



THE WESTERN INDIA PLYWOODS LTD.
Baliapatam, Cannanore - 670 010
Regd. Office : BALIAPATAM, KERALA, INDIA



Tel : 0497 2778151 (4 line)
Email : westernply@gmail.com / mail@wipltd.in
Web : www.wipltd.in, CIN - L20211 KL 1945PLC001708
GST IN : 32AAACT8520H1ZL

The Manager – Listing Dept.,
National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, G. Block,
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400 051
(NSE Scrip Code: WIPL)

29th September 2023

Dear Sir,

Sub: Proceedings of 78th Annual General Meeting of the Company held on 29th September 2023

In terms of Regulation 30 read with Part A of schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we hereby inform you that the following business was transacted at the 78th Annual General Meeting (AGM) of the Company held on Friday, 29th September 2023 through Video Conferencing/Other Audio Video Means (OAVM) at 11 AM.

1. (a) Adoption of Audited Standalone Financial Statements: The Audited Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss, Statement of changes in Equity for the financial year ended on that date together with Cash flow statement, report of the Board of Directors and Auditors thereon.
(b) Adoption of Audited Consolidated Financial Statements: The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the Auditors Report thereon.
2. Declaration of Dividend: To declare Dividend of Rs. 1.00 (10% only) per Equity Shares of face value of Rs. 10 for the financial year 2022-23.
3. Appointment of a Director retiring by rotation: To appoint a Director in place of Mr. Thiruvengadam Parthasarathi (DIN: 00016375), who retires by rotation and, being eligible, offers himself for re-appointment.
4. Reappointment of P K Mayan Mohamed as Managing Director for a period of 3 years on a remuneration as recommended by the Nomination and Remuneration Committee and Board.
5. Reappointment of Smt Radha Unni as Independent Director: The Nomination and Remuneration Committee had recommended and the board has approved her re-appointment.

The above business was transacted by e-voting as required under Companies Act, 2013 and Listing Regulations.

Please find enclosed the results of the voting through electronic and the Consolidated Report of the Scrutinizer containing the details of Agenda wise results of both the remote e-voting conducted during the period from September 26, 2023 to September 28, 2023 and venue e-voting conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration), Rules 2014.

As per Scrutinizer Report, all the resolutions have been duly approved by the Shareholders with requisite majority. Kindly take note of the above.

Yours Sincerely,

For THE WESTERN INDIA PLYWOODS LIMITED



R. BALAKRISHNAN
CFO & COMPANY SECRETARY



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REPORT ON ANNUAL GENERAL MEETING

UNDER SECTION 121(1) OF THE COMPANIES ACT, 2013

1	Day, Date and Venue of the Meeting	Friday, 29 th September 2023 at 11:00 A.M through Video Conferencing (VC) / Other Audio Visual Means (OAVM).
2	Confirmation of with respect to appointment of chairman of the meeting	The Chairman of the Board and Audit Committee Shri T Balakrishnan was appointed as Chairman of the Meeting.
3	No of Members attended the meeting	28
4	Confirmation of Quorum	Quorum was confirmed
5	Confirmation of the Compliance with Act and Rules	It was confirmed that provisions of the Act, Rules and Secretarial Standards were fully complied
6	Business transacted at the Meeting and result thereof	Minutes of the Annual General Meeting is attached as Annexure -1
7	Particulars with respect to adjournment/postponement	Not Applicable
8	Any other points	Nil

For The Western India Plywoods Ltd

Company Secretary

THE WESTERN INDIA PLYWOODS LIMITED
MINUTES OF THE 78TH ANNUAL GENERAL MEETING

Nature of Meeting : Annual General Meeting
 Venue : Video Conferencing/ Other Audio Visual Means (OAVM)
 Date : 29.09.2023
 Time : 11.00 A.M

