



FORMERLY KNOWN AS
WONDER FIBROMATS PVT. LTD.

REGISTERED OFFICE: 45, GROUND FLOOR, OKHLA INDUSTRIAL ESTATE (PHASE III),
NEW DELHI - 110020 | PHONE 011-66058952

PLANT: KHASRA NO 105-106, RAIPUR INDUSTRIAL AREA,
BHAGWANPUR, ROORKEE, UTTARAKHAND

INFO@WONDERFIBROMATS.COM

WWW.WONDERFIBROMATS.COM

Date: September 30, 2020

To,

**Chief Manager
Listing Compliance Department
National Stock Exchange of India Limited (NSE)
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai-400051**

**Scrip Code: WFL
ISIN: INE02WG01016**

**Sub: Submission of Voting Results and Scrutinizer's Report of the 11th Annual General Meeting ("AGM")
of the Company held on September 28, 2020**

Dear Sir/Madam,

In continuation to our letter dated September 28, 2020, please find enclosed the following:

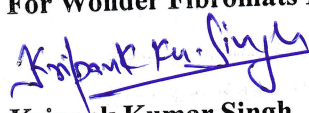
1. Voting Results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations – **Annexure A.**
2. Report of the Scrutinizer dated September 29, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure B.**

The Voting Results along with the Scrutinizer's Report dated September 29, 2020 is made available on the Company's website at www.wonderfibromats.com. The results will also be uploaded on NSDL website at www.nsdl.co.in.

You are requested to kindly take the same on record.

Thanking you,

For Wonder Fibromats Limited


**Kripank Kumar Singh
Company Secretary & Compliance Officer
Membership. No. A59926**



Encl: As above

Company Name		WONDER FIBROMATS LIMITED								
Date of the AGM		28/09/2020								
Record Date		21/09/2020								
Total number of shareholders on record date		118								
No. of shareholders present in the meeting either in person or through proxy:										
Promoters and Promoter Group:		NA								
Public:		NA								
No. of Shareholders attended the meeting through Video Conferencing										
Promoters and Promoter Group:		4								
Public:		3								
No. of resolution Passed in the meeting		5								
Resolution No.		1								
Resolution required: (Ordinary/ Special)		ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,012,900	6,012,900	100.0000	6,012,900	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,012,900	100.0000	6,012,900	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	774,400	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,588,200	164,200	10.3387	164,200	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		164,200	10.3387	164,200	0	100.0000	0.0000	0	0
Total		8,375,500	6,177,100	73.7520	6,177,100	0	100.0000	0.0000	0	0



Resolution No.	2										
Resolution required: (Ordinary/ Special)	ORDINARY - To Appoint a Director in place of Mr. Harsh Kumar Anand DIN 00312438, who retire by rotation and being eligible, offers himself for re-appointment.										
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	6,012,900	6,012,900	100.0000	6,012,900	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		6,012,900	100.0000	6,012,900	0	100.0000	0.0000	0.0000	0	0
Public- Institutions	E-Voting	774,400	0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		0	0	0	0	0.0000	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,588,200	164,200	10.3387	164,200	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0
	Total		164,200	10.3387	164,200	0	100.0000	0.0000	0.0000	0	0
Total		8,375,500	6,177,100	73.7520	6,177,100	0	100.0000	0.0000	0	0	

Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY - To Appoint a Director in place of Mr. Siddhant Sahni DIN 07508004, who retire by rotation and being eligible, offers himself for re-appointment.										
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	6,012,900	6,012,900	100.0000	6,012,900	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0
	Total		6,012,900	100.0000	6,012,900	0	100.0000	0.0000	0.0000	0	0
Public- Institutions	E-Voting	774,400	0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,588,200	164,200	10.3387	164,200	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0
	Total		164,200	10.3387	164,200	0	100.0000	0.0000	0.0000	0	0
Total		8,375,500	6,177,100	73.7520	6,177,100	0	100.0000	0.0000	0	0	



Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration payable to Ms. Ajay Kumar Singh Co., Cost Auditors of the Company for the FY 2020-21.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,012,900	6,012,900	100.0000	6,012,900	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,012,900	100.0000	6,012,900	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	774,400	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,588,200	164,200	10.3387	164,200	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		164,200	10.3387	164,200	0	100.0000	0.0000	0	0
Total		8,375,500	6,177,100	73.7520	6,177,100	0	100.0000	0.0000	0	0

