

WINSOME HOLDINGS & INVESTMENTS LTD.

CIN: L19129WB1976PLC030723
28/1, SHAKESPEARE SARANI,
11 & 12 GANGA JAMUNA
KOLKATA – 700 017
PHONE : 033 2287-2373/4603-4207
EMAIL – winsome@kredogroup.in
Website – www.winsomeholdings.co.in

Dated: 16.09.2022

To
The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata- 700 001

SCRIP CODE: 23117

Sir,

Sub: Disclosure of Voting Results of the 45th Annual General Meeting held on 14th September, 2022 as per the requirements of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As per requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed herewith please find details regarding the voting results of the 45th Annual General Meeting of the Shareholders of the Company held on 15th September, 2022 along with Report of Scrutinizer dated 16.09.2022 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is for your information and record.

Thanking You,

Yours Faithfully,
For Winsome Holdings & Investments Limited

Megha Kapoor

Megha Kapoor
Company Secretary



Encl: As Above

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DETAIL OF VOTING RESULTS

Date of the Annual General Meeting	14 th September, 2022
Total number of shareholders on record date:	79
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	02 Nos. 03 Nos.
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Arranged - -

AGENDA-WISE:-

Item No.	Details of the Agenda:	Resolution required (Ordinary/Special)	Mode of voting: (Show of hands/Poll/Postal Ballot/E-voting)
Ordinary Business			
1	Adoption of the Audited Standalone Financial Statements as on 31 st March, 2022 including the reports of Board of Directors and Auditors thereon and Audited Consolidated Financial Statements as on 31 st March, 2022 including the reports of Auditors thereon.	Ordinary	E- Voting
2	Re-appointment of Mr. Gopal Kumar Kabra (DIN: 01328101) as director of the Company who retires by rotation and being eligible, seeks re-appointment.	Ordinary	E- Voting
3	Re-appointment of M/s B. Chhawchharia & Co., Chartered Accountants, (Firm Registration no. 305123E) as Statutory Auditors of the Company for the second term of 5 (five) years and to fix their remuneration	Ordinary	E- Voting
Special Business:			
4	Appointment of Mr. Krishan Kumar Dujari (DIN - 01060908), liable to retire by rotation, as Director of the Company	Ordinary	E- Voting
5	Appointment of Mr. Basant Kumar Bachhuka (DIN - 06810122), liable to retire by rotation, as Director of the Company	Ordinary	E- Voting



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The mode of voting for all resolution was E-voting and the voting details are annexed herewith as “Annexure A” in the prescribed format along with scrutinizer report on e-voting.

Thanking You,

Yours faithfully,

For Winsome Holdings & Investments Ltd.




Megha Kapoor
Company Secretary

Encl: As Above

Annexure A

Details of reporting as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 based on results of e-Voting of the 45th Annual General Meeting held on 15th September, 2022

ORDINARY BUSINESS:

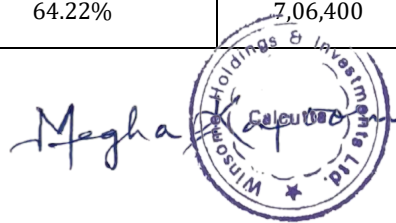
Resolution No. 1:-

- a) Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31.03.2022 together with reports of Board of Directors and Auditors thereon.
- b) Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31.03.2022 together with reports of Board of Directors and Auditors thereon.
(Ordinary Resolution)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	6,73,950	6,26,350	92.94%	6,26,350	-	100%	0.00%
Public - Institutional holders	-	-	-	-	-	-	-
Public-Others	4,26,050	80,050	18.79%	80,050	-	100%	0.00%
Total	11,00,000	7,06,400	64.22%	7,06,400	-	100%	0.00%

Resolution No. 2:- Re-Appointment of Mr. Gopal Kumar Kabra (DIN: 01328101), who retire by rotation and being eligible, seeks re-appointment (Ordinary Resolution)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	6,73,950	6,26,350	92.94%	6,26,350	-	100%	0.00%
Public - Institutional holders	-	-	-	-	-	-	-
Public-Others	4,26,050	80,050	18.79%	80,050	-	100%	0.00%
Total	11,00,000	7,06,400	64.22%	7,06,400	-	100%	0.00%



**Resolution No. 3:- Re-appointment of M/s B. Chhawchharia & Co., Chartered Accountants, (Firm Registration no. 305123E) as Statutory Auditors of the Company for the second term of 5 (five) years and to fix their remuneration.
(Ordinary Resolution)**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	6,73,950	6,26,350	92.94%	6,26,350	-	100%	0.00%
Public - Institutional holders	-	-	-	-	-	-	-
Public-Others	4,26,050	80,050	18.79%	80,050	-	100%	0.00%
Total	11,00,000	7,06,400	64.22%	7,06,400	-	100%	0.00%

**Resolution No. 4:- Appointment of Mr. Krishan Kumar Dujari (DIN - 01060908), liable to retire by rotation, as Director of the Company.
(Ordinary Resolution)**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	6,73,950	6,26,350	92.94%	6,26,350	-	100%	0.00%
Public - Institutional holders	-	-	-	-	-	-	-
Public-Others	4,26,050	80,050	18.79%	80,050	-	100%	0.00%
Total	11,00,000	7,06,400	64.22%	7,06,400	-	100%	0.00%



