------|------------------------|-------------------------|-----------------------------------------------------------|----------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|---|
| 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 & Promoter Group                                                 | E-Voting                      | 6794443                | 6794443                 | 100.00000                                                 | 6794443                    | 0                        | 100.00000                                              |                                                      |   |
|                                                                           | Poll                          |                        | 0                       | 0.00000                                                   | 0                          | 0                        |                                                        |                                                      |   |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                    | 0.00000                                                   | N.A.                       | N.A.                     | N.A.                                                   | N.A.                                                 |   |
|                                                                           | Total                         |                        | 6794443                 | 100.00000                                                 | 6794443                    | 0                        | 100.00000                                              |                                                      |   |
| Public - Institutional holders                                            | E-Voting                      | 276853                 | 0                       |                                                           | 0                          | 0                        |                                                        |                                                      |   |
|                                                                           | Poll                          |                        | 0                       |                                                           | 0                          | 0                        |                                                        |                                                      |   |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                    | N.A.                                                      | N.A.                       | N.A.                     | N.A.                                                   | N.A.                                                 |   |
|                                                                           | Total                         |                        | 0                       |                                                           | 0                          | 0                        |                                                        |                                                      |   |
| Public - Non Institution                                                  | E-Vote                        | 3885064                | 2445                    | 0.06290                                                   | 2445                       | 0                        | 100.00000                                              |                                                      |   |
|                                                                           | Poll                          |                        | 45                      | 0.00120                                                   | 45                         | 0                        | 100.00000                                              |                                                      |   |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                    | 0.00000                                                   | N.A.                       | N.A.                     | N.A.                                                   | N.A.                                                 |   |
|                                                                           | Total                         |                        | 2490                    | 0.06410                                                   | 2490                       | 0                        | 100.00000                                              |                                                      |   |
| Total                                                                     |                               | 10956360               | 6796933                 | 62.03642                                                  | 6796933                    | 0                        | 100.00000                                              | 0.00000                                              |   |

| 8.                                                                        |                               |                        | Special Resolution for approval to Mr. H. M. Parekh (holding DIN: 00026530) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019. |                                                           |                            |                          |                                                        |                                                      | 0 |
|---------------------------------------------------------------------------|-------------------------------|------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|----------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|---|
| Whether promoter/promoter group are interested in the agenda/resolution ? |                               |                        |                                                                                                                                                                          |                                                           |                            |                          |                                                        |                                                      | 0 |
| 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 & Promoter Group                                                 | E-Voting                      | 6794443                | 6794443                                                                                                                                                                  | 100.00000                                                 | 6794443                    | 0                        | 100.00000                                              |                                                      |   |
|                                                                           | Poll                          |                        | 0                                                                                                                                                                        | 0.00000                                                   | 0                          | 0                        |                                                        |                                                      |   |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                                     | 0.00000                                                   | N.A.                       | N.A.                     | N.A.                                                   | N.A.                                                 |   |
|                                                                           | Total                         |                        | 6794443                                                                                                                                                                  | 100.00000                                                 | 6794443                    | 0                        | 100.00000                                              |                                                      |   |
| Public - Institutional holders                                            | E-Voting                      | 276853                 | 0                                                                                                                                                                        |                                                           | 0                          | 0                        |                                                        |                                                      |   |
|                                                                           | Poll                          |                        | 0                                                                                                                                                                        |                                                           | 0                          | 0                        |                                                        |                                                      |   |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                                     | N.A.                                                      | N.A.                       | N.A.                     | N.A.                                                   | N.A.                                                 |   |
|                                                                           | Total                         |                        | 0                                                                                                                                                                        |                                                           | 0                          | 0                        |                                                        |                                                      |   |
| Public - Non Institution                                                  | E-Vote                        | 3885064                | 2445                                                                                                                                                                     | 0.06290                                                   | 2445                       | 0                        | 100.00000                                              |                                                      |   |
|                                                                           | Poll                          |                        | 45                                                                                                                                                                       | 0.00120                                                   | 45                         | 0                        | 100.00000                                              |                                                      |   |
|                                                                           | Postal Ballot (if applicable) |                        | N.A.                                                                                                                                                                     | 0.00000                                                   | N.A.                       | N.A.                     | N.A.                                                   | N.A.                                                 |   |
|                                                                           | Total                         |                        | 2490                                                                                                                                                                     | 0.06410                                                   | 2490                       | 0                        | 100.00000                                              |                                                      |   |
| Total                                                                     |                               | 10956360               | 6796933                                                                                                                                                                  | 62.03642                                                  | 6796933                    | 0                        | 100.00000                                              | 0.00000                                              |   |