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval to increase the Overall Managerial Remuneration of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,012,900	6,012,900	100.0000	6,012,900	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,012,900	100.0000	6,012,900	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	774,400	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,588,200	164,200	10.3387	164,200	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		164,200	10.3387	164,200	0	100.0000	0.0000	0	0
Total		8,375,500	6,177,100	73.7520	6,177,100	0	100.0000	0.0000	0	0



RUBINA VOHRA & ASSOCIATES

Company Secretaries

Report of Scrutinizer on Voting Process (Including Remote E-Voting and e-voting)

(Pursuant to the provision of Section 108 of the Companies Act 2013 read with Companies (Management and Administration) Rules, 2014 read with General Circular Nos. 14/2020, 17/2020 & 20/2020 issued by the Ministry of Corporate Affairs on April 08, 2020, April 17, 2020 and May 5, 2020 respectively)

To

Chairman
Wonder Fibromats Limited
45, Ground Floor, Okhla Industrial Estate,
Phase-III, Delhi-110020

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 11th Annual General Meeting of Wonder Fibromats Limited, for the Financial Year 2019-20, held on Monday, September 28, 2020 at 1:00 P.M. (IST) through video conferencing/ other audio-visual means

I, Rubina Vohra, Company Secretary in Whole Time Practice, having Membership Number FCS 9277 and Certificate of Practice Number 10930 have been appointed as scrutinizer by the Board of Director of the Company vide resolutions passed on 18th August 2020 for the purpose of scrutinizing the Voting Process in a fair and transparent manner i.e remote e-voting and e-voting during the 11th Annual General Meeting (AGM) under the provision of Section 108 of the Companies Act ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 (as amended from time to time) and General Circular Nos. 14/2020, 17/2020 & 20/2020 issued by the Ministry of Corporate Affairs on April 08, 2020, April 17, 2020 and May 5, 2020 respectively (MCA Circulars) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities Exchange Board of India (SEBI Circular) on the resolution mentioned in Notice dated 18th August 2020 for the 11th AGM of the Company held on 28th Day of September 2020 at 01:00 PM through Video Conferencing / Other Audio Visual Means (OAVM) facility.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules thereof including MCA Circulars relating to remote e-voting and e-voting during the 11th Annual General Meeting.


My responsibility as a scrutinizer for the voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make Scrutinizer's Report of the votes cast in favour or against and invalid votes on the above resolution, based on the reports generated from the Remote E-Voting and E- voting System provided by the National Securities depository Limited (NSDL) the authorized agency to provide remote e-voting facilities and engaged by the Company for that purpose.

Corporate Office: C-24, Ground Floor, Sector-2, Noida -201301
E-mail: rrassociatenoida@gmail.com

I hereby submit my report as under:

1. The AGM Notice was circulated by the Company to the shareholders whose email addresses are registered with the Company/Depositories for convening of AGM of the Company on **Monday, 28th September, 2020 at 01.00 P.M. (IST)** through VC / OAVM to transact the business, as set out in the AGM Notice, as stated above, in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular No. 14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020 respectively, issued by the Ministry of Corporate Affairs (MCA Circulars) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities Exchange Board of India (SEBI Circular) permitting the Companies to hold Meetings without the physical presence of Members at a common venue. The dispatch of the Notice of AGM through e-mails was completed on **Saturday, September 05, 2020.**
2. As prescribed in clause IV of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company had released an advertisement prior to sending Notice of AGM to the Members which was published in English in 'Financial Express' newspaper having country-wide circulation dated 31st August, 2020, and in Hindi 'Jansatta' Newspaper, Delhi edition dated 31st August, 2020. The Notice of AGM contained the required information as provided under clause IV (a) to (f) of the said circular.
3. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has also released an advertisement, which was published 21 days before the date of the AGM in English in 'Financial Express' newspaper having country-wide circulation dated 05th September, 2020, and in Hindi in 'Jansatta.' newspaper Delhi edition dated 05th September, 2020. The notice published in the newspaper carried the required information as specified in Sub Rule (v) (a) to (h) of the said Rule 20.
4. The remote e-voting period commenced on **Friday, September 25, 2020 at 09:00 A.M.** and ended on **Sunday, September 27, 2020 at 05:00 P.M.** via e-voting platform on the designated website of National Securities Depository Limited (NSDL), Authorized Agency to provide e-voting facility viz. www.evoting.nsdl.com
5. The Company had also provided e-voting facility to the Members present during the AGM to enable those Members to cast their votes, if they had not cast their vote earlier through remote e-voting.
6. The members of the Company whose name were recorded in the Register of Member or in the register of Beneficial owners maintained in the depositories as on the Cut-off date i.e. **21st September 2020** were entitled to avail the facility of remote e-voting as well as e-voting at the AGM on the proposed resolution(s) as set out in the Notice dated 18th August 2020.