Present**I. Directors**

SL.NO	NAME	DESIGNATION
1	Shri T Balakrishnan	Chairman
2	Shri P K Mayan Mohamed	Managing Director
3	Smt Radha Unni	Director
4	Smt Pushya Sitaraman	Director
5	Shri Thiruvengadam Parthasarathi	Director
6	Shri Prasanth Raghunathan	Director

II. Shareholders

Present through VC/ OAVM	Present through proxy	Total
28	0	28

In attendance

- i. Shri Jayaprakesh M C - Statutory Auditor
- ii. Shri Murali Kanniyath - Scrutinizer
- iii. Shri R Balakrishnan - CFO & Company Secretary

Chairman

Shri T Balakrishnan, Chairman presided over the meeting

Quorum

The Chairman declared that pursuant to the provisions of Section 103 (1) (a) (3) of the Companies Act, 2013, 15 members shall form the quorum for the meeting. Since more than 15 members are present through video conference for the meeting, Chairman declared that there is proper quorum.

Chairman's speech

The Chairman welcomed the Directors present and the members attended through video conference. The Chairman appreciated the performance of the company during the Financial year 2022-23 achieving the turn over of Rs. 106 crores with profit of Rs. 5.71 crores. He also indicated that the same trend will continue during the current year also. He thanked the shareholders employees, dealers, suppliers, banks and other agencies connected with the business of the Company for their whole hearted co-operation.

Statutory registers and documents

Statutory registers and documents required to be made available for the members during the meeting remained open and accessible during the continuance of the Meeting.

Notice of the meeting

The Notice of the meeting dated 12.08.2023 was read and with the approval of members, the Chairman declared that the Balance sheet, Statement of Profit and Loss, Board's Report and Auditor's Report which have already been circulated among the members be taken as read.

Business Agenda and announcement of results for e-voting and Venue e-voting

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 the Company had extended e-voting facility and in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 facility for voting through Venue e-voting of the Annual General Meeting to those members who have not voted earlier by E-voting. The e-voting Commenced on 26th September 2023 at 9 AM and ends on 28th September 2023 at 5 PM. The Board has appointed Shri Murali Kanniyath, Practicing Company Secretary as the Scrutinizer for scrutinizing the e-voting and venue e-voting at the Annual General Meeting. It was also informed that after scrutiny of the votes casted in the e-voting and venue e-voting during AGM for all the five resolutions, Shri Murali Kanniyath will submit the Report. It was further informed that Chairman has authorized Shri R Balakrishnan, CFO & Company Secretary to countersign the Scrutinizer's Report of the total votes cast in favour or against, if any, and thereafter to declare the result of the voting forthwith and to publish the same in the website of the company.

Chairman also informed the meeting that the Auditor's Report attached to the Annual Report for the year ended 31st March, 2023 does not contain any qualifications, observations or Comments on financial transactions or matters, which have any adverse effect on the functioning of the company and hence the same, being already circulated among the members, be taken as read.

ORDINARY BUSINESS:

1. Adoption of Financial Statements

To receive, consider and adopt (a) audited standalone financial statements of the Company for the financial year ended on March 31, 2023 and the Reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended on March 31, 2023



and the Reports of the Auditors thereon and in this regard, pass the following resolution as an **Ordinary Resolution**.

(a) **"RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended on March 31, 2023 and the Reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

(b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended on March 31, 2023 and the Reports of the Auditors thereon laid before this meeting, be and are hereby considered and adopted."

Out of 24,30,604 votes polled, including e-voting, 24,30,577 votes were in favour and hence the resolution carried.

2. **Declaration of Dividend**

To declare a final dividend on equity shares for the financial year ended on March 31, 2023 and in this regard, pass the following resolution as an **Ordinary Resolution**.

"RESOLVED THAT a dividend at the rate of Rs. 1.00 /- (One Rupee only) per equity share of Rs. 10/- (Rupees Ten only) each fully paid up of the Company be and is hereby declared for the financial year ended March 31, 2023 and the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended March 31, 2023."

