



THE INDIAN WOOD PRODUCTS COMPANY LTD

CIN : L20101WB1919PLC003557

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

Tel No.: +91 8232023820; Fax No.: +91 33 22426799; Email ID: iwpho@iwpkatha.co.in

Website : www.iwpkatha.com

NOTICE

NOTICE is hereby given that the 101st Annual General Meeting of the Members of the Company will be held on Tuesday, 28th day of September, 2021 at 3.00 P.M. through Video Conferencing / Other Audio Visual Means (VC) to transact the following businesses:

ORDINARY BUSINESS

- To receive, consider and adopt:
 - The Audited Standalone Financial Statements of the Company for the financial year ended 31 March, 2021 together with the Reports of the Board of Directors and the Auditors thereon.
 - The Audited Consolidated Financial Statements of the Company for the financial year ended 31 March, 2021 together with the Reports of the Auditors thereon.
- To declare a dividend of Re.0.10 per equity share for the year ended 31 March, 2021.
- To appoint a Director in place of Mr. Rajendra Prasad Chetani (DIN: 00392215), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. Reappointment of Mrs. Drisha Poddar (DIN: 07729080) as an Independent Director

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 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 her 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 28 September, 2021 till 27 September, 2026.”

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

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

“**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 the 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



Wholetime Director designated as Chairman and Managing 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

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

"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. 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."

**Registered Office:
Bombay Mutual Building
9, Brabourne Road, 7th Floor
Kolkata – 700 001**

Dated: 30th June, 2021

**By Order of the Board
For The Indian Wood Products Co Ltd
Anup Gupta
Company Secretary
Membership No.: A36061**



NOTES:

1. Considering the present Covid-19 pandemic, the Ministry of Corporate Affairs (MCA) vide General Circular numbers 20/2020, 14/2020, 17/2020 and 02/2021 and the Securities and Exchange Board of India (SEBI) vide Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 (hereinafter collectively referred to as “the Circulars”), allowed companies to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
2. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is annexed hereto.
3. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC, the facility for appointment of proxies by the members will not be available and hence the Proxy Form and Attendance Slip are not annexed hereto..
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis
5. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 (“the Act”).
6. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company or upload on the VC portal / e-voting portal.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act will be available electronically for inspection by the members during the AGM.

All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to iwpho@iwpkatha.co.in

8. Members may note that the Board of Directors, in its meeting held on 30 June, 2021 has recommended a final dividend of Re. 0.10 per share. The final dividend will be paid to those Shareholders whose names will appear in the Register of Shareholders / Beneficial Owner Position List provided by the Depositories as at close of business on September 21, 2021. The final dividend, once approved by the members in the ensuing AGM will be paid on or before the 25th of October 2021, electronically through various online transfer modes to those members who have updated their bank account details. For members who have not updated their bank account details, dividend warrants / demand drafts / cheques will be sent out to their registered addresses once the postal facility is available. To avoid delay in receiving the dividend, members are requested to update their KYC with their depositories (where shares are held in dematerialized mode) and with the Company’s Registrar and Transfer Agent (RTA) (where shares are held in physical mode) to receive the dividend directly into their bank account on the payout date.



9. Members may note that the Income Tax Act, 1961, (“the IT Act”) as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 01, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit the following documents in accordance with the provisions of the IT Act.

For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows-

Members having valid PAN	10% or as notified by the Government of India
Members not having PAN / valid PAN	20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during Financial Year 2021-22 does not exceed Rs.5,000 and also in cases where members provide Form 15G / Form 15H (applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower / Nil withholding tax. Registered members may also submit any other document as prescribed under the IT Act to claim a lower / Nil withholding tax. PAN is mandatory for members providing Form 15G / 15H or any other document as mentioned above.

For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) between India and the country of tax residence of the member, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian Income Tax authorities duly attested by the member
- Copy of Tax Residency Certificate (TRC) for the FY 2021-22 obtained from the revenue authorities of the country of tax residence, duly attested by member
- Self-declaration in Form 10F
- Self-declaration by the shareholder of having no permanent establishment in India in accordance with the applicable tax treaty
- Self-declaration of beneficial ownership by the non-resident shareholder
- Any other documents as prescribed under the IT Act for lower withholding of taxes if applicable, duly attested by member

In case of Foreign Institutional Investors / Foreign Portfolio Investors, tax will be deducted under Section 196D of the IT Act @ 20% (plus applicable surcharge and cess).