 Megha Kapur

**Resolution No. 5:- Appointment of Mr. Basant Kumar Bachhuka (DIN - 06810122), liable to retire by rotation, as Director of the Company.
(Ordinary Resolution)**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	6,73,950	6,26,350	92.94%	6,26,350	-	100%	0.00%
Public - Institutional holders	-	-	-	-	-	-	-
Public-Others	4,26,050	80,050	18.79%	80,050	-	100%	0.00%
Total	11,00,000	7,06,400	64.22%	7,06,400	-	100%	0.00%

All the Resolutions with respect to the agenda items were passed by requisite majority.



MEENA CHOWDHARY

Practicing company secretary
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FORM No. MGT-13

Report of Scrutinizer

[Pursuant to sections 108 and 109 of the Companies Act, 2013 and Rule 20[4](xii)] of the Companies (Management and Administration) Amendment Rules, 2015 & 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman,
45th Annual General Meeting of the Equity Shareholders of
Winsome Holdings & Investments Limited
CIN: L19129WB1976PLC030723
Held on Wednesday 14th day of September, 2022, at 4:00 P.M at
28/1,Shakespeare Sarani ,Ganga Jamuna Building,1st Floor
Kolkata-700017

Sub: Scrutinizer's Report on remote E-voting and voting by Polling/Ballot

Ref: 45th Annual General Meeting (AGM) of the Shareholders of Winsome Holdings & Investments Limited

Dear Sir,

I, Meena Chowdhary, Practicing Company Secretary was appointed as Scrutinizer by the board meeting held on 10th August, 2022 of Winsome Holdings & Investments Limited (hereinafter referred to as "the Company") pursuant to section 108 & 109 of the Companies Act,2013 to scrutinize remote e-voting process and voting through polling/ballot papers process at the 45th Annual General Meeting of Equity shareholders of Winsome Holdings & Investments Limited held on Wednesday, 14th September, 2022 at 4:00 p.m. at registered office of the company at 28/1, Shakespeare Sarani, Ganga Jamuna Building,1st Floor,Kolkata-70017.My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system. I submit my report hereunder:

1. An advertisement was published in Darpan of India (English) and Durant Varta, (Bengali)., having electronic editions on 21st August, 2022 and 21st August, 2022 respectively specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges.



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2. The Company had availed the e-voting facility offered by the National Securities Depository Limited (NSDL) for conduction remote e-voting .
3. The shareholders holding the shares as on cut off date i.e 7th September, 2022 were entitled to vote on the proposed resolution as set out in (item 1 to 5) of the Notice dated 10th August, 2022 convening the said AGM.
4. In term of the aforesaid notice and as per the provision of the section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the remote e-voting period commenced on Sunday, 11th September, 2022 from 9:00 AM (IST) and ended on Tuesday 13th September, 2022 till 5:00 PM (IST).
5. In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted. Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.
6. The votes casted through remote e-voting and voting by polling/ballot paper were unblocked by me on 14th September, 2022 at around 6:40 P.M. The said remote e-voting was unblocked by me in the presence of the following persons:
 - a. Miss Ambika Sharma
 - b. Miss Mamta Chowdhurywho are not in the employment of the Company.
7. The result of the remote e-voting and voting by pooling/postal ballot at the said AGM is as under:



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- a) Resolution No. 1 - To receive, consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended 31st March, 2022 and the reports of the Board of Directors (the Board) and the Auditors thereon.

Voted in favour of the Resolution:

Mode of voting	Total no. of voters	No. of voters in favour	Total no. of valid votes cast(one share one vote basis)	Total no. of valid votes cast in favour	% of total no. of valid votes cast
Remote E-voting	4	4	706400	706400	100
Poll/Ballot	0	0	0	0	0
Total	4	4	706400	706400	100

Voted against the Resolution:

Mode of voting	Total no. of voters	No. of voters in against	Total no. of valid votes cast(one share one vote basis)	Total no. of valid votes cast in against	% of total no. of valid votes cast
Remote E-voting	4	0	706400	0	0
Poll/Ballot	0	0	0	0	0
Total	4	0	706400	0	0



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chowdharymeena7@gmail.com

Invalid votes:

Mode of voting	Total no. of voters	Total no. of valid votes cast(one share one vote basis)	Total no. of invalid votes cast	% of total no. of invalid votes cast
Remote E-voting	4	706400	0	0
Poll/Ballot	0	0	0	0
Total	4	706400	0	0

- b) Resolution No. 2 - Approval of re-appointment of Mr. Gopal Kumar Kabra (DIN:01328101), who retires by rotation, and being eligible, offers himself for re-appointment:

Voted in favour of the Resolution:

Mode of voting	Total no. of voters	No. of voters in favour	Total no. of valid votes cast(one share one vote basis)	Total no. of valid votes cast in favour	% of total no. of valid votes cast
Remote E-voting	4	4	706400	706400	100
Poll/Ballot	0	0	0	0	0
Total	4	4	706400	706400	100