Out of 24,30,604 votes polled, including e-voting, 24,30,577 votes were in favour and hence the resolution carried.

3. **Appointment of a Director retiring by rotation**

To appoint Mr. Thiruvengadam Parthasarathi (DIN: 00016375), who retires by rotation as a Director, and in this regard pass the following resolution as an **Ordinary Resolution**.

RESOLVED THAT pursuant to provisions of Section 152 of the Companies Act, 2013 Mr. Thiruvengadam Parthasarathi (DIN: 00016375), who retires by rotation at this meeting be and is hereby appointed as Director of the Company liable to retire by rotation."

Out of 24,30,604 votes polled, including e-voting, 24,30,577 votes were in favour and hence the resolution carried.

Special Business

To consider and if, thought fit, to pass with or without modification(s) the following resolution as Ordinary resolution.

4. Reappointment of Shri P K Mayan Mohamed as Managing Director of the Company:

RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board and subject to the provisions of Section 196, 197, 203 and other applicable provisions, if any of the companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and Article 148 of the Articles of Association of the company, approval of the members of the company be and is hereby accorded for reappointment of Mr. P K Mayan Mohamed (DIN: 00026897) as the Managing Director of the Company, for a period of 3 (three) years with effect from 13.08.2023 and for the payment of remuneration as given hereunder, with liberty to the Board to alter and vary such terms and conditions including remuneration so as not to exceed the limits specified in Schedule V of the Companies Act, 2013, or any amendments thereto as may be decided by the Board of Directors.

Remuneration:

- a. Monthly Salary of Rs. 2,75,000/-
- b. Commission: One percent of Net profits as computed pursuant to Section 198 of the Companies Act, 2013 subject to the overall remuneration (including salary & Commission), specified in Schedule V of the Act.
- c. Prerequisites
 1. Company's contribution towards provident fund, Gratuity and Superannuation Fund should not exceed the limits prescribed under Income Tax Act.
 2. House Rent: House Rent allowance at 50% of the monthly Salary.
 3. Medical benefits to self and family: Reimbursement of expenses actually incurred the total cost of which to the Company shall not exceed one month's salary in a year.
 4. Leave: On full pay and allowance as per Rules of the Company but not exceeding one month's leave for every eleven months service, subject to the condition that leave accumulated but not availed of will not be allowed to be encashed.

"RESOLVED FURTHER THAT if in any financial year, the Company has no profits or is having inadequacy of profits, Shri P K Mayan Mohamed shall be paid Managerial Remuneration as specified above subject to the overall limits specified in Schedule V.

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to this resolution".

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

Out of 24,30,604 votes polled, including e-voting, 24,30,577 votes were in favour and hence the resolution carried.

5.Re-Appointment of Smt Radha Unni as Independent Director of the Company:

RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on 12th August, 2023 and pursuant to the provisions of sections 149, 150, 152 read with schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force) and as per Regulation 17(1)(A) of the LODR Regulations, the approval of The Members of the Company be and is hereby accorded for re-appointment of Smt Radha Unni whose current period of office is expiring on 04.12.2023 after attaining the age of 75 years and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013, Rules made thereunder and Listing Regulations and in respect of whom the company has received a notice in writing from a member proposing her candidature for the office of Director pursuant to Section 160 of the companies Act, 2013, as an Independent Non Executive Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for 1 (one) year on the Board of the company w.e.f 29th September 2023.

RESOLVED FURTHER THAT The Board of Directors (including its Committee thereof) and Mr. R Balakrishnan, CFO & Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized to do all such Acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.

Out of 24,30,604 votes polled, including e-voting, 24,30,576 votes were in favour and hence the resolution carried.



Vote of Thanks

The Company Secretary thanked the members for their cooperation in the successful conduct of the meeting

The Chairman declared that the proceedings of the meeting are over.

The meeting came to a close with vote of thanks to the chair at 11.30 AM

A handwritten signature in blue ink, consisting of stylized initials, positioned above a horizontal line.