WILLIAMSON MAGOR & CO. LIMITED

*H. M. Parekh*  
Company Secretary



## **CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

**The Chairman  
of the 67<sup>th</sup> Annual General Meeting of  
Williamson Magor & Co. Limited  
Four Mangoe Lane  
Surendra Mohan Ghosh Sarani  
Kolkata-700001**

*Dear Sir,*

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 67<sup>th</sup> Annual General Meeting of the members of “**Williamson Magor & Co. Limited**” (“*Company*”) held on Tuesday, 18<sup>th</sup> September, 2018 at the Williamson Magor Hall of The Bengal Chamber of Commerce and Industry, 6, Netaji Subhas Road, Kolkata - 700001 at 11.00 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 10<sup>th</sup> August, 2018. My responsibility as a scrutinizer for the remote voting process through electronic means and voting through physical ballots is restricted to make Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by M/s. Maheshwari Datamatics Private Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.





I submit my report as under:

1. The remote e-voting period remained open from 10.00 A.M. IST on Friday, the 14<sup>th</sup> September, 2018 up to 5.00 P.M. IST on Monday, the 17<sup>th</sup> September, 2018.
2. The Shareholders holding shares as on the "cut off" date, i.e. 11<sup>th</sup> September, 2018 were entitled to vote on the proposed 8 (Eight) resolutions as mentioned in the Notice dated 10<sup>th</sup> August, 2018 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
4. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Tuesday, the 18<sup>th</sup> September, 2018 around 12:35 p.m. after the completion of the Annual General Meeting in the presence of two witnesses, namely, Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 and Ms. Priti Priya Singh residing at 8/A, Kailash Saha Lane, Kolkata – 700007, West Bengal who are not in employment of the Company.
6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [EVSN : 180820039] and votes casted through physical ballot papers distributed at the AGM venue are as under:



<A> **ORDINARY BUSINESS:****a) Resolution 1**

**Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2018, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors**

**(i) Voted in favour of the Resolution:**

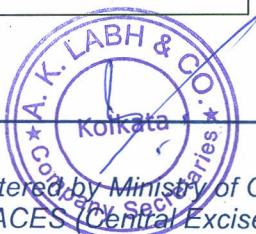
| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 12                             | 6796888                             |                                              |
| Voting by ballot      | 6                              | 45                                  |                                              |
| <b>Total</b>          | <b>18</b>                      | <b>6796933</b>                      | <b>100.00%</b>                               |

**(ii) Voted against the Resolution:**

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 0                              | 0                                   |                                              |
| Voting by ballot      | 0                              | 0                                   |                                              |
| <b>Total</b>          | <b>0</b>                       | <b>0</b>                            | <b>0.00%</b>                                 |

**(iii) Invalid Votes:**

| <b>Total number of members whose votes were declared invalid</b> | <b>Total number of votes cast by them</b> |
|------------------------------------------------------------------|-------------------------------------------|
| 1                                                                | 5                                         |



**b) Resolution 2**

***Appointment of a Director in place of Mr. R. S. Jhavar (holding DIN: 00023792), who retires by rotation and being eligible, offers himself for re-appointment***

***(i) Voted in favour of the Resolution:***

| <b><i>Mode of voting</i></b> | <b><i>Number of Members voted</i></b> | <b><i>Number of votes cast by them</i></b> | <b><i>% of total number of valid votes cast</i></b> |
|------------------------------|---------------------------------------|--------------------------------------------|-----------------------------------------------------|
| Remote e-voting              | 12                                    | 6796888                                    |                                                     |
| Voting by ballot             | 6                                     | 45                                         |                                                     |
| <b>Total</b>                 | <b>18</b>                             | <b>6796933</b>                             | <b>100.00%</b>                                      |