The aforementioned documents are required to be sent by the shareholders via e-mail at iwpho@iwpkatha.co.in or nichetechpl@nichetechpl.com on or before the date of AGM. No communication would be accepted from members after the date of AGM regarding the tax withholding matters.

10. Members are requested to address all correspondence, including dividend related matters, to the RTA, M/s. Niche Technologies Pvt Ltd, (Unit: The Indian Wood Products Co. Ltd) 3A, Auckland Place, Room No. 7A & 7B, 7th Floor, Kolkata – 700 017



11. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (“IEPF”). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on www.iepf.gov.in. The Members/Claimants can file only one consolidated claim in a financial year as per the IEPF Rules. For details, please refer to corporate governance report which is a part of this Annual Report.
12. In compliance with Section 108 of the Act, read with the corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”), the Company has provided a facility to its members to exercise their votes electronically through the electronic voting (“e-voting”) facility provided by the National Securities Depository Limited (NSDL). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions for e-voting section which forms part of this Notice. The Board has appointed Md. Shahnawaz, Company Secretary (in Whole Time Practice) (Membership No. ACS 21427 and CP No- 15076) of 16A, Abdul Hamid Street, 5th Floor, Room No. 501, Kolkata – 700 069 as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.
13. The e-voting period commences on Saturday, September 25, 2021 (9:00 a.m. IST) and ends on Monday, 27 September, 2021 (5:00 p.m. IST). During this period, members holding share either in physical or dematerialized form, as on cut-off date, i.e. as on 21 September, 2021 may cast their votes electronically. The e-voting module will be disabled by NSDL for voting thereafter and again will be enabled for voting during the AGM. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut off date, i.e. as on 21 September, 2021.
14. The facility for e-voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
15. Any person who acquires shares and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he / she is already registered with NSDL for remote e-voting then he / she can use his / her existing user ID and password for casting the vote.
16. In compliance with the Circulars, the Annual Report 2020-21 and the Notice of the 101st AGM along with other documents / annexure, are being sent only through electronic mode to those members whose email addresses are registered with the Company / depository participant(s). Members may note that the Notice and Annual Report 2020-21 will also be available on the Company’s website www.iwpkatha.com, websites of the Stock Exchange, i.e., BSE Limited at www.bseindia.com.
17. Members whose shareholding is in electronic mode are requested to direct notifications about change of address, Mobile Number, Email-ID and any updates about bank account details to their respective depository participants(s) (DP). Members whose shareholdings are in physical mode are requested to convert their holding into dematerialize form. Members can contact the Company or Company’s Registrars and Transfer Agents, M/s.



Niche Technologies Pvt Ltd, 3A, Auckland Place, Room No. 7A & 7B, 7th Floor, Kolkata – 700 017 (“RTA”) for assistance in this regard.

18. As a measure to save our natural resources, we request Members to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register their e-mail address with M/s. Niche Technologies Pvt Ltd, 3A, Auckland Place, Room No. 7A & 7B, 7th Floor, Kolkata – 700 017 the Registrar & Share Transfer Agent of the Company.
19. Members may follow the process detailed below for registration of email ID to received communications from the company in electronic mode, user ID / password for e-voting and Updation of bank account mandate for the receipt of dividend:

Type of Holder	Process to be followed	
	Registering Email Address	Updating bank account details
Physical	Send a request to the RTA of the Company, Niche Technologies Private Limited at nichetechpl@nichetechpl.com providing Folio No., Name of member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar card) for registering email address.	Send a request to the RTA of the Company, Niche Technologies Private Limited at nichetechpl@nichetechpl.com providing Folio No., Name of member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar card) for updating bank account details. The following additional details need to be provided in case of <ul style="list-style-type: none"> ● updating bank account details : ● Name and branch of the bank in which you wish to receive the dividend, ● the bank account type, ● Bank account number allotted by their banks after implementation of core banking solutions ● 9 digit MICR Code Number ● 11 digit IFSC Code ● a scanned copy of the cancelled cheque bearing the name of the first member
Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP.	

20. Members may also note that the Notice of the 101st AGM and the Annual Report 2020-21 will also be available on the Company’s website, <https://www.iwpkatha.com>, websites of the Stock Exchanges, i.e. BSE Limited at www.bseindia.com and on the website of NSDL <https://www.evoting.nsdl.com>
21. Additional information, pursuant to Regulation 36 of the Listing Regulations, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice.
22. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.



