

WARDWIZARD INNOVATIONS & MOBILITY LIMITED
(FORMERLY KNOWN AS MANVIJAY DEVELOPMENT CO. LTD.)

(CIN NO. L35100MH1982PLC264042)

Registered Office: 701, 7th Floor, Plot -96/98, Platinum Arcade, JSS Rd, Central Plaza Cinema,
Charni Rd, Girgaum, Mumbai 400004 (Maharashtra), India

Corporate Office: C-222, GIDC Makarpura Industrial Estate, Vadodara-390010, Gujarat, India

Email Id: manvijaydcl@manvijay.com, **Website:** www.manvijay.com, **Tel No:**+91 9727755083

REF: WIML/BSE/2020

Date:- 16th April,2020

To,
The Corporate Relationship Department
BSE Limited
P.J. Towers, 1st Floor,
Dalal Street, Mumbai – 400 001.

Ref: Wardwizard Innovations & Mobility Limited (Formerly known as Manvijay Development Company Ltd) (Script Code: 538970)

Dear Sirs,

Sub:- Outcome of Postal Ballot and Disclosure of Voting Results as per the requirements of Regulation 30, 44 (3) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended along with Scrutinizer Report.

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith copy of Postal Ballot Result along with the Scrutinizer's Report taken for:

- 1) Shifting of Registered office of the Company from the State of Maharashtra to the State of Gujarat (Special Resolution) and
- 2) Approval of related party transaction under section 188 of the companies act, 2013 and Regulation 23 of SEBI (LODR) regulations, 2015.

The Voting period was closed on April 15, 2020 and the Scrutinizer has submitted their report on April 16, 2020. Thereafter the result of the voting was declared on April 16, 2020 by the Chairman of the Company.

The Special Resolutions in the aforesaid Postal Ballot Notice have been passed with requisite majority by the members of the Company.

Thanking you,

Yours Faithfully,

For Wardwizard Innovations & Mobility Ltd
(Formerly known as Manvijay Development Company Limited)



Jaya Ashok Bhardwaj
(Company Secretary and Compliance officer)

Encl:- as above

Voting Results

Date of the AGM/EGM/Notice of Postal Ballot	March 09, 2020
Record date	March 06, 2020
Total number of shareholders on record date	543
No. of shareholders present in the ,meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A N.A
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	N.A N.A

Resolution required: (Ordinary/ Special)			Item No. 1. Special Resolution: Shifting of registered office of the company from the state of Maharashtra to the state of Gujarat					
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)	No. 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	E-Voting	4528800	4528800	100.0000	4528800	0	100.0000	0.0000
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	4528800	4528800	100.0000	4528800	0	100.0000	0.0000
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	1951200	731295	37.48	731288	7	99.999	0.001
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	1951200	731295	37.48	731288	7	99.999	0.001
Total		6480000	5260095	81.17	5260088	7	99.9999	0.0001

Resolution required: (Ordinary/ Special)			Item No. 2. Approval of related party transaction under section 188 of the companies act, 2013 and Regulation 23 of SEBI (LODR) regulations, 2015.					
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)	No. 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	E-Voting	4528800	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	4528800	Nil	Nil	Nil	Nil	Nil	Nil
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	1951200	731295	37.48	731288	7	99.999	0.001
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	1951200	731295	37.48	731288	7	99.999	0.001
Total		6480000	731295	11.28	731288	7	99.999	0.001

*Note:- Mr. Yatin Sanjay Gupte, promoter & Managing Director (holding 4410600 no. of shares) and Wardwizard Solutions India Private Limited, promoter (holding 118200) are interested in the abovementioned Resolution & voting done by them was not considered.

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

ACS No. 8546 / COP No. 5484

Add.: 403, Maruti Mansion, 17 Raghunath Dadaji Street, 4th Floor, Fort, Mumbai - 400 001.

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SCRUTINIZER'S REPORT

To,

Board of Director,

WARDWIZARD INNOVATIONS & MOBILITY LIMITED

(FORMERLY KNOWN AS MANVIJAY DEVELOPMENT COMPANY LIMITED)

Corporate Office:

C-222, GIDC Makarpura Industrial Estate,

Vadodara-390010

Dear Sir,

I, Santoshkumar K. Pandey, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of Wardwizard Innovations & Mobility Limited (Formerly known as Manvijay Development Company Ltd) ("Company") for the purpose of scrutinizing the Postal Ballot and E-voting process in fair and transparent manner and ascertaining the requisite majority of Postal Ballot voting carried out as per the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Passing of the Resolutions by Postal Ballot) Rules, 2011 & Companies (Management & Administration) Rules, 2014 as amended from time to time on the below mentioned resolutions passed by Postal Ballot.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote E-Voting to the shareholders from March 17, 2020 (9.00 a.m.) to April 15, 2020 (5.00 p.m.). On completion of e-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and administration) Amendment Rule, 2015, I have unblocked the E-Voting Votes on April, 15 after 5:00 p.m.