7. The total paid up Equity Share Capital of the Company as on 21st September 2020 was Rs. 83,755,000/- (Rupees Eight Crore Thirty-Seven Lakh Fifty-Five Thousand only) divided into 83,75,500 (Eighty-Three Lakh Seventy-Five Thousand Five Hundred) Equity Shares of Rs. 10/- (Rupees Ten only) each.
8. The attendance of 7 (Seven) Members was registered who attended the AGM through VC/OAVM as per MCA Circulars.
9. After completion of e-voting during the AGM, the data of e-voting was diligently scrutinized. Thereafter, data of e-voting were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company and the Authorizations lodged with the Company.
10. Thereafter, the votes cast through remote e-voting were unblocked after completion of e-voting during the AGM in the presence of two witnesses, Mr. Manish Kothiyal and Mr. Parveen Rana who are/were not in the employment of the Company. They have signed below mentioned of the votes being unblocked in their presence.


(MANISH KOTHIYAL)


(PRAVEEN RANA)

11. The details containing the list of the shareholders who casted their votes through remote e voting electronically on each of the resolutions was downloaded from the e-voting website of NSDL (<http://www.evoting.nsdl.com>).
12. I have scrutinized, downloaded and counted the votes casted through remote e-voting facility and their particulars have been recorded in the accordance with Companies (Management and Administration) Rules, 2014.
13. No members have voted through both modes i.e. remote e-voting as well as e-voting in the AGM.
14. The consolidated summary of results of e-voting during the AGM and remote e-voting are as under:

RESOLUTION NO.01: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.

ORDINARY RESOLUTION				
Particulars	Number of Valid Votes			Percentage
	E-voting during the	Remote e-Voting	Total	

	AGM			
Assent	0	20	6177100	100
Dissent	0	0	0	0
Total	0	20	6177100	100

RESOLUTION NO.02: To Appoint a Director in place of Mr. Harsh Kumar Anand (DIN: 00312438), who retire by rotation and being eligible, offers himself for re-appointment.

ORDINARY RESOLUTION				
Particulars	Number of Valid Votes			Percentage
	E-voting during the AGM	Remote e-Voting	Total	
Assent	0	20	6177100	100
Dissent	0	0	0	0
Total	0	20	6177100	100

RESOLUTION NO.03: To Appoint a Director in place of Mr. Siddhant Sahni (DIN: 07508004), who retire by rotation and being eligible, offers himself for re-appointment.

ORDINARY RESOLUTION				
Particulars	Number of Valid Votes			Percentage
	E-voting during the AGM	Remote e-Voting	Total	
Assent	0	20	6177100	100

Dissent	0	0	0	0
Total	0	20	6177100	100

RESOLUTION NO.04: Ratification of remuneration payable to M/s. Ajay Kumar Singh & Co., Cost Auditors of the Company for the FY 2020-21.

ORDINARY RESOLUTION				
Particulars	Number of Valid Votes			Percentage
	E-voting during the AGM	Remote e-Voting	Total	
Assent	0	20	6177100	100
Dissent	0	0	0	0
Total	0	20	6177100	100

RESOLUTION NO.05: Approval to Increase the Overall Remuneration of the Company

SPECIAL RESOLUTION				
Particulars	Number of Valid Votes			Percentage
	E-voting during the AGM	Remote e-Voting	Total	
Assent	0	20	6177100	100
Dissent	0	0	0	0
Total	0	20	6177100	100

15. All relevant papers and other incidental papers and particulars of shareholders related to remote e-voting and e-voting at the AGM will remain in my safe custody until the Chairman Consider, approve and signs the minutes of the AGM and the same shall be handed over to the Company Secretary of the Company for safe keeping.

RESULT

Based on the above voting, all resolutions carried on with requisite majority, accordingly I request the Chairman of the AGM to announce the results of the meeting.

Thanking You

For M/s Rubina Vohra & Associates
Company Secretaries



(Rubina Vohra)
Company Secretary in Whole time Practice
FCS-9277
COP No. 10930
UDIN:F009277B000805897
Scrutinizer appointed by the Board of Directors for the Voting Process
(Including Remote E-Voting and E-Voting during 11th AGM)

Date: 29.09.2020
Place: Noida

Counter Signed by:
For Wonder Fibromats Limited

Harsh Kumar Anand

Harsh Kumar Anand
(Chairman & Managing Director)
DIN:00312438