23. Pursuant to Section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination or cancelling/varying nomination are requested to send their requests in Form No. SH-13 / SH-14, to the Registrar and Transfer Agent of the Company. These forms will be made available on request.
24. The Scrutinizer will submit his report to the Chairman of the Company ('the Chairman') or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL, and RTA and will also be displayed on the Company's website, www.iwpkatha.com.
25. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

Registered Office:
Bombay Mutual Building
9, Brabourne Road, 7th Floor
Kolkata – 700 001

Dated: 30th June, 2021

By Order of the Board
For The Indian Wood Products Co Ltd
Anup Gupta
Company Secretary
Membership No.: A36061

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 4

Mrs. Drisha Poddar (DIN No. 07729080) was appointed by the shareholder through Postal Ballot dated 1 March 2017, as an Independent Director of the Company in term of Section 149 and other applicable provisions of the Companies Act, 2013 for a period of 5 years to hold office as such upto the conclusion of the 101st Annual General Meeting (AGM) of the Company.

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of five (5) consecutive years on the Board of a Company, but shall be eligible for re-appointment as an Independent Director on passing of a special resolution by the Company for another term of five years.

The present term of Mrs. Poddar will come to an end on the conclusion of the 101st AGM. Considering her expertise, experience and his contribution in the Boards process, it is considered in the interest of the Company that Mrs. Poddar shall be reappointed as an Independent Director for a second term of five years.

Mrs. Drisha Poddar is Bachelor of Commerce & MS Finance (CFA) and AIMR CFA (Level 2), and having more than 10 years experience in the field of accounts, Finance, Investment and Business Development

Accordingly, based on the recommendation of the Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, the Board of Directors of the Company recommend the reappointment of Mrs. Poddar being eligible for re-appointment as an Independent Director and has offered herself for re-appointment, as an Independent Director for a Second Term of 5 (Five) years from 28 September, 2021 till 27 September, 2026 for approval by the shareholders. She shall not be liable to retire by rotation.

The Company has received (i) Intimation in form DIR-8 pursuant to rule 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, from Mrs. Drisha Poddar to the effect that she is not disqualified in accordance



with Section 164(2) of the Companies Act, 2013; (ii) declaration that he meets the criteria of independence as provided in section 149 of the Companies Act 2013; and (iii) a notice in writing from a member under section 160 of the Act proposing the candidature of Mrs. Drisha Poddar as director of the Company.

In the opinion of the Board of Directors, Mrs. Drisha Poddar who is proposed to be reappointed as an Independent Director for a second term of 5 years fulfills the conditions specified in the Act and Rules made thereunder.

The Board considers that Mrs. Drisha Poddar's association as an Independent Director would be of immense benefit to the Company and it is desirable to avail her services as an Independent Director.

A copy of the draft letter of reappointment, setting out the terms and conditions of appointment of Mrs. Drisha Poddar, is available for inspection, without any fee, by the members at the electronically up to the date of the AGM.

Except Mrs. Drisha Poddar, none of the other directors or key managerial personnel of the Company are concerned or interested, financially or otherwise, in the resolution set out in item no. 4 of the notice.

The Board recommended the resolution set forth in item no. 4 of the notice for approval of the members.

Item No. 5

Mr. Krishna Kumar Mohta (DIN No. 00702306) was appointed by the shareholders through Postal Ballot dated 30 March, 2017, as Chairman and Managing Director of the Company in term of Section 149 and other applicable provisions of the Companies Act, 2013 for a period of 3 year w.e.f 01 April 2018 which was expired on 31 March 2021.

Mr. Krishna Kumar Mohta is associated with the Company Since 1980. He is the main driving force in the Company's growth to the present level. Under his supervision, the Company has achieved new heights with better performance year after year. In order to retain and create enduring guidance for the Company, the Board of Directors, based on recommendation of Nomination and Remuneration Committee, at their meeting held on 01 April, 2021 has approved re-appointment of Mr. K. K. Mohta as Chairman and Managing Director of the Company for a further period of 3 (Three) years i.e. with effect from 1 April, 2021 to 31 March, 2024, on terms and conditions, as contained in the agreement entered into between the Company and Mr. Krishna Kumar Mohta, and as mentioned hereunder:

(A) Salary: Rs.12,75,000/-/- per month.

