

THE INDIAN WOOD PRODUCTS COMPANY LTD

CIN: L20101WB1919PLC003557

Regd. Office: 9, Brabourne Road, 7th Floor, Kolkata – 700 001

Minutes of the 103rd Annual General Meeting of the Members of the Company held on Wednesday the 27th day of September 2023 at 3.00 PM through Video Conference (VC)

1. Directors Present through Video Conference

Mr. Krishna Kumar Mohta	- Chairman & MD and Member
Mr. Bharat Mohta	- WTD & CEO and Member
Mr. R. P. Chetani	- Director & Member
Mr. Sanjay Kumar Maheswary	- Independent Director and Chairman of Audit Committee, Nomination and Remuneration Committee & Member
Mr. Vinod Kumar Maheshwary	- Independent Director and Member
Mr. Surendra Bagri	- Independent Director
Mrs. Drisha Poddar	- Women Independent Director

2. Chairman

Mr. K K Mohta, Chairman, took the Chair and conducted the proceedings of the meeting.

3. Quorum

As per the Record of the NSDL, 54 members joined the meeting through VC. The Chairman declared that since Quorum is present, hence the meeting was called in order.

4. Invitees

The Chairman welcomed the Director and members and other invitees who joined the 103rd Annual General Meeting through VC.

The followings invitees were also present at the Annual General Meeting through VC:

Mr. R K Agarwal	Executive Vice President cum Chief Financial Officer
Mr. Anup Gupta	Company Secretary & Compliance Officer
Mr. J K Choudhury	Partner M/s. S K Agrawal & Co Chartered Accountants LLP., Statutory Auditors
Md. Shahnawaz	Secretarial Auditor and Scrutinizer for E-Voting

The Chairman thanked all the Directors and the invitees who had joined the Annual general Meeting through VC.

Thereafter, with the permission of the Chairman, Mr. Bharat Mohta Whole Time Director and CEO of the Company informed the members present at the AGM through VC:

- a) That the Audio of the Members are kept under mute for the smooth functioning of this AGM.
- b) That the Company had received e-mails from members, who have shown their interest to register themselves as Speaker in this AGM. Hence their name will be called one by one on a first come first serve basis to speak. The speakers are requested to minimize their points/observations to 3 min.



- c) That the AGM is being held through Video Conference; hence no proxy is allowed.
- d) That the Company has completed dispatch of the Annual Report 2022-23, containing standalone and Consolidated Financials, Board Report and other sections with AGM Notice on 29th August 2023 through an email to the members whose email addresses were registered with the Company or Depositories Participants, as the case may be, and whose names appear as in the register of members/beneficial owners as on 18th August 2023.
- e) That there is no adverse qualification, observation, comment or any other remark in the Audit Report.
- f) That the Secretarial Auditor does not contain any adverse qualification, observation or adverse remark was also taken as read.
- g) That pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with the relevant Rules of the Act, and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement), Regulation, 2015, the Company had provided the facility of remote e-voting. The Members, who have not exercised their vote through e-voting, may vote on the resolutions through e-voting during the meeting. The e-voting is enabled now for voting by the members who have not voted earlier.
- h) That the Company has appointed Mr. Md. Shahnawaz, Practicing Company Secretary, as scrutinizer for the voting process in a fair and transparent manner.
- i) That the Register of Directors' and Key Managerial Personal and their shareholding is open for inspection and will remain so open till the conclusion of this Meeting. After the conclusion of the meeting, the same shall be removed.
- j) That in this meeting 3 (three) resolutions are proposed as set out in the notice of the meeting which will be passed through e-voting, hence proposed and seconded on the resolutions are not required.

The Chairman then requested to Mr. Bharat Mohta Whole Time Director & CEO to brief the members on the business and operations of the Company. Mr. Bharat Mohta Whole Time Director & CEO briefed on the operation of the Company for the year 2022-23 and also the future plan.

Thereafter, the Chairman invited the Speakers one by one who were registered as speakers.

The speakers were called one by one to ask their queries.

The queries raised by the shareholders were suitably replied to by the Chairman and the CEO.

Thereafter, the Chairman requested the Company Secretary to read the statutory auditors' report. However, with the Consent of the members, the Statutory auditors' report was taken as read.

Thereafter, the business as set out in the Notice convening the meeting was taken up.



ORDINARY BUSINESS

1 **Adoption of Accounts for the Financial Year Ended March 31 2023 together with Reports thereon**

- A **RESOLVED THAT** Audited Standalone Financial Statement of the Company for the year ended 31st March 2023, the Reports of the Board of Directors and Auditors thereon hereby approved and adopted
- B **RESOLVED THAT** Audited Consolidated Financial Statement of the Company for the year ended 31st March 2023, the Reports of the Auditors thereon, are hereby approved and adopted.

2 **Declaration of Dividend on Equity Shares**

RESOLVED THAT dividend as recommended by the Directors for the Financial Year ended 31st March 2023 on 63972720 fully paid-up Ordinary Shares of Rs. 2/-each at the rate of 2.5% on per Ordinary Equity Share of the Company, absorbing Rs 31.99 Lakhs be and is hereby declared and approved for payment to those Members who are entitled thereto".

3. **To Appoint in place of Mr Rajendra Prasad Chetani (DIN 00392215), who retires by rotation and eligible offer himself for re-appointment**

RESOLVED THAT Mr Rajendra Prasad Chetani (DIN 00392215) who retires by Rotation at this Annual General Meeting be and he is hereby re-appointed as Director of the Company, liable to retire by rotation".

Quorum at the end of the meeting

Pursuant to Clause No. 3.1 of the Secretarial Standard-2, issued by the Institute of Company Secretaries of India, the Chairman confirmed that the requisite quorum was present throughout the meeting. It was further informed that 54 members had joined the meeting through VC

VOTE OF THANKS

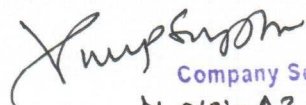
The Chairman thanked to all the shareholders for attending and participating at this meeting through VC. Thereafter, the meeting was concluded with a vote of thanks to the Chair

TIME OF CONCLUSION OF THE MEETING 3.28 P.M.

Placed Kolkata
Dated October 16, 2023

Sd/-
CHAIRMAN

For The Indian Wood Products Co. Ltd.


Company Secretary
N.No:- A36061