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chowdharymeena7@gmail.com

Voted against the Resolution:

Mode of voting	Total no. of voters	No. of voters in against	Total no. of valid votes cast(one share one vote basis)	Total no. of valid votes cast in against	% of total no. of valid votes cast
Remote E-voting	4	0	706400	0	0
Poll/Ballot	0	0	0	0	0
Total	4	0	706400	0	0

Invalid votes:

Mode of voting	Total no. of voters	Total no. of valid votes cast(one share one vote basis)	Total no. of invalid votes cast	% of total no. of invalid votes cast
Remote E-voting	4	706400	0	0
Poll/Ballot	0	0	0	0
Total	4	706400	0	0



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- c) Resolution No. 3 - Approval of re-appointment of M/s. B. Chhawchharia & Co., Chartered Accountant as Statutory Auditor of the Company and to fix their remuneration:

Voted in favour of the Resolution:

Mode of voting	E-Total no. of voters	No. of voters in favour	Total no. of valid votes cast(one share one vote basis)	Total no. of valid votes cast in favour	% of total no. of valid votes cast
Remote E-voting	4	4	706400	706400	100
Poll/Ballot	0	0	0	0	0
Total	4	4	706400	706400	100

Voted against the Resolution:

Mode of voting	Total no. of voters	No. of voters in against	Total no. of valid votes cast(one share one vote basis)	Total no. of valid votes cast in against	% of total no. of valid votes cast
Remote E-voting	4	0	706400	0	0
Poll/Ballot	0	0	0	0	0
Total	4	0	706400	0	0



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chowdharymeena7@gmail.com

Invalid votes:

Mode of voting	Total no. of voters	Total no. of valid votes cast(one share one vote basis)	Total no. of invalid votes cast	% of total no. of invalid votes cast
Remote E-voting	4	706400	0	0
Poll/Ballot	0	0	0	0
Total	4	706400	0	0

d) Resolution No. 4 - Approval of appointment of Mr. Krishan Kumar Dujari (DIN:01060908) as Director of the Company, who was appointed as an additional Director:

Voted in favour of the Resolution:

Mode of voting	Total no. of voters	No. of voters in favour	Total no. of valid votes cast(one share one vote basis)	Total no. of valid votes cast in favour	% of total no. of valid votes cast
Remote E-voting	4	4	706400	706400	100
Poll/Ballot	0	0	0	0	0
Total	4	4	706400	706400	100



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Voted against the Resolution:

Mode of voting	Total no. of voters	No. of voters in against	Total no. of valid votes cast(one share one vote basis)	Total no. of valid votes cast in against	% of total no. of valid votes cast
Remote E-voting	4	0	706400	0	0
Poll/Ballot	0	0	0	0	0
Total	4	0	706400	0	0

Invalid votes:

Mode of voting	Total no. of voters	Total no. of valid votes cast(one share one vote basis)	Total no. of invalid votes cast	% of total no. of invalid votes cast
Remote E-voting	4	706400	0	0
Poll/Ballot	0	0	0	0
Total	4	706400	0	0



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- e) Resolution No. 5 - Approval of appointment of Mr. Basant Kumar Bachhuka (DIN:06810122) as Director of the Company, who was appointed as an additional Director:

Voted in favour of the Resolution:

Mode of voting	Total no. of voters	No. of voters in favour	Total no. of valid votes cast(one share one vote basis)	Total no. of valid votes cast in favour	% of total no. of valid votes cast
Remote E-voting	4	4	706400	706400	100
Poll/Ballot	0	0	0	0	0
Total	4	4	706400	706400	100

Voted against the Resolution:

Mode of voting	Total no. of voters	No. of voters in against	Total no. of valid votes cast(one share one vote basis)	Total no. of valid votes cast in against	% of total no. of valid votes cast
Remote E-voting	4	0	706400	0	0
Poll/Ballot	0	0	0	0	0
Total	4	0	706400	0	0



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Invalid votes:

Mode of voting	Total no. of voters	Total no. of valid votes cast(one share one vote basis)	Total no. of invalid votes cast	% of total no. of invalid votes cast
Remote E-voting	4	706400	0	0
Poll/Ballot	0	0	0	0
Total	4	706400	0	0

8. A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is handover to company.
9. Based on the aforesaid results, we report that all Ordinary Resolutions as set out in Item Nos. 1 to 5 of the Notice of the AGM dated 10th August, 2022 have been passed with the requisite majority.

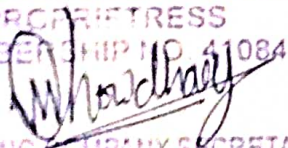
Thanking you,

Yours faithfully,

CS MEENA CHOWDHARY

PROPRIETRESS

MEMBERSHIP ID: 41084



PRACTICING COMPANY SECRETARY

CP NO. 16829

Meena Chowdhary

CP: 16829

Scrutinizer

UDIN: A041084D000982497

Place: Kolkata

Date: 16th September, 2022