In the scale of Rs. 12,75,000/- - Rs. 3,00,000/- - Rs. 3,00,000/- - Rs. 18,75,000.00

(B) Perquisites:

Category A:

1. Housing: House Rent Allowance at the rate of 30% of salary.
2. Medical Reimbursement and Leave Travel Assistance, for self and family as per the rules of the Company and same shall be reimbursed to the extent of 15% of the Salary towards such expenses. However, the amount so reimburse shall be subject to Income Tax Rules, 1962.
3. Mediciam Insurance - of an amount the premium of which shall not be exceeding Rs. 50,000/- Per Annum.
4. Club Fees- Fees of two club. This will not include admission and life membership fees.

Category B:

- Contribution to Provident Fund, Superannuation Fund, Annuity Fund or Gratuity shall be as per the rules of the Company.
- Encashment of leave as per the rules of the Company.



Category C:

Car, telephone at residence and mobile phone for use on Company's business.

The Chairman will also be entitled to reimbursement of entertainment expenses actually and properly incurred in the course of legitimate business of the Company subject to a ceiling of Rs.300, 000/- per annum.

Mr. Krishna Kumar Mohta so long as he functions as Chairman and Managing Director shall not be paid any sitting fees for attending meeting of the Board of Directors or Committees thereof.

The Company shall remunerate Mr. Mohta by way of salary, perquisites or any other allowance as specified above as minimum remuneration during the term of his appointment, subject to the limit specified under Schedule V of the Companies Act, 2013, and with the approval from the Central Government as and when required.

The remuneration as aforesaid approved by the Board for 3 (Three) years is based on the recommendation of the Nomination and Remuneration Committee subject to the approval of Shareholders and shall be within the maximum limits as specified in Schedule V to the Companies Act, 2013, as amended from time to time till 31st March, 2019 and thereafter with the prior approval of Central Government. In case his remuneration is revised by the Board of Directors which requires approval of Central Government and the Central Government approval is not obtained / received, he shall be paid remuneration as approved hereby during his remaining tenure as minimum remuneration.

As Mr. Krishna Kumar Mohta has attained 70 years of age, his appointment is proposed through a Special Resolution as set out in item no. 5 in the notice seeking approval of the members for his re-appointment and payment of remuneration to him. A brief resume and a statement as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SS 2 - Secretarial Standard on General Meetings, and Section II, Part II of the Schedule V of the Companies Act, 2013, is attached herewith and marked as annexure A.

The agreement entered into for re-appointment of Mr. Krishna Kumar Mohta would be available for inspection by the members at the Registered Office of the Company on all working days (Monday to Friday) during normal business hours upto 27 September, 2021.

Mr. Krishna Kumar Mohta and Mr. Bharat Mohta are interested in the said Resolution. Except them, none of the other Directors and Key Managerial Personnel of the Company, or their relatives, is concerned or interested, financially or otherwise, in the proposed Resolution.

Item No. 6

The members are informed that on the recommendation of the Board, the members had approved the appointment of Mr. Bharat Mohta, (DIN 00392090) as Whole time Director through Postal Ballot dated 30 March, 2017 for a period of 3 (Three) years w.e.f. April 1, 2018. His term was expired on 31 March, 2021.

Mr. Bharat Mohta is associated with the Company Since 1995 and has contributed a lot in the Company's growth to the present level. Taking into consideration the increase in business activities of the Company and the responsibilities entrusted upon Mr. Bharat Mohta, the Board of directors based on recommendation of Nomination and Remuneration Committee at their meeting held on 01 April, 2021 has approved re-appointment of Mr. Bharat Mohta as CEO of the Company for a further period of 3 (Three) years i.e. with effect from 1 April, 2021 to 31 March, 2024, on terms and conditions, as contained in the agreement entered into between the Company and Mr. Bharat Mohta and as mentioned here under:-

A. SALARY: - Rs.11, 50,000/-- per month

In the scale of Rs. 11,50,000/- - Rs. 2,25,000/- - Rs. 3,50,000/- --- Rs.17,25,000/-



B. PERQUISITES:

Category A:

1. Housing: House Rent Allowance at rate of 50% of salary.
2. Medical Reimbursement and Leave Travel Assistance, for self and family as per the rules of the Company and same shall be reimbursed to the extent of 15% of the Salary towards such expenses. However, the amounts so reimbursed shall be subject to Income Tax Rules, 1962.
3. Mediclaim Insurance – of an amount the premium of which shall not be exceeding Rs. 50,000/- Per Annum.
4. Club Fees- fees of one Club. This will not include admission and life member fees.

