

Telephone Nos. :  
Regd. Office : (044) 28522745  
Factory : (044) 26234300  
(044) 26258511



Telefax : 044 - 26257121  
Web : www.wheelsindia.com

## **WHEELS INDIA LIMITED**

Corporate Identity Number : L35921TN1960PLC004175

Registered Office :  
21, Patullos Road, Chennai - 600 002.

Factory :  
Padi, Chennai - 600 050.

**July 18, 2024**

To  
**National Stock Exchange of India Limited,**  
The Manager, Listing Department,  
"Exchange Plaza", C-1, Block G,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai – 400 051

To  
**BSE Limited**  
The Corporate Relationship Department,  
1<sup>st</sup> Floor New Trading Wing, Rotunda Building,  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001

**Symbol: WHEELS**

**Scrip Code: 590073**

Dear Sir / Madam,

**Subject: Voting Results along with Scrutinizer's Report – AGM 2024**

Further to our letter dated July 17, 2024 intimating the proceedings of 65<sup>th</sup> Annual General Meeting ('AGM') of the Company, please find enclosed the following:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
2. Consolidated Scrutinizer's Report dated July 17, 2024

Kindly take into your record and disseminate on your website.

Thanking you.

Yours faithfully,

For **Wheels India Limited**

**K V Lakshmi**  
**Company Secretary & Compliance Officer**

Encl.: a/a

PLEASE ADDRESS ALL COMMUNICATIONS TO THE FACTORY

**Wheels India Limited****Voting results – 65<sup>th</sup> Annual General Meeting 2024**

<b>General information about company</b>	
Scrip code	590073
NSE Symbol	WHEELS
MSEI Symbol	NIL
ISIN	INE715A01015
Name of the company	Wheels India Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms	17-07-2024
Start time of the meeting	10:00 AM
End time of the meeting	10:30 AM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Smita Chirimar
Firms Name	M/s. S Dhanapal & Associates LLP, Practising Company Secretaries
Qualification	CS
Membership Number	F8137
Date of Board Meeting in which appointed	20-05-2024
Date of Issuance of Report to the company	17-07-2024

<b>Voting results</b>	
Record date	10-07-2024
Total number of shareholders on record date	23,452
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	3
b) Public	74
<b>No. of resolution passed in the meeting</b>	<b>77</b>

Type of Business: **Ordinary**

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To adopt the Audited Financial Statement of the Company for the year ended March 31, 2024 along with the report of the Board of Directors and Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14246536	14246536	100.0000	14246536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>14246536</b>	<b>14246536</b>	<b>100.0000</b>	<b>14246536</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	3063943	2939270	95.9310	2939270	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>3063943</b>	<b>2939270</b>	<b>95.9310</b>	<b>2939270</b>	<b>0</b>	<b>100.0000</b>
Public-Non Institutions	E-Voting	7122533	1780040	24.9917	1779934	106	99.9940	0.0060
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>7122533</b>	<b>1780040</b>	<b>24.9917</b>	<b>1779934</b>	<b>106</b>	<b>99.9940</b>
<b>Total</b>		<b>24433012</b>	<b>18965846</b>	<b>77.6239</b>	<b>18965740</b>	<b>106</b>	<b>99.9994</b>	<b>0.0006</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Type of Business: Ordinary

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend for the financial year 2023-2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		14246536	100.0000	14246536	0	100.0000	0.0000
	Poll	14246536	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>14246536</b>	<b>14246536</b>	<b>100.0000</b>	<b>14246536</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting		2939270	95.9310	2939270	0	100.0000	0.0000
	Poll	3063943	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>3063943</b>	<b>2939270</b>	<b>95.9310</b>	<b>2939270</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting		1780040	24.9917	1779934	106	99.9940	0.0060
	Poll	7122533	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>7122533</b>	<b>1780040</b>	<b>24.9917</b>	<b>1779934</b>	<b>106</b>	<b>99.9940</b>	<b>0.0060</b>
<b>Total</b>		<b>24433012</b>	<b>18965846</b>	<b>77.6239</b>	<b>18965740</b>	<b>106</b>	<b>99.9994</b>	<b>0.0006</b>
<b>Whether resolution is Pass or Not</b>							<b>Yes</b>	