***(ii) Voted against the Resolution:***

| <b><i>Mode of voting</i></b> | <b><i>Number of Members voted</i></b> | <b><i>Number of votes cast by them</i></b> | <b><i>% of total number of valid votes cast</i></b> |
|------------------------------|---------------------------------------|--------------------------------------------|-----------------------------------------------------|
| Remote e-voting              | 0                                     | 0                                          |                                                     |
| Voting by ballot             | 0                                     | 0                                          |                                                     |
| <b>Total</b>                 | <b>0</b>                              | <b>0</b>                                   | <b>0.00%</b>                                        |

***(iii) Invalid Votes:***

| <b><i>Total number of members whose votes were declared invalid</i></b> | <b><i>Total number of votes cast by them</i></b> |
|-------------------------------------------------------------------------|--------------------------------------------------|
| 1                                                                       | 5                                                |



**<B> SPECIAL BUSINESS:****c) Resolution 3 : Special Resolution****Approval to Mr. B. M. Khaitan (holding DIN: 00023771) to continue as a Non - Executive Director and Chairman of the Company after 31st March, 2019****(i) Voted *in favour* of the Resolution:**

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 12                             | 6796888                             |                                              |
| Voting by ballot      | 6                              | 45                                  |                                              |
| <b>Total</b>          | <b>18</b>                      | <b>6796933</b>                      | <b>100.00%</b>                               |

**(ii) Voted *against* the Resolution:**

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 0                              | 0                                   |                                              |
| Voting by ballot      | 0                              | 0                                   |                                              |
| <b>Total</b>          | <b>0</b>                       | <b>0</b>                            | <b>0.00%</b>                                 |

**(iii) Invalid Votes:**

| <b>Total number of members whose votes were declared invalid</b> | <b>Total number of votes cast by them</b> |
|------------------------------------------------------------------|-------------------------------------------|
| 1                                                                | 5                                         |



**d) Resolution 4 : Special Resolution**

**Approval to Mr. R. S. Jhavar (holding DIN: 00023792) to continue as a Non - Executive Director of the Company after 31st March, 2019**

(i) Voted **in favour** of the Resolution:

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 12                             | 6796888                             |                                              |
| Voting by ballot      | 6                              | 45                                  |                                              |
| <b>Total</b>          | <b>18</b>                      | <b>6796933</b>                      | <b>100.00%</b>                               |

(ii) Voted **against** the Resolution:

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 0                              | 0                                   |                                              |
| Voting by ballot      | 0                              | 0                                   |                                              |
| <b>Total</b>          | <b>0</b>                       | <b>0</b>                            | <b>0.00%</b>                                 |

(iii) **Invalid** Votes:

| <b>Total number of members whose votes were declared invalid</b> | <b>Total number of votes cast by them</b> |
|------------------------------------------------------------------|-------------------------------------------|
| 1                                                                | 5                                         |



**e) Resolution 5 : Special Resolution**

**Approval to Mr. T. R. Swaminathan (holding DIN: 00469558) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019**

(i) Voted **in favour** of the Resolution:

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 12                             | 6796888                             |                                              |
| Voting by ballot      | 6                              | 45                                  |                                              |
| <b>Total</b>          | <b>18</b>                      | <b>6796933</b>                      | <b>100.00%</b>                               |

(ii) Voted **against** the Resolution:

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 0                              | 0                                   |                                              |
| Voting by ballot      | 0                              | 0                                   |                                              |
| <b>Total</b>          | <b>0</b>                       | <b>0</b>                            | <b>0.00%</b>                                 |

(iii) **Invalid Votes:**

| <b>Total number of members whose votes were declared invalid</b> | <b>Total number of votes cast by them</b> |
|------------------------------------------------------------------|-------------------------------------------|
| 1                                                                | 5                                         |