Category B:

- o Contribution to Provident Fund, Superannuation Fund, Annuity Fund or Gratuity shall be as per the rules of the Company.
- o Encashment of leave as per the rules of the Company

Category C:

- o Car, telephone at residence and mobile phone for use on Company's business.
- o The CEO will also be entitled reimbursement of entertainment expenses, on actual basis, incurred in the legitimate course of business of the Company subject to a ceiling of Rs.3,00,000/- per annum.

Mr. Bharat Mohta so long as he functions as CEO shall not be paid any sitting fees for attending meeting of the Board of Directors or Committees thereof.

The Company shall remunerate Mr. Bharat Mohta by way of salary, perquisites or any other allowance as specified above as minimum remuneration, during the term of his appointment subject to the limit specified under Schedule V of the Companies Act, 2013 and with the approval from the Central Government as and when required. The remuneration as aforesaid approved by the Board for 3 (Three) years is based on the recommendation of the Nomination and Remuneration Committee subject to the approval of Shareholders and shall be within the maximum limits as specified in Schedule V to the Companies Act, 2013, as amended from time to time till, and thereafter with the prior approval of Central Government. In case his remuneration is revised by the Board of Directors which requires approval of Central Government and the Central Government approval is not obtained / received, he shall be paid remuneration as approved hereby during his remaining tenure as minimum remuneration.

Mr. Bharat Mohta is looking after the Finance, Purchase as well as overseas business under Joint Venture for procurement of Gambier from Indonesia, which is the main raw material of the Company. Since, he joined the Company, the Company, is regularly getting quality raw material at competitive price resulting in decrease in cost of production and increase profitability of the Company. The proposed Special Resolution set out in item no. 6 in the notice seeking approval of the members for the re-appointment and payment of remuneration to him.

A brief resume and a statement as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SS 2 - Secretarial Standard on General Meetings, and Section II, Part II of the Schedule V of the Companies Act, 2013, is attached herewith and marked as annexure A.

The agreement entered into for re-appointment of Mr. Bharat Mohta would be available for inspection by the members at the Registered Office of the Company on all working days (Monday to Friday) during normal business hours upto 27 September, 2021.



Mr. Bharat Mohta and Mr. Krishna Kumar Mohta are interested in the said Resolution. Except them, none of the other Directors and Key Managerial Personnel of the Company, or their relatives, is concerned or interested, financially or otherwise, in the proposed Resolution.

Registered Office:
Bombay Mutual Building
9, Brabourne Road, 7th Floor
Kolkata – 700 001

By Order of the Board
For The Indian Wood Products Co Ltd
Anup Gupta
Company Secretary
Membership No.: A3606

Dated: 30th June, 2021

Annexure- A
Brief Resume of Directors seeking appointment / re-appointment

Name of the Director	Mr. Rajendra Prasad Chetani	Mrs. Drisha Poddar	Mr. Krishna Kumar Mohta	Mr. Bharat Mohta
DIN	00392215	07729080	00702306	00392090
Date of Birth/ Age	28.10.1957 / 63 Years	26.11.1982 / 38 Years	24.01.1948 / 73 Years	14.02.1975 / 46 Years
Date of Appointment	27.04.2004	18.02.2017	15.04.1998	30.10.2005
Qualifications	B. Com (Hons)	Bachelor of Commerce & MS Finance (CFA and AIMR CFA (Level 2))	B. Tech (Hons)	Bachelor of Commerce from Kolkata University and Business Diploma from ICFAI
Expertise in specific functional areas	Accounts, Taxation, Finance	Mrs. Poddar having more than 10 years experience in the field of accounts, Finance, Investment and Business Development	Chemical Engineer having an experience and expertise knowledge in the field for more than 40 years	Operation, Business Planning & Strategy & Human Resources
Key Terms and conditions of his appointment	Non Executive Non Independent Director	Independent Director	Chairman & Managing Director	Executive Director & CEO
Number of Meetings of the Board attended during the financial year (2020-21)	4 out of 4	2 out of 4	4 out of 4	4 out of 4
List of Directorship/ Membership /Chairmanship of Committees of other Board	1. ACMA Industrial Projects Pvt Ltd 2. Arvind Engineering Works Ltd	Nil	1. Security Company Limited 2. Arvind Engineering Works Ltd 3. Indian Glass & Electrical Private Limited	1. Security Company Limited 2. Arvind Engineering Works Ltd 3. Indian Glass & Electrical Private Limited 4. Candid Vyapaar Pvt Ltd
Shareholding in the Company	4560	Nil	1979802	7637530
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil	Nil	Father of Mr. Bharat Mohta (Whole Time Director & CEO)	Son of Mr. Krishna Kumar Mohta (Chairman & Managing Director)

