

Date: 16th April, 2022

<p>To, Listing Compliance Department National Stock Exchange of India Limited (NSE) Exchange Plaza, Plot no. C-1, Block-G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051</p> <p>Scrip Symbol: WFL ISIN: INE02WG01016</p>	<p>To, BSE Limited Corporate Relation Department 1st Floor, New Trading Ring Rotunga Building Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001</p> <p>Scrip Code: 543449</p>
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Sub.: Disclosure of Voting Results of Postal Ballot (only by electronic means) pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

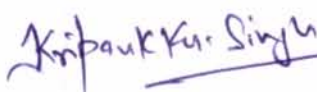

In terms of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results on the special businesses transacted through Postal Ballot Notice dated February 11, 2022, along with the Scrutinizer's Report on e-voting.

It may please be noted that as per the Report of the Scrutinizer dated April 15, 2022 issued by Ms. Rubina Vohra, Practicing Company Secretary, the Ordinary/Special Resolution(s) as per Postal Ballot Notice dated February 11, 2022 stands passed with requisite majority. The Ordinary/Special Resolution(s) is deemed to have been passed on the last date of the remote E-voting, i.e., on April 14, 2022.

The Voting results along with the Scrutinizer's Report will also be available on the Company's website viz. <http://wonderfibromats.com/other-disclosures/>

Kindly take the above information on record.

For Wonder Fibromats Limited



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

Encl: as above

Copy to:

1. **National Securities Depository Limited Trade World,
A Wing, 4th & 5th Floor,
Kamala Mills Compound Senapati Bapat Marg,
Lower Parel Mumbai - 400013.**
2. **Central Depository Services (India) Limited,
17th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street Mumbai – 400013.**
3. **KFin Technologies Limited (RTA)
Karvy Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad 500 032.**



WONDER FIBROMATS LIMITED

Details of Voting Results by Postal Ballot (including e-voting) pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Date of AGM/EGM/Postal Ballot	Notice dated February 11, 2022 (Voting start date: March 16, 2022) (Voting end date: April 14, 2022)
Date of declaration of Postal Ballot Results	April 16, 2022
Total number of shareholders on record date	582 equity shareholders as on March 11, 2022
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	Not Applicable
No. of shareholders attended the meeting through video Conferencing: Promoter and Promoter Group: Public:	Not Applicable

AGENDA WISE DISCLOSURE:

RESOLUTION NO.1- TO APPROVE THE APPOINTMENT OF MR. ANKIT TIWARI (DIN: 08243061) AS AN INDEPENDENT DIRECTOR IN TERMS OF SECTION 149 OF THE COMPANIES ACT, 2013.

Resolution required: (Ordinary/Special)			Special Resolution					
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
Promoter and Promoter	E-Voting		8801040	91.48	8801040	0	100	0
	Poll		0	0	0	0	0	0



WONDER FIBROMATS LIMITED

Details of Voting Results by Postal Ballot (including e-voting) pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Group	Postal Ballot	9620640	0	0	0	0	0	0
	Total		8801040	91.48	8801040	0	100	0
Public Institution	E-Voting	1239040	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non-Institution	E-Voting	2541120	1379200	54.27	1379200	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1379200	54.27	1379200	0	100	0
Total		13400800	10180240	75.97	10180240	0	100	0

RESOLUTION NO. 2- TO APPROVE THE APPOINTMENT OF MR. GAURAV MUNJAL (DIN: 09047164) AS AN INDEPENDENT DIRECTOR IN TERMS OF SECTION 149 OF THE COMPANIES ACT, 2013.

Resolution required: (Ordinary/Special)			Special Resolution					
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
Promoter and Promoter	E-Voting		8801040	91.48	8801040	0	100	0
	Poll		0	0	0	0	0	0



WONDER FIBROMATS LIMITED

Details of Voting Results by Postal Ballot (including e-voting) pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Group	Postal Ballot	9620640	0	0	0	0	0	0
	Total		8801040	91.48	8801040	0	100	0
Public Institution	E-Voting	1239040	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non-Institution	E-Voting	2541120	1379200	54.27	1379200	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1379200	54.27	1379200	0	100	0
Total		13400800	10180240	75.97	10180240	0	100	0

RESOLUTION NO. 3- TO APPROVE THE APPOINTMENT OF MR. VISHAL SINGH (DIN: 07500944) AS AN INDEPENDENT DIRECTOR IN TERMS OF SECTION 149 OF THE COMPANIES ACT, 2013.