Type of Business: **Ordinary**

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. S Ram (DIN: 00018309), Director retiring by rotation, being eligible for re-election				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14246536	14246536	100.0000	14246536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>14246536</b>	<b>14246536</b>	<b>100.0000</b>	<b>14246536</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	3063943	2939270	95.9310	2927529	11741	99.6005	0.3995
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>3063943</b>	<b>2939270</b>	<b>95.9310</b>	<b>2927529</b>	<b>11741</b>	<b>99.6005</b>
Public-Non Institutions	E-Voting	7122533	1780040	24.9917	1779919	121	99.9932	0.0068
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>7122533</b>	<b>1780040</b>	<b>24.9917</b>	<b>1779919</b>	<b>121</b>	<b>99.9932</b>
<b>Total</b>		<b>24433012</b>	<b>18965846</b>	<b>77.6239</b>	<b>18953984</b>	<b>11862</b>	<b>99.9375</b>	<b>0.0625</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Type of Business: **Special**

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Ratify the Remuneration payable to Cost Auditors for the financial year ending March 31, 2025				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14246536	14246536	100.0000	14246536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>14246536</b>	<b>14246536</b>	<b>100.0000</b>	<b>14246536</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	3063943	2939270	95.9310	2939270	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>3063943</b>	<b>2939270</b>	<b>95.9310</b>	<b>2939270</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	7122533	1780040	24.9917	1779919	121	99.9932	0.0068
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>7122533</b>	<b>1780040</b>	<b>24.9917</b>	<b>1779919</b>	<b>121</b>	<b>99.9932</b>	<b>0.0068</b>
<b>Total</b>		<b>24433012</b>	<b>18965846</b>	<b>77.6239</b>	<b>18965725</b>	<b>121</b>	<b>99.9994</b>	<b>0.0006</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Type of Business: **Special**

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the re-appointment of Dr. Rishiksha T Krishnan (DIN:00064067) as an Independent Director of the Company for a second term of five years				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14246536	14246536	100.0000	14246536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>14246536</b>	<b>14246536</b>	<b>100.0000</b>	<b>14246536</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	3063943	2939270	95.9310	2939270	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>3063943</b>	<b>2939270</b>	<b>95.9310</b>	<b>2939270</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	7122533	1780040	24.9917	1779719	321	99.9820	0.0180
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>7122533</b>	<b>1780040</b>	<b>24.9917</b>	<b>1779719</b>	<b>321</b>	<b>99.9820</b>	<b>0.0180</b>
<b>Total</b>		<b>24433012</b>	<b>18965846</b>	<b>77.6239</b>	<b>18965525</b>	<b>321</b>	<b>99.9983</b>	<b>0.0017</b>
Whether resolution is Pass or Not.							Yes	

Type of Business: **Special**

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the commission payable to Mr. S Ram (DIN 00018309), Chairman (Non-Executive Director) of the Company pursuant to SEBI LODR Regulations, 2015, as amended				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14246536	14246536	100.0000	14246536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>14246536</b>	<b>14246536</b>	<b>100.0000</b>	<b>14246536</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	3063943	2939270	95.9310	2939270	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>3063943</b>	<b>2939270</b>	<b>95.9310</b>	<b>2939270</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	7122533	1780040	24.9917	1779039	1001	99.9438	0.0562
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>7122533</b>	<b>1780040</b>	<b>24.9917</b>	<b>1779039</b>	<b>1001</b>	<b>99.9438</b>	<b>0.0562</b>
<b>Total</b>		<b>24433012</b>	<b>18965846</b>	<b>77.6239</b>	<b>18964845</b>	<b>1001</b>	<b>99.9947</b>	<b>0.0053</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Note: There are no invalid votes for resolution nos. 1 to 6



Suite No. 103, First Floor, Kaveri Complex  
No. 96/104, Nungambakkam High Road  
(Next to NABARD & ICICI Bank)  
Nungambakkam, Chennai - 600 034  
Phone No. 044 - 4553 0256  
4553 0257 / 4265 2127  
E-mail: csdhanapal@gmail.com  
secretarial@csdhanapal.com  
website: www.csdhanapal.com

## **S Dhanapal & Associates LLP** **Practising Company Secretaries**

LLPIN ACB - 0368

(Regd. with Limited Liability Under the LLP Act, 2008)

**Designated Partners :**

S. Dhanapal, B.Com., B.A.B.L., F.C.S

N. Ramanathan, B.Com., F.C.S

Smita Chirimar, M.Com., F.C.S, DCG(ICSI)

**FORM NO. MGT-13**

**REPORT OF SCRUTINIZER**

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

To  
**The Chairman,**  
65<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**M/s. Wheels India Limited,**  
Chennai

Dear Sir,

I, Smita Chirimar, Partner of M/s. S Dhanapal & Associates LLP, a firm of Practising Company Secretaries, was appointed as Scrutinizer by the Board of Directors of M/s. Wheels India Limited ("the Company") for the purpose of scrutinizing the voting process taken in connection with the 65<sup>th</sup> Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the said Annual General Meeting, held on Wednesday, 17<sup>th</sup> July, 2024 at 10.00A.M. by video Conferencing / Other Audio Visual means (VC / OAVM). I submit the results of voting by electronic means as under.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by the shareholders on the resolutions proposed in the Notice of the 65<sup>th</sup> Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer was to ensure that the voting process, through electronic means was conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any to the Chairman, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL).