Special Business:

ITEM NO - 1: SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF MAHARASHTRA TO THE STATE OF GUJARAT.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of sections 12, 13, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rule 30 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), or re-enactment(s) thereof for the time being in force) and subject to the approval of the Central Government (power delegated to Regional Director) any/or any other authority as may be prescribed from time to time and subject also to such permission(s), sanction(s) or approval(s) as may be required under the provisions of the said Act or under any other law for the time being in force or any statutory modification(s) or amendment thereof, consent of the shareholders be and is hereby accorded for shifting of registered office of the Company from the State of Maharashtra to the State of Gujarat and that the Clause II of the Memorandum of Association of the Company be and is hereby altered by substituting in its place the following new clause II:

II. The Registered Office of the Company will be situated in the State of Gujarat."

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

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“RESOLVED FURTHER THAT upon the aforesaid resolution becoming effective, the Registered office of the Company be shifted from 701, 7th Floor, Plot - 96/98, Platinum Arcade, JSS Rd, Central Plaza Cinema, Charni Rd, Girgaum, Mumbai-400004, in the State of Maharashtra to First Floor Hall No. 2 MR ICON Next to Milestone Residency Bhayli, Vadodara 391410, Gujarat in the State of Gujarat, or any such place in the State of Gujarat (within the jurisdiction of the Registrar of Companies, Gujarat) as may be determined by the Board of Directors of the Company from time to time.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above mentioned resolutions, the Board be and is hereby authorized on behalf of the Company to take all actions and do all such deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient and to do all acts, deeds and things in connection therewith and incidental thereto as the Board may in its absolute discretion deem fit, without being required to seek any further consent or approval of the Shareholders or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of these resolutions.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by these resolutions to any Director or Directors or to any Committee of Directors or to any Officer or Officers of the Company to give effect to the above- mentioned resolutions.”

ITEM NO. 2: APPROVAL OF RELATED PARTY TRANSACTION UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATIONS 23 OF SEBI (LODR) REGULATIONS, 2015.

To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 read with Rule 15 of the Companies (Meeting of Board and its power) Rules 2014 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with the applicable provisions of the Companies Act, 2013 and the rules framed thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, consent of the members of the Company be and is hereby accorded for approval of material related party transaction, which term shall include any Committee thereof constituted/ to be constituted by the Board, to enter into such contracts/ arrangements/ transactions with M/s. Wardwizard Solutions India Private Limited, related party of the Company for the purposes of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company for an amount which may exceed the threshold for material related party transactions, by an amount not exceeding an aggregate value of Rs. 20,00,00,000 (Rupees Twenty crore) for the period from 09th March 2020 to 08th March, 2021 on such terms and conditions as may be decided by the Board and recommended by audit committee.

RESOLVED FURTHER THAT Mr. Yatin Gupte, Managing Director and Ms. Jaya Ashok Bhardwaj, Company Secretary hereby authorized to do the necessary entries in the Register of contacts or arrangement in which directors are interested and authenticate them and to do all such acts, deeds, things and matters and give all such directions as it may in its absolute discretion deem necessary, expedient or desirable, in order to give effect to this resolution.”

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

ACS No.8546 / COP No. 5484

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RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects.”

I, Submit the Report on Postal Ballot as under:

1. The Company has completed by March 14, 2020 the dispatch of Postal Ballot Forms along with self-addressed, pre-paid postage envelopes to its Members whose name(s) appeared on the Register of Member as on March 06, 2020.
2. Particulars of all the Postal Ballot Forms received from the Members have been entered in a register separately maintained for the purpose.
3. Due to COVID -19 virus pandemic – continuation from March 21, 2020, Company has not received any Postal Ballot Forms.
4. The Postal Ballot e-voting result open by me scrutinized and the shareholding was confirmed with the Register of Members of the Company.
5. Due to COVID -19 virus lock-down unable to maintained the ballot box in the Presence of Director.
6. All postal ballot forms received up to working hours on April 15, 2020 at 5.00 p.m., the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
7. Envelopes containing Postal Ballot Forms received after April 15, 2020 at 5.00 p.m. was not considered for my scrutiny, if any email were received after the working hours of April 15, 2020 at 5.00 p.m.
8. I did not find any defaced or mutilated ballot form paper.
9. As stated in sub rule 3 of Rule 20 under the Chapter on “Management and Administration “Rules as notified by MCA on March 27, 2014 an advertisement was published by the Company in “The Free Press Journal”, English Newspaper, and “Navsakti, Marathi newspaper in Mumbai edition on March 16, 2020, informing about the completion of dispatch of the Postal Ballot Notices.
10. On scrutiny, I report that out of 543 shareholders, 10 (Ten) shareholders have exercised their vote through e-voting and 0 (Zero) shareholder have exercised their votes through Postal Ballot Forms, as received through mail. The details of Postal Ballot results for the item placed for consideration by the members are given below;