Resolution required: (Ordinary/Special)			Special Resolution					
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
Promoter and Promoter	E-Voting		8801040	91.48	8801040	0	100	0
	Poll		0	0	0	0	0	0



WONDER FIBROMATS LIMITED

Details of Voting Results by Postal Ballot (including e-voting) pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Group	Postal Ballot	9620640	0	0	0	0	0	0
	Total		8801040	91.48	8801040	0	100	0
Public Institution	E-Voting	1239040	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non-Institution	E-Voting	2541120	1379200	54.27	1379200	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1379200	54.27	1379200	0	100	0
Total		13400800	10180240	75.97	10180240	0	100	0

RESOLUTION NO. 4- TO APPROVE THE APPOINTMENT OF MS. ANKITA CHATURVEDI (DIN: 09501483) AS AN INDEPENDENT DIRECTOR IN TERMS OF SECTION 149 OF THE COMPANIES ACT, 2013.

Resolution required: (Ordinary/Special)			Special Resolution					
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
Promoter and Promoter	E-Voting		8801040	91.48	8801040	0	100	0
	Poll		0	0	0	0	0	0



WONDER FIBROMATS LIMITED

Details of Voting Results by Postal Ballot (including e-voting) pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Group	Postal Ballot	9620640	0	0	0	0	0	0
	Total		8801040	91.48	8801040	0	100	0
Public Institution	E-Voting	1239040	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non-Institution	E-Voting	2541120	1379200	54.27	1379200	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1379200	54.27	1379200	0	100	0
Total		13400800	10180240	75.97	10180240	0	100	0

RESOLUTION NO.5- TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) WITH M/S. STAMPING & MORE LLP

Resolution required: (Ordinary/Special)			Ordinary Resolution					
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
Promoter and Promoter	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-



WONDER FIBROMATS LIMITED

Details of Voting Results by Postal Ballot (including e-voting) pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Group	Postal Ballot	9620640	-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Institution	E-Voting	1239040	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non-Institution	E-Voting	2541120	1379200	54.27	1379200	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1379200	54.27	1379200	0	100	0
Total		13400800	1379200	10.29	1379200	0	100	0

Note: Pursuant to the provisions of Regulation 23(4) of SEBI (LODR) Regulations, 2015, No Related party has voted on resolution no.5.

For Wonder Fibromats Limited

Kripank Kumar Singh



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

Date: 16/04/2022

Place: New Delhi



RUBINA VOHRA & ASSOCIATES

COMPANY SECRETARIES

Report of Scrutinizer on Voting Process

Pursuant to the provision of Section 108 and 110 of the Companies Act, 2013('the Act') read with Companies (Management and Administration) Rules, 2014 and MCA Circulars

To
The Chairman
Wonder Fibromats Limited
CIN: L31900DL2009PLC195174
Regd. Off.: 45, Ground Floor, Okhla Industrial Estate,
Phase-III, Delhi-110020

Sub: Report of Scrutinizer on Voting Process conducted pursuant to the provision of Section 108 and 110 of the Companies Act, 2013('the Act') read with Companies (Management and Administration) Rules, 2014 and MCA Circulars

I, Rubina Vohra, Proprietor at M/s Rubina Vohra & Associates, 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 Board resolution passed on 11th February 2022 for the purpose of scrutinizing the postal ballot process which was conducted through electronic means only in respect of the resolutions contained in the Notice dated February 11, 2022 in a fair and transparent manner and for ascertaining the requisite majority for the resolution proposed to be passed with respect to the provisions of Section 110 & 108 of the Companies Act, 2013 ('the Act') read with Rule 22 & 20 of the Companies (Management and Administration) Rules, 2014 (as amended) read with General Circulars No. 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020 and 22/2020 dated 15th June, 2020 and 33/2020 dated 28th September, 2020 and 39/2020 dated 31st December, 2020 and 10/2021 dated 23rd June, 2021 and General Circular No. 20/2021 dated December 8, 2021 (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs)) and Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, on the resolutions as set-out in the notice or Postal Ballot.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 read with rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, MCA Circulars or any other provisions, as applicable for conducting postal ballot of the Company.