# S Dhanapal & Associates LLP

Practising Company Secretaries

The results of the voting are as under:

**Resolution No. 1 -To adopt the Audited Financial Statement of the Company for the year ended 31st March 2024 along with thereport of the Board of Directors and Auditors thereon. (Ordinary Business - Ordinary Resolution)**

	No. of Shares	No. of Members
Total Votes Cast	1,89,65,846	119
Less: Invalid votes	0	0
Net Valid votes cast	1,89,65,846	119
Votes cast in favour	1,89,65,740	116
Votes Cast against	106	3

**% of total valid votes cast in favour of the resolution:99.99%**

**% of total valid votes cast against the resolution: 0.01%**

**Resolution No. 2 -To declare dividendfor the financial year 2023-2024 (Ordinary Business - Ordinary Resolution)**

	No. of Shares	No. of Members
Total Votes Cast	1,89,65,846	119
Less: Invalid votes	0	0
Net Valid votes cast	1,89,65,846	119
Votes cast in favour	1,89,65,740	116
Votes Cast against	106	3

**% of total valid votes cast in favour of the resolution: 99.99%**

**% of total valid votes cast against the resolution: 0.01%**

**Resolution No. 3 -To appoint Mr. S Ram (DIN: 00018309),Director retiring by rotation, being eligible for re-election(Ordinary Business - Special Resolution)**

	No. of Shares	No. of Members
Total Votes Cast	1,89,65,846	119
Less: Invalid votes	0	0
Net Valid votes cast	1,89,65,846	119
Votes cast in favour	1,89,53,984	114
Votes Cast against	11,862	5

**% of total valid votes cast in favour of the resolution: 99.94 %**

**% of total valid votes cast against the resolution:0.06 %**



# S Dhanapal & Associates LLP

Practising Company Secretaries

**Resolution No. 4 - To Ratify the Remuneration payable to Cost Auditors for the financial year ending March 31, 2025 (Special Business - Ordinary Resolution)**

	No. of Shares	No. of Members
Total Votes Cast	1,89,65,846	119
Less: Invalid votes	0	0
Net Valid votes cast	1,89,65,846	119
Votes cast in favour	1,89,65,725	115
Votes Cast against	121	4

**% of total valid votes cast in favour of the resolution: 99.99 %**  
**% of total valid votes cast against the resolution: 0.01 %**

**Resolution No. 5 - To approve the re-appointment of Dr. Rishikesh T Krishnan (DIN:00064067) as an Independent Director of the Company for a second term of five years (Special Business - Special Resolution)**

	No. of Shares	No. of Members
Total Votes Cast	1,89,65,846	119
Less: Invalid votes	0	0
Net Valid votes cast	1,89,65,846	119
Votes cast in favour	1,89,65,525	114
Votes Cast against	321	5

**% of total valid votes cast in favour of the resolution: 99.99 %**  
**% of total valid votes cast against the resolution: 0.01 %**



# S Dhanapal & Associates LLP

## Practising Company Secretaries

Resolution No. 6-To approve the commission payable to Mr. S Ram (DIN 00018309), Chairman (Non-Executive Director) of the Company pursuant to SEBI LODR Regulations, 2015 as amended (Special Business – Special Resolution)

	No. of Shares	No. of Members
Total Votes Cast	1,89,65,846	119
Less: Invalid votes	0	0
Net Valid votes cast	1,89,65,846	119
Votes cast in favour	1,89,64,845	113
Votes Cast against	1001	6

% of total valid votes cast in favour of the resolution: 99.99 %

% of total valid votes cast against the resolution: 0.01 %

The Chairman may declare the results as above in accordance with the provisions of Companies Act, 2013.

For S DHANAPAL & ASSOCIATES LLP  
(A firm of Practising Company Secretaries)  
Peer Review Certificate No. 1107/2021



*Smita Chirimar*

Smita Chirimar  
Partner

M. No.F8137

C. P. No. 9357

UDIN:F008137F000758711

Place: Chennai  
Date: 17.07.2024