**(B) Statement as required Under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to the Special Resolution at Item No. 5 & 6 of the Notice****I. General Information:**

1. Nature of Industry: Pioneer manufacturer of Katha & Cutch.
2. Date or expected date of commencement of commercial production: Existing Company in operation since 1919.
3. In case of new companies, expected date of commencement of activities as per project approval by financial institution appearing in the prospectus: Not Applicable
4. Financial performance based on given indicators:

(Rs. In Lacs)

Sr. No	Particulars	2020-2021	2019-2020	2018-2019
1.	Turnover	15790.36	19491.15	20159.40
2.	Profit/ (Loss) before Tax	50.77	1047.64	2563.28
3.	Net Profit /(Loss after Tax)	32.74	758.98	1784.40
4.	Paid-up Share Capital	1279.75	1279.75	1279.75
5.	Reserve and Surplus	34156.58	34178.90	33651.07

5. Export performance and net foreign exchange collaboration: The export market of the company is not consistent and favorable for Katha. Cutch is fully exported either by the company or through third parties but the earning is not significant. The company is regularly importing Gambier which is the main raw material for its products. The earning is Rs. 11.95 lakhs and outgo of the same for the year 2020-21 was at Rs. 2846.13 Lakhs.

II Information about : i) Mr. Krishna Kumar Mohta ii) Bharat Mohta

1) Background details:

- i) Mr. Krishna Kumar Mohta is the promoter of the Company and is about 73 years. He possesses a bachelor degree in Science from Calcutta University. He joined the board in 1980 and in 1995 he was appointed and designated as Chairman of the company and w.e.f. 12th April, 2017 he was re-designated as Chairman and Managing Director of the Company. He is looking after the regular workings of company. He has work experience in the field of agricultural products, manufacturing of quality Katha and management. Presently he is Whole Time Director designated as Chairman and Managing Director of the Company.
- ii) Mr. Bharat Mohta is also one of the promoters of the Company and is related to Mr. Krishna Kumar Mohta. He is about 46 years age and possesses a bachelor degree in Commerce from Calcutta University and having diploma in business administration from ICFAI. He joined the board in 2005. Since 2007 he was looking after the overseas business for procurement of Gambier from Indonesia, which is the main raw material of the company. With the increased in turnover and production the import of Gambier increased considerably and also his involvement in procuring better quality Gambier at competitive price. As such in 2017 the company decided to appoint him as Chief Executive Officer of the company. He is also entrusted to look after the joint ventures business of the Company along with supervising and giving guidance in commercial and financial dealing with banks. He has work experience in the field of agricultural products, procuring of quality raw material, information technology, and financial matters. Presently he is whole time director designated as CEO of the company.



2) Past remuneration

(Amount in Rs.)

Financial Year	Mr. Krishna Kumar Mohta	Mr. Bharat Mohta
2018-19	1,67,89,942.00	1,66,71,600.00
2019-20	1,99,09,942.00	2,07,21,600.00
2020-21	99,66,004.00	1,03,70,700.00

*excluding retiral benefits (PF and Gratuity)