CHAIRMAN

I. Ordinary Resolution: Adoption of Financial Statements

Resolution Required: (Ordinary/Special)

Ordinary Resolution

Whether promoters/ promoter groups are interested in the agenda/resolution?

PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	%		NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
				(3)=(2/1)*100	(4)				
PROMOTER AND PROMOTER-GROUP	E-VOTING	3480331	1788937	51.4	1788937	0	0	100	0
	POLL		0	0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0	0
	SUB TOTAL		3480331	1788937	51.4	1788937	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	297052	0	0	0	0	0	0	0
	POLL		0	0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0	0
	SUB TOTAL		297052	0	0	0	0	#VALUE!	#VALUE!
PUBLIC-NON INSTITUTIONS	E-VOTING	4709957	641667	13.62	641640	27	0	100	0
	POLL		0	0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0	0
	SUB TOTAL		4709957	641667	13.62	641640	27	100	0
GRAND TOTAL		8487340	2430604	28.64	2430577	27	100	0	

For THE WESTERN INDIA PLYWOODS LTD.

 R. Balakrishnan
 CEO & Company Secretary

2. Ordinary Resolution/Declaration of Dividend

Resolution Required:(Ordinary/Special)		Ordinary Resolution						
Whether promoters/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	3480331	1788937	51.4	1788937	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	3480331	1788937	51.4	1788937	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	297052	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	297052	0	0	0	0	#VALUE!	#VALUE!
PUBLIC-NON INSTITUTIONS	E-VOTING	4709957	541667	13.62	541640	27	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	4709957	541667	13.62	541640	27	100	0
GRAND TOTAL		8487340	2430604	28.64	2430577	27	100	0

For THE WESTERN INDIA PLYWOODS LTD.

 Director & Managing Director

3. Ordinary Resolution: Appointment of a Director retiring by rotation

Resolution Required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	3480331	1788937	51.4	1788937	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	3480331	1788937	51.4	1788937	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	297052	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	297052	0	0	0	0	#VALUE!	#VALUE!
PUBLIC-NON INSTITUTIONS	E-VOTING	4709957	641667	13.62	641640	27	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	4709957	641667	13.62	641640	27	100	0
GRAND TOTAL		8487340	2430604	28.64	2430577	27	100	0

For THE WESTERN INDIA PLYWOODS LTD.
 S. Balakrishnan
 CSR & Company Secretary

4 Ordinary Resolution (Reappointment of Shri P K Mayad Mohamed as Managing Director of the Resolution Required: (Ordinary/Special)

Whether promoter/ promoter groups are interested in the agenda resolution?		Ordinary Resolution							
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED	
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100	
PROMOTER AND PROMOTER-GROUP	E-VOTING	3480331	1788937	51.4	1788937	0	100	0	
	POLL		0	0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	0	
	SUB TOTAL	3480331	1788937	51.4	1788937	0	100	0	
PUBLIC-INSTITUTIONS	E-VOTING	297052	0	0	0	0	0	0	
	POLL		0	0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	0	
	SUB TOTAL	297052	0	0	0	0	#VALUE!	#VALUE!	
PUBLIC-NON INSTITUTIONS	E-VOTING	4708957	641667	13.62	641640	27	100	0	
	POLL		0	0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	0	
	SUB TOTAL	4708957	641667	13.62	641640	27	100	0	
GRAND TOTAL		8487340	2430604	28.64	2430677	27	100	0	

For THE WESTERN INDIA PLYWOODS LTD.

 R. Balakrishnan
 C.O. & Company Secretary

NAME OF THE COMPANY: WPIR-THE WESTERN INDIA PLYWOODS LTD

5. Special Resolution: To consider and if thought fit, to pass with or without modification(s) the

Resolution Required: (Ordinary/Special)

Special Resolution

Whether promoter/ promoter groups are interested in the agenda/resolution?

PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER-GROUP	E-VOTING	3480331	1788937	51.4	1788937	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL		3480331	1788937	51.4	1788937	0	100
PUBLIC-INSTITUTIONS	E-VOTING	297052	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL		297052	0	0	0	0	#VALUE!
PUBLIC-NON INSTITUTIONS	E-VOTING	4709967	641667	13.62	641539	28	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL		4709967	641667	13.62	641539	28	100
GRAND TOTAL		8487340	2430604	28.64	2430578	28	100	0

For THE WESTERN INDIA PLYWOODS LTD.

R. Balakrishnan
R. Balakrishnan
CFO & Company Secretary



**COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING AND VENUE E-VOTING
FOR THE WESTERN INDIA PLYWOODS LIMITED**

To,
Mr. T. Balakrishnan
Chairman
The Western India Plywoods Limited
Baliapatam, Kannur
Kerala—670010

The 78th Annual General Meeting of the Equity Share Holders of **THE WESTERN INDIA PLYWOODS LIMITED (CIN: L20211KL1945PLC001708)** held on Friday, the 29th day of September, 2023 at 11:00 A.M through Video Conference/Other Audio Video Means (OAVM).

Sub: Passing of resolutions through remote e-voting and Venue voting conducted at the 78th Annual General Meeting of the Equity Shareholders of THE WESTERN INDIA PLYWOODS LIMITED.

I, CS Murali Kanniyath, Company Secretary in Practice, holding Membership Number: FCS - 6916 and Certificate of Practice Number - 7543, S.D Complex, 1st Floor, Room No. T.P (N) 3-355, South Bazar, P.O Civil Station, Kannur, Kerala-670002, have been appointed as Scrutinizer by the Board of Directors for the Remote Electronic Voting and the Venue e-voting conducted at the Annual General Meeting on the below mentioned resolution(s) at the 78th Annual General Meeting of **THE WESTERN INDIA PLYWOODS LIMITED (CIN: L20211KL1945PLC001708)** held on Friday, the 29th day of September, 2023 at 11:00 A.M through Video Conference/Other Audio Video Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. 20 dated 5th May 2020 read with Circular No. 14 dated 8th April 2020 and Circular No. 17 dated 13th April 2020, 15th June 2020, 28th September 2020, 31st December 2020, 13th January 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular(s) No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 ("SEBI Circulars").



The Company had appointed Central Depository Services Limited (CDSL) as the Service Provider, for extending the facility for the remote electronic voting to the shareholders of the Company from Tuesday, the 26th day of September, 2023 (09.00 A.M.) to Thursday, the 28th day of September, 2023 (05.00 P.M) and for Venue e-voting system on the date of AGM At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the remote e-



For THE WESTERN INDIA PLYWOODS LTD.

R. Balakrishnan
CFO & Company Secretary

voting to record their votes through E Voting System provided by CDSL. M/s. Cameo Corporate Service Limited is the Registrar and Share Transfer Agent of the Company. The Remote e-voting results were unblocked by me on 28th September 2023 in the presence of two witnesses. They have signed below in confirmation of the same.

No.	Name	Address	Signature
1	Rudiy Noble Saljith	Sun Nest house puthiyatheru, Post Chirakkal 670011, Kannur	
2	Shafeeme K P	K P House, Mundon vayal P.O Valapattanam - 670010	

The Remote E-Voting and voting conducted through Venue e-Voting System provided by CDSL at the AGM were reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company, Cameo Corporate Services Limited and the authorizations lodged with the Company.

I have rendered separate Scrutinizer's Report on the Remote e-voting and voting conducted through Venue e-Voting System at the meeting and I hereby submit Consolidated Scrutinizer's Report pursuant to Rule 20(4) (xii) on all the Resolutions contained in the Notice.