SANTOSHKUMAR KAMLESHCHANDRA PANDEY**Practicing Company Secretary**

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ITEM NO. 1. SPECIAL RESOLUTION: SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF MAHARASHTRA TO THE STATE OF GUJARAT

Total No. of Shareholders	543						
Total No. of Shares	6480000						
Receipt of Postal Ballot Forms	April 15, 2020						
E-Voting start date & end date	From March 17, 2020 to April 15, 2020						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	10	5260095	8	5260088	2	7
Total Votes Cast through Postal Ballot Forms Received	B	0	0	0	0	0	0
Grand Total of e-voting/ Postal Ballot Form (A+B)	C	10	5260095	8	5260088	2	7
Less: Invalid e-voting/ Postal Ballot Forms	D	0	0	0	0	0	0
Net e-voting/ Postal Ballot Forms (C-D)	E	10	5260095	8	5260088	2	7

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	No. 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	E-Voting	4528800	4528800	100.0000	4528800	0	100.0000	0.0000
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	4528800	4528800	100.0000	4528800	0	100.0000	0.0000
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	1951200	731295	37.48	731288	7	99.999	0.001
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	1951200	731295	37.48	731288	7	99.999	0.001
Total		6480000	5260095	81.17	5260088	7	99.9999	0.0001



ITEM NO. 2. SPECIAL RESOLUTION: APPROVAL OF RELATED PARTY TRANSACTION UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF SEBI (LODR) REGULATIONS, 2015.

Total No. of Shareholders	543						
Total No. of Shares	6480000						
Receipt of Postal Ballot Forms	April 15, 2020						
E-Voting start date & end date	From March 17, 2020 to April 15, 2020						
		Total Number of Votes		Votes in favor of the resolution		Votes in against of the resolution	
		No. of Votes	No. of Shares	No. of Votes	No. of Shares	No. of Votes	No. of Shares
Total Votes Cast through e-Voting	A	*10	*5260095	*8	*5260088	2	7
Total Votes Cast through Postal Ballot Forms Received	B	0	0	0	0	0	0
Grand Total of e-voting/ Postal Ballot Form (A+B)	C	10	5260095	*8	*5260088	2	7
Less: Invalid e-voting/ Postal Ballot Forms	D	0	0	0	0	0	0
Net e-voting/ Postal Ballot Forms (C-D)	E	*10	*5260095	*8	*5260088	2	7

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	No. 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	E-Voting	4528800	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public-Institutions	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	1951200	731295	37.48	731288	7	99.999	0.001
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		731295	37.48	731288	7	99.999	0.001
Total		6480000	731295	11.28	731288	7	99.999	0.001

***Note:- Mr. Yatin Sanjay Gupte, promoter & Managing Director (holding 4410600 no. of shares) and Wardwizard Solutions India Private Limited, promoter (holding 118200) are interested in the abovementioned Resolution & voting done by them was not considered.**

SANTOSHKUMAR KAMLESHCHANDRA PANDEY

Practicing Company Secretary

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Percentage of Votes cast in favor: 100.00%

Percentage of Votes cast against: 00.00%

As the number of votes castes casted in favor of the Resolution No.1 and 2 i.e. 100%, I report that the Special Business in Special Resolutions under section 110 of the Companies Act, 2013, and the Companies (Management & Administration Rules 2014, as set out in Notice of Postal Ballot dated March 09, 2020 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the date of the announcement of the results.

11. The Registers, all other papers and relevant records relating to Postal Ballot shall remain in my safe custody until the Director considers and approves and thereafter the same will be handed over to the Director for safe keeping.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Thanking You,

Yours Faithfully,



Santoshkumar K. Pandey

(Practicing Company Secretary)

Date: April 16, 2020

Place: Mumbai

ICSI UDIN: A008546B000160984