3) Recognition and awards – Nil

4) Job Profile and suitability –

- a) Mr. Krishna Kumar Mohta, Chairman having entrusted with substantial powers of the management of business and affairs of the company. He has over 40 years experience in Katha industries and the business of his associates company. The company has been substantially benefited by his vision and professional knowledge. Mr. Krishna Kumar Mohta plays a major role in providing leadership and strategic inputs to the company.
 - b) Mr. Bharat Mohta, Whole Time Director also entrusted with powers to procure quality raw material and financial management of the company. He has over 15 years experience in the business of the company and the company has been suitably benefited by his professional knowledge and managerial expertise. He had played a major role in procuring finance for the working capital requirement of the company from banks and by his strategic planning the company was able to meet its financial requirement.
- 5) Remuneration proposed: - As stated in the explanatory statement to the special resolution at item no. 5 & 6 in the notice.
- 6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person – Since there is no organized sector in the industry and your company is the only company in the corporate sector. Hence comparative remuneration and profile are not available.
- 7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: - Mr. Krishna Kumar Mohta is the promoter director holding 1979802 equity shares individually and 43517856 Equity shares through his relative and associates comprising 71.12% of total paid up share capital of the company. Mr. Bharat Mohta individually holds 7637530 equity share comprising 11.94% of total paid up share capital of the company Mr. Krishna Kumar Mohta and Mr. Bharat Mohta is the father and son respectively.

III Other Information

1. Reason of Loss or inadequate profit

- A. The company is regularly making profit and paying dividend. However due to restriction imposed by the various state governments on sale of Gutka/Pan Masala industries for whom our product is the major raw material, the turnover of the company may effected which may be the main reason of inadequate profit.
- B. As the availability of Khair wood in India is not sufficient to meet the growing demand. Moreover the sale of khair wood is done by state forest corporations which prefer the sale of the khair wood to their local units only which is also disadvantageous to the company's growth.



2. Step taken or proposed to be taken for improvement: The Company has been taking all measures within its control to maximize efficiencies and optimized cost to lower the cost of production. The Company has chalked out a road map to increase the profitability by reducing the cost, maximized the production and to increase sales by approaching new customers. By expanding the retails segment the company will become less dependent on the Pan Masala manufactures. Company has also taken a drive to approach retailers to increase its turnover. The company is also hopeful to contain or lower the financial cost by negotiating its bankers to reduce interest rates and thereby improving profitability.
3. Expected increased in productivity and profits in measurable terms:- The step have been undertaken or proposed to undertake to modernize and extension of plant capacity to increase the production which will certainly accelerate the growth and profitability of the company.
4. To overcome the disadvantage of not being located in Khair wood growing areas, the company is importing extracted Gambier from Indonesia through joint venture Company, where the quality of Gambier substantially improved and cost had optimized to a great extent. Gambier happens to one of the major raw material currently. In view of the facts stated above it is difficult to forecast the productivity and profitability in measurable terms.

IV Disclosure

All the specified disclosure as required under this head in Section B of Schedule V of the Companies Act, 2013 shall be made in the Corporate Governance section of the Board report in the next Annual Report.

Registered Office:

Bombay Mutual Building
9, Brabourne Road, 7th Floor
Kolkata – 700 001

Dated: 30th June, 2021

By Order of the Board
For The Indian Wood Products Co Ltd
Anup Gupta
Company Secretary
Membership No.: A36061

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Saturday, 25 September, 2021 at 9:00 A.M. and ends on Monday, 27 September, 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 21 September, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 21 September, 2021.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDLand you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDLand you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.



	<p>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode. How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.



4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.



Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer by e-mail to msassociates16@gmail.com with a copy marked to evoting@nsdl.co.in.
2. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. 21 September, 2021, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30 . In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 21 September, 2021 may follow steps mentioned in the Notice of the AGM under Step 1 :“Access to NSDL e-Voting system”(Above).
3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Amit Vishal, Senior Manager and /or Ms. Pallavi Mhatre, Manager at evoting@nsdl.co.in



Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to iwpho@iwpkatha.co.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to iwpho@iwpkatha.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.



5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at iwpho@iwpkatha.co.in latest by 5.00 PM. (IST) on Friday, 24th day of September, 2021.
6. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at iwpho@iwpkatha.co.in latest by 5.00 PM. (IST) on Friday, 24th day of September, 2021. The same will be replied by the company suitably.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
8. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/camera along with good internet speed.
9. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
10. Members who need assistance before or during the AGM, can contact Mr. Amit Vishal, Senior Manager, NSDL and / or Ms. Pallavi Mhatre, Manager, NSDL at evoting@nsdl.co.in or call 1800 1020 990 / 1800 22 44 30.

Registered Office:
Bombay Mutual Building
9, Brabourne Road
Kolkata – 700 001

Dated: 30th June, 2021

By Order of the Board
For The Indian Wood Products Co Ltd
Anup Gupta
Company Secretary
Membership No.: A36061