

IWP

THE INDIAN WOOD PRODUCTS CO. LTD.

Registered Office : 9, Brabourne Road, Kolkata - 700 001

October 11, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Scrip Code : 540954

Dear Sir,

Sub: - Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015: Minutes of the 101st Annual General Meeting held on Tuesday, September 28, 2021

We are please to enclose herewith a copy of the Minutes of the Meeting of 101st Annual General Meeting of the Company held on Tuesday, September 28th 2021 through Video Conference.

Kindly take the above on records and acknowledge receipt.

Thanking You

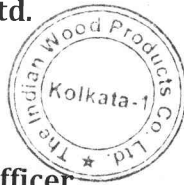
Yours Faithfully

For The Indian Wood Products Co Ltd.



Anup Gupta
Company Secretary & Compliance Officer

Membership No: - A36061



Enclose: - As above

THE INDIAN WOOD PRODUCTS COMPANY LTD

CIN: L20101WB1919PLC003557

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

Minutes of the 101st Annual General Meeting of the Members of the Company held on Tuesday the 28th day of September, 2021 at 3.00 PM through Video Conference (VC)- Platform as provided by NSDL

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 and Member
Mr. Vinod Kumar Maheshwary	- Independent Director and Member
Mr. Surendra Bagri	- Independent Director
Mrs. Drisha Poddar	- Director

2. Chairman Mr. K K Mohta, Chairman, took the Chair and welcomed the Director/members and other invitees who joined the 101st Annual General Meeting through VC

3. Quorum As per the Record of the NSDL, 21 members joined the meeting through VC. The Chairman declared that since Quorum is present, hence the meeting was called in order.

4. Introduction to Director and other Invitees The Chairman introduced all the Director who had Joined the Annual General Meeting through VC. Further the Chairman Informed that undernoted invitees who had marked their presence in 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. R. K. Tondon	Partner M/s. Agrawal Tondon & Co., Statutory Auditors
Md. Shahnawaz	Secretarial Auditor and Scrutinizer for E-Voting

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

Thereafter the Chairman invited Mr. Bharat Mohta Whole Time Director and CEO of the Company to brief the members on the conduct of the AGM through VC.

Mr. Bharat Mohta Whole Time Director & CEO of the Company thanked Chairman and informed the members present-

- That the Audio of the Members are kept under mute for the smooth functioning of this AGM.
- That the Company had received e-mails from members, who have shown their interest to registered themselves as a Speaker in this AGM. Hence their name will be called



one by one on first come first serve basis to speak. The speakers are requested to minimize their points / observation 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 2020-21, containing standalone and Consolidated Financials, Board Report and other section with AGM Notice on 3rd September, 2021, through an email to the members whose email addresses are 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 20th August, 2021.
- 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 Md. Shahnawaz, Practicing Company Secretary, as scrutinizer for voting process in 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 this meeting 6 (Six) 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.

Thereafter, Mr. Krishna Kumar Mohta took over the proceedings.

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 2020-21 and also future plan.

Thereafter, the Chairman invited the Speaker one by one who has requested the company to get registered themselves as registered speaker.

Name of the speaker were called one by one who had joined the meeting through VC. Registered Speaker shares their valuable suggestion and also thanked Chairman for all the arrangement made. They also raised some queries which suitably replied by 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, 2021 together with Reports thereon**

- a **RESOLVED THAT** Audited Standalone Financial Statement of the Company for the year ended 31st March, 2021, 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, 2021, 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, 2021 on 63972720 fully paid up Ordinary Shares of Rs. 2/-each at the rate of 5% on per Ordinary Share of the Company, absorbing Rs 63.97 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 being 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".

SPECIAL BUSINESS

4. **Reappointment of Mrs. Drisha Poddar (Din:07729080) as Independent Director of the Company for a second term of five years from September 28, 2021 upto September 27, 2026.**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any Statutory modification(s) or re-enactment thereof, for the time being in force, Mrs. Drisha Poddar(Din:07729080), who has submitted a declaration that she meets the criteria for Independence as provided in Section 149(6) of the Companies Act, 2013 and in respect of whom the Company has received notice under Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, for a Second Term of 5 (Five) years from September 28, 2021 till September 27, 2026."

5. **Re-appointment of Mr. Krishna Kumar Mohta (DIN 00702306) as Whole Time Director designated as Chairman and Managing Director of the Company**

"RESOLVED THAT in accordance with the provision of Section 196, 197 & 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014 (including any



statutory modification(s) or re-enactment(s) thereof, for the time being in force), the consent of the members of the Company be and are hereby accorded to the re-appointment of Mr. Krishna Kumar Mohta (DIN: 00702306) as Whole Time Director designated as Chairman and Managing Director of the Company, not liable to retire by rotation, for a period of 3 (Three) years w.e.f. 1 April, 2021 to 31 March, 2024 and that pursuant to regulation 7(1A) of SEBI (listing Obligation and Disclosure Requirements) Regulations, 2015, as amended, the Consent of the members of the Company be and is hereby also accorded for the continuation of directorship of Mr. Krishna Kumar Mohta (Din 00702306), as independent Director of the Company during his term from 1 April, 2021 to 31 March, 2024 on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee and as set out in the explanatory statement annexed hereto.

"RESOLVED FURTHER THAT the approval of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to vary, alter, increase, enhance or widen the terms and conditions of appointment and the remuneration payable to the appointee, from time to time, as they may in their discretion deem fit within the limits provided under this resolution as mentioned in the explanatory statement attached hereto and subject to the limits laid down in Section 197 of the Act read with Schedule V of the Act and subject to the approval of the Central Government, whenever necessary, and subject to the requisite approvals, if any, being obtained".

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as may be necessary, proper and expedient in this regard."

6. Re-appointment of Mr. Bharat Mohta (DIN 00392090) Whole Time Director designated as CEO of the Company

"RESOLVED THAT in accordance with the provision of Section 196, 197 & 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the consent of the members of the Company be and are hereby accorded to the re-appointment of Mr. Bharat Mohta, (DIN: 00392090) as Whole Time Director designated as Chief Executive Officer of the Company, liable to retire by rotation, for a period of 3 (Three) years w.e.f. 1 April, 2021 to 31 March, 2024 on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee and as set out in the explanatory statement annexed hereto".

"RESOLVED FURTHER THAT the approval of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to vary, alter, increase, enhance or widen the terms and conditions of appointment and the remuneration payable to the appointee, from time to time, as they may in their discretion deem fit within the limits provided under this resolution as mentioned in the explanatory statement attached hereto and subject to the limits laid down in Section 197 of the Act read with Schedule V of the Act and subject to the approval of the Central Government, whenever necessary, and subject to the requisite approvals, if any, being obtained".

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds,



matters and things, as may be necessary, proper and expedient in this regard."

The members were informed that as the voting on all the resolution are done through e-voting, hence, proposed and seconded on the resolutions are not required.

The Chairman thereafter informed the members that who have not voted through remote e-voting, can now cast their vote using e-voting facility as provided by NSDL for the purpose of voting on the resolution.

The Chairman then declared that proceedings of the meeting as concluded. He further informed that the results of the votes cast through e-voting during the period from September 25, 2021 to September 27, 2021, and the e-vote casted during the period of AGM, on all resolutions, shall be declared and displayed on the Company's website as well as at the notice Board of the Registered Office within 48 hours from the conclusion of the Annual General Meeting and the same would also be communicated to the Stock Exchanges as per the Listing Regulations.

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 30 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 3.35 P.M.

Placed Kolkata
Dated October 11, 2021

Sd/-
CHAIRMAN

For The Indian Wood Products Co. Ltd.


Company Secretary