**f) Resolution 6 : Special Resolution**

**Approval to Dr. R. Srinivasan (holding DIN: 00003968) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019**

**(i) Voted in favour of the Resolution:**

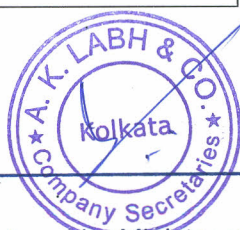
| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 12                             | 6796888                             |                                              |
| Voting by ballot      | 6                              | 45                                  |                                              |
| <b>Total</b>          | <b>18</b>                      | <b>6796933</b>                      | <b>100.00%</b>                               |

**(ii) Voted against the Resolution:**

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 0                              | 0                                   |                                              |
| Voting by ballot      | 0                              | 0                                   |                                              |
| <b>Total</b>          | <b>0</b>                       | <b>0</b>                            | <b>0.00%</b>                                 |

**(iii) Invalid Votes:**

| <b>Total number of members whose votes were declared invalid</b> | <b>Total number of votes cast by them</b> |
|------------------------------------------------------------------|-------------------------------------------|
| 1                                                                | 5                                         |



**g) Resolution 7 : Special Resolution**

**Approval to Mr. G. Momen (holding DIN: 00402662) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019**

**(i) Voted in favour of the Resolution:**

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 12                             | 6796888                             |                                              |
| Voting by ballot      | 6                              | 45                                  |                                              |
| <b>Total</b>          | <b>18</b>                      | <b>6796933</b>                      | <b>100.00%</b>                               |

**(ii) Voted against the Resolution:**

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 0                              | 0                                   |                                              |
| Voting by ballot      | 0                              | 0                                   |                                              |
| <b>Total</b>          | <b>0</b>                       | <b>0</b>                            | <b>0.00%</b>                                 |

**(iii) Invalid Votes:**

| <b>Total number of members whose votes were declared invalid</b> | <b>Total number of votes cast by them</b> |
|------------------------------------------------------------------|-------------------------------------------|
| 1                                                                | 5                                         |



**h) Resolution 8 : Special Resolution**

**Approval to Mr. H. M. Parekh (holding DIN: 00026530) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019**

**(i) Voted in favour of the Resolution:**

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 12                             | 6796888                             |                                              |
| Voting by ballot      | 6                              | 45                                  |                                              |
| <b>Total</b>          | <b>18</b>                      | <b>6796933</b>                      | <b>100.00%</b>                               |

**(ii) Voted against the Resolution:**

| <b>Mode of voting</b> | <b>Number of Members voted</b> | <b>Number of votes cast by them</b> | <b>% of total number of valid votes cast</b> |
|-----------------------|--------------------------------|-------------------------------------|----------------------------------------------|
| Remote e-voting       | 0                              | 0                                   |                                              |
| Voting by ballot      | 0                              | 0                                   |                                              |
| <b>Total</b>          | <b>0</b>                       | <b>0</b>                            | <b>0.00%</b>                                 |

**(iii) Invalid Votes:**

| <b>Total number of members whose votes were declared invalid</b> | <b>Total number of votes cast by them</b> |
|------------------------------------------------------------------|-------------------------------------------|
| 1                                                                | 5                                         |



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practicing Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : [aklabh@aklabh.com](mailto:aklabh@aklabh.com) / [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com)

Website : [www.aklabh.com](http://www.aklabh.com)

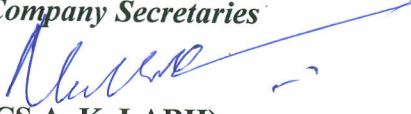
8. All the resolutions proposed hereinabove have been passed unanimously.
9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly

For A. K. LABH & Co.

*Company Secretaries*

  
(CS A. K. LABH)  
*Practicing Company Secretary*  
FCS – 4848 / CP No. - 3238



**Place: Kolkata**

**Dated: 18.05.2018**

# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practicing Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

*Witness :*

1. *Amrita Sampat*

(Amrita Sampat)  
59, Kalicharan Ghosh Road  
Kolkata – 700 050

2. *Priya Priya Singh*

(Priti Priya Singh)  
8/A, Kailash Saha Lane  
Kolkata – 700007



Received the Report of the Scrutinizer  
For Williamson Magor & Co. Limited

*H. U. Sanghavi*

(H. U. Sanghavi)  
Company Secretary