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 E-voting System

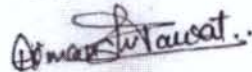


provided by the National Securities depository Limited (NSDL) the authorized agency to provide remote e-voting facilities and engaged by the Company for that purpose.

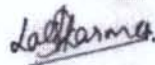
I hereby submit my report on the Ordinary Resolution and Special Resolutions proposed in the postal ballot notice as under:

1. 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., **11th March 2022** were entitled to vote on the Resolutions given in the Notice.
2. The Postal Ballot Notice dated February 11, 2022 along with statement setting out material facts under Section 102 of the Act, were sent through electronic mode to those Members whose e-mail addresses were registered with Depositories as permitted in MCA Circulars.
3. The Advertisement in this regard as per rule 22(3) of the Companies (Management and Administration) Rules, 2014 was released in Financial Express (English-edition) and Jansatta (Hindi-edition) on 16th March 2022.
4. The Votes exercised through remote e-voting facility from **Wednesday, 16th March 2022 (from 09:00 AM IST) onwards to Thursday, 14th April 2022 (till 05: 00 PM IST)** were considered for my scrutiny.
5. After the closure of voting period on Thursday, 14th April 2022, (05: 00 PM IST), I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.

I. Ms. Himanshi Rawat



II. Mr. Lalit Sharma



6. The details containing the list of the shareholders who casted their votes electronically on each of the resolutions was downloaded from the e-voting website of NSDL (<http://www.evoting.nsdl.com>).
7. 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.
8. The summary of the results of the voting by postal ballot only through remote e-voting mode are as under:



• Resolution 1: Special Resolution

To approve the Appointment of Mr. Ankit Tiwari (DIN: 08243061) as an Independent Director in terms of Section 149 of the Companies Act, 2013

I. Voted in favour of the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
16	10180240	100

II. Voted against the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
Nil	Nil	Nil

III. Invalid votes:

Numbers of Members whose votes were declared invalid	Number of votes cast by Them
Nil	Nil

• Resolution 2: Special Resolution

To approve the Appointment of Mr. Gaurav Munjal (DIN: 09047164) as an Independent Director in terms of Section 149 of the Companies Act, 2013

I. Voted in favour of the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
16	10180240	100

II. Voted against the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
Nil	Nil	Nil

III. Invalid votes:

Numbers of Members whose votes were declared invalid	Number of votes cast by Them
Nil	Nil



• Resolution 3: Special Resolution

To approve the Appointment of Mr. Vishal Singh (DIN: 07500944) as an Independent Director in terms of Section 149 of the Companies Act, 2013

I. Voted in favour of the Resolution:

Numbers of Members who casted their votes	Number of votes cast by them	% of Total number of valid votes cast
16	10180240	100

II. Voted against the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
Nil	Nil	Nil

III. Invalid votes:

Numbers of Members whose votes were declared invalid	Number of votes cast by Them
Nil	Nil

• Resolution 4: Special Resolution

To approve the Appointment of Ms. Ankita Chaturvedi (DIN: 09501483) as an Independent Director in terms of Section 149 of the Companies Act, 2013

I. Voted in favour of the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
16	10180240	100

II. Voted against the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
Nil	Nil	Nil

III. Invalid votes:

Numbers of Members whose votes were declared invalid	% of Total number of valid votes cast
Nil	Nil



• Resolution 5: **Ordinary Resolution**

To approve Material Related Party Transaction(s) with M/s. Stamping & More LLP

I. Voted in favour of the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
8	1379200	100

II. Voted against the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
Nil	Nil	Nil

III. Invalid votes:

Numbers of Members whose votes were declared invalid	% of Total number of valid votes cast
Nil	Nil

The Electronic data and other relevant documents/registers/papers and records are under my safe custody and will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.

Based on the above remote e-voting, I confirm that the resolutions have been approved with the requisite majority, accordingly I request to the Chairman/ or other person authorized by him, to announce the voting result of Postal Ballot.

Thanking You

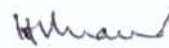
Yours Faithfully




(Rubina Vohra)
 Company Secretary in Whole time Practice
 FCS-9277
 COP No. 10930
UDIN: F009277D000130497
Scrutinizer appointed by the Board of Directors for the Voting Process

Date: 15th April, 2022
 Place: Noida

Counter Signed by:
 For Wonder Fibromats Limited




Chairman/Director
 DIN: 00312438