The result of the Remote E-voting together with the Venue E-voting conducted at the time of AGM is as under:

Res olu tio n No.	Subject Matter of Resolution	Particulars of Business	Votes in favour of the resolution		Votes against the resolution	
			No.	%	No.	%
ORDINARY BUSINESS						
1	Adoption of Audited Standalone Financial Statements: The Audited Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss, Statement of changes in Equity for the financial year ended on that date together with Cash flow statement, report of the Board of Directors and Auditors thereon and Adoption of Audited Consolidated Financial Statements: The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the Auditors Report thereon.	Remote E-voting	24,30,577	99.9989%	27	0.0011%
		Voting conducted through E Voting system at the meeting	-	-	-	-
		Total	24,30,577	99.9989%	27	0.0011%
2	Declaration of Dividend: To declare Dividend of Rs. 1 (10 % only) per Equity Shares of face value of Rs. 10 for the financial year 2022-23.	Remote E-voting	24,30,577	99.9989%	27	0.0011%
		Voting conducted through E Voting system at the meeting	-	-	-	-



For THE WESTERN INDIA PLYWOODS LTD.

 R. Balakrishnan
 CFO & Company Secretary

		Total	24,30,577	99.9989%	27	0.0011%	
3	Appointment of a Director retiring by rotation: To appoint a director in place of Mr. Thiruvengadam Parthasarathi (DIN: 00016375), who retires by rotation and, being eligible, offers himself for re-appointment.	Remote E-voting	24,30,577	99.9989%	27	0.0011%	
		Voting conducted through E Voting system at the meeting					
		Total	24,30,577	99.9989%	27	0.0011%	
4	Reappointment of Shri P K Mayan Mohamed as Managing Director of the Company for a period of Three years with effect from 13-08-2023 with a Managerial remuneration as specified subject to overall limits.	Remote E-voting	24,30,577	99.9989%	27	0.0011%	
		Voting conducted through E Voting system at the meeting					
		Total	24,30,577	99.9989%	27	0.0011%	
5	Re-Appointment of Smt Radha Unni as Independent Non-executive Director of the Company to hold office for one-year wef 29-09-2023	Remote E-voting	24,30,576	99.9988%	28	0.0012%	
		Voting conducted through E Voting system at the meeting					
		Total	24,30,576	99.9988%	28	0.0012%	

All resolutions stand passed with the requisite majority as specified under the Companies Act, 2013 read with Rules

All relevant records of voting will remain in my safe custody until the Chairman considers, approves and sign the minutes of the 78th Annual General Meeting and the same shall be handed over to Shri R Balakrishnan, Company Secretary for safe keeping.

Thanking you
Yours faithfully



MURALI KANNIYATH, FCS
COMPANY SECRETARY
S.D. COMPLEX, ROOM No: T.P. (N)3/355
SOUTH BAZAR, KANNUR - 670 002
C.P. No: 7543



Place : Kannur
Date : 29-09-2023

UDIN: F006916E001121447

For THE WESTERN INDIA PLYWOODS LTD.

R. Balakrishnan
CFO & Company Secretary



29-09-2023

To
Mr. T. Balakrishnan
Chairman
THE WESTERN INDIA PLYWOODS LIMITED
Baliapatam, Kannur
Kerala – 670010

Sir,

Sub: Report of the Scrutinizer on Venue Voting System at the AGM on 29.09.2023

The 78th Annual General Meeting of the Equity Share Holders of **THE WESTERN INDIA PLYWOODS LIMITED (CIN: L20211KL1945PLC001708)** held on, Friday, the 29th day of September, 2023 at 11:00 A.M through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

I, CS Murali Kanniyath, Company Secretary in Practice, holding Membership Number: FCS - 6916 and Certificate of Practice Number - 7543, S.D Complex, 1st Floor, Room No. T.P (N) 3-355, South Bazar, P.O Civil Station, Kannur, Kerala-670002, have been appointed by the Board of Directors of **THE WESTERN INDIA PLYWOODS LIMITED (CIN: L20211KL1945PLC001708)** Baliapatam, Kannur, Kerala – 670010 as Scrutinizer for the purpose of e-voting system at the meeting taken on the below mentioned resolution(s) at the 78th Annual General Meeting on Friday, the 29th day of September, 2023 at 11:00 A.M. at the Registered office of the Company at Baliapatam, Kannur 670010, submit my report as under:

1. 28 shareholders attended the AGM through online system provided by CDSL. Out of which 23 shareholders who had logged in had already casted their votes through remote e-voting.



For THE WESTERN INDIA PLYWOODS LTD.

R. Balakrishnan
CFO & Company Secretary

2. The result of the Venue Voting is as under:

a) Resolution 1:

Adoption of Audited Standalone Financial Statements: The Audited Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss, Statement of changes in Equity for the financial year ended on that date together with Cash flow statement, report of the Board of Directors and Auditors thereon and Adoption of Audited Consolidated Financial Statements: The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the Auditors Report thereon.

(i) Voted **in favour** of the resolution:

Number of members voted using venue voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted **against** the resolution:

Number of members voted using venue voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Number of members voted using venue voting	Total Number of Votes cast by them
NIL	NIL

b) Resolution No.2:

Declaration of Dividend: To declare Dividend of Rs. 1 (10% only) per Equity Shares of face value of Rs. 10 for the financial year 2022-23.

(i) Voted **in favour** of the resolution:

Number of members voted using venue voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted **against** the resolution:

Number of members voted using venue voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



For THE WESTERN INDIA PLYWOODS LTD.
R. Balakrishnan
R. Balakrishnan
Company Secretary

(iii) **Invalid** votes:

Number of members voted using venue voting	Total Number of Votes cast by them
NIL	NIL

c) **Resolution No. 3:**

Appointment of a Director retiring by rotation: To appoint a director in place of Mr. Thiruvengadam Parthasarathi (DIN: 00016375), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voted using venue voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted **against** the resolution:

Number of members voted using venue voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Number of members voted using venue voting	Total Number of Votes cast by them
NIL	NIL

d) **Resolution No. 4:**

Reappointment of Shri P K Mayan Mohamed as Managing Director of the Company for a period of Three years with effect from 13-08-2023 with a Managerial remuneration as specified subject to overall limits.

(i) Voted **in favour** of the resolution:

Number of members voted using venue voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted **against** the resolution:

Number of members voted using venue voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



For THE WESTERN INDIA PLYWOODS LTD.
S. Sridharan
CFO & Company Secretary

(iii) **Invalid** votes:

Number of members voted using venue voting	Total Number of Votes cast by them
NIL	NIL

e) **Resolution No. 5:**

Re-Appointment of Smt Radha Unni as Independent Non-executive Director of the Company to hold office for one-year wef 29-09-2023

(i) Voted **in favour** of the resolution:

Number of members voted using venue voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted **against** the resolution:

Number of members voted using venue voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Number of members voted using venue voting	Total Number of Votes cast by them
NIL	NIL

3. All relevant records of voting will remain in my safe custody until the Chairman considers, approves and sign the minutes of the 78th Annual General Meeting and the same shall be handed over to Shri R Balakrishnan, Company Secretary for safe keeping.

Thanking You

Yours Faithfully,

Place: Kannur

Date: 29-09-2023

UDIN: F006916E001121447



MURALI KANNIYATH, FCS
COMPANY SECRETARY
S.D. COMPLEX, ROOM No: T.P. (N)3/355
SOUTH BAZAR, KANNUR - 670 002
C.P. No: 7543



For: THE WESTERN INDIA PLYWOODS
R. Balakrishnan
CEO & Company Sec



29/09/2023

To
Mr. T. Balakrishnan
Chairman
THE WESTERN INDIA PLYWOODS LIMITED
Baliapatam, Kannur
Kerala - 670010

Sir,

Sub: Report of the Scrutinizer on Remote Electronic Voting

I, CS Murali Kanniyath, Company Secretary in Practice, holding Membership Number: FCS - 6916 and Certificate of Practice Number - 7543, S.D Complex, 1st Floor, Room No. T.P (N) 3-355, South Bazar, P.O Civil Station, Kannur, Kerala-670002, have been appointed by the Board of Directors of **THE WESTERN INDIA PLYWOODS LIMITED (CIN: L20211KL1945PLC001708)** Baliapatam, Kannur, Kerala - 670010 as Scrutinizer for the Remote Electronic Voting for the resolutions included in the notice calling 78th Annual General Meeting of the Company held on 29th September 2023.

As the Scrutinizer, I report that in compliance of the provision of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above remote electronic voting remained open to the members from Tuesday, the 26th day of September, 2023 (09.00 A.M.) to Thursday, the 28th day of September, 2023 (05.00 P.M). Further the remote e-voting period was completed on the date preceding the date of Annual General Meeting.

On completion of the remote e-voting period, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 28th September 2023, in the presence of two witnesses, who were not the employees of the Company. The names and signatures of the witnesses appear elsewhere in this report.



For THE WESTERN INDIA PLYWOODS LTD.
[Signature]
Company Secretary

The following is the summary of remote e-voting result:



Resol uti on No	Subject Matter of Resolution	Total No. Of Voters	Total No. Of shares through E-voting	ASSENT / IN FAVOUR OF			DISSENT / AGAINST		
				No. Of Votes through E-voting	%of votes in favour on votes through E-voting	%of Paid Up Capital	No. of Votes through E-voting	% of votes against on votes through E-voting	%of Paid Up Capital
ORDINARY BUSINESS									
1	Adoption of Audited Standalone Financial Statements: The Audited Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss, Statement of changes in Equity for the financial year ended on that date together with Cash flow statement, report of the Board of Directors and Auditors thereon and Adoption of Audited Consolidated Financial Statements: The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the Auditors Report thereon.	135	24,30,604	24,30,577	99.9989%	28.6377%	27	0.0011%	0.0003%
2	Declaration of Dividend: To declare Dividend of Rs. 1 (10 % only) per Equity Shares of face value of Rs. 10 for the financial year 2022-23.	135	24,30,604	24,30,577	99.9989%	28.6377%	27	0.0011%	0.0003%
3	Appointment of a Director retiring by rotation: To appoint a director in place of Mr. Thiruvengadam Paghasarathi (DIN: 00016375), who retires by rotation and, being eligible, offers himself for re-appointment.	135	24,30,604	24,30,577	99.9989%	28.6377%	27	0.0011%	0.0003%
4	Reappointment of Shri P K Mayan Mohamed as Managing Director of the Company for a period of Three years with effect from 13-08-2023 with a Managerial remuneration as specified subject to overall limits.	135	24,30,604	24,30,577	99.9989%	28.6377%	27	0.0011%	0.0003%
5	Re-Appointment of Smt Radha Unni as Independent Non-executive Director of the Company to hold office for one-year wef 29-09-2023	135	24,30,604	24,30,576	99.9988%	28.6377%	28	0.0012%	0.0003%

All resolutions stand passed under remote E-voting with requisite majority as specified under the companies Act, 2013.



FOR THE WESTERN INDIA PLYWOODS LTD.
R. Balakrishnan
CFO & Company Secretary

Witnesses to the unblocking of votes:

No.	Name	Address	Signature
1	Rudy Noble Saljith	Sun Nest house puthiyatheru, Post Chirakkal 670011, Kannur	
2	Shafeeme K P	K P House, Mundon vayal P.O Valapattanam - 670010	

Thank you
Yours faithfully

Place: Kannur
Date: 29-09-2023




MURALI KANNIYATH, FCS
COMPANY SECRETARY
S.D. COMPLEX, ROOM No: T.P. (N)3/355
SOUTH BAZAR, KANNUR - 670 002
C.P. No: 7543



UDIN: F006916E001121447

For THE WESTERN INDIA PLYWOODS LTD.


R. Balakrishnan
CEO & Company Secretary