

Date: 30th September, 2024

Ref:WIML/BSE/AGM-PROCEEDINGS/SEPTEMBER-2024

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

BSE Scrip Code: 538970

Scrip ID: WARDINMOBI

Sub: Disclosure of Events or Information – Summary of Proceedings of the 42nd (Forty Second) Annual General Meeting (“AGM”) of the Wardwizard Innovations & Mobility Limited (“the Company”) held on Monday, 30th September, 2024 through Video Conferencing (VC)

Listing Regulation: Regulation 30 read with Para A (13) of Part A of Schedule III and all other applicable regulations if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Dear Sir/Madam,

Pursuant to Regulation 30 read with Para A (13) of Part A of Schedule III and all other applicable regulations if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed herewith Summary of Proceedings of the 42nd (Forty Second) Annual General Meeting (AGM) of Members of the Wardwizard Innovations & Mobility Limited (“The Company”) was held on **Monday, 30th September, 2024 at 13.00 P.M (IST)** and concluded at **13:28 P.M (IST)** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the businesses as stated in the notice dated **Saturday, 31st August, 2024** convening the AGM.

In terms of subject referred Regulation, a summary of proceedings at 42nd AGM is also being available on the Company's website at <https://wardwizard.in/> .

You are requested to take the same on records.

Thanking you,
For WARDWIZARD INNOVATIONS & MOBILITY LIMITED

JAYA ASHOK BHARDWAJ
COMPANY SECRETARY AND COMPLIANCE OFFICER

Encl: As Above

SUMMARY OF PROCEEDINGS OF THE 42ND (FORTY SECOND) ANNUAL GENERAL MEETING (“AGM”) OF WARDWIZARD INNOVATIONS & MOBILITY LIMITED (“THE COMPANY”)

1. Date and Time of the Meeting

The 42nd Annual General Meeting (“AGM”) of the Members of the **Wardwizard Innovations & Mobility Limited** (“the Company”) was held on **Monday, September 30, 2024 at 13:00 P.M. (IST)** through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”). The meeting was held in compliance with applicable provisions of the Companies Act, 2013 (“the Act”) and the rules made thereunder, provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulation”). As this meeting was being held through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), the physical attendance of the Members had been dispensed with and hence, the facility for appointment of Proxy was not available for the meeting.

The meeting commenced at **13:00 P.M. (IST)**

2. Attendance of the Board of Directors, KMP’s, Group CFO and Auditors and Members of the Meeting:

The following Directors, KMP’s, Group CFO and Auditors were present in the AGM:

Sr. No	Name of Director	Designation	Attended through VC/OAVM from
1	Shri Yatin Sanjay Gupte	Promoter, Chairman & Managing Director	Vadodara
2	Shri Paresh P. Thakkar	Non-Executive Independent Director	Vadodara
3	Shri Mitesh Kumar G. Rana	Non-Executive Independent Director	Vadodara
4	Shri Avishek Kumar	Non-Executive Independent Director	India
5	Lt. General Jai Singh Nain	Non-Executive Independent Director	Haryana
Sr. No	Name of Key Managerial Personnel (KMP)	Designation	Attended through VC/OAVM from
6	Smt. Jaya Ashok Bhardwaj	Company Secretary and Compliance Officer	Vadodara
7	Shri Deepakkumar Mineshkumar Doshi	Chief Financial Officer	Vadodara
8	Shri Tejas Mehta	Group Chief Financial Officer of the Wardwizard Group	Vadodara
Sr. No	Name of Invitees		Attended through VC/OAVM from
8	Shri Rutvij Vyas	Partner, VCA & Associates, Chartered Accountants, Statutory Auditors	Vadodara
9	Smt. Kirti Jadhav	Partner, VRCA & Associates, Chartered Accountants, Internal Auditors	Vadodara
10	Shri Ankur Somani	M/s. Ankur Somani & Associates, Secretarial Auditor	Vadodara
11	Shri Kamal A Lalani	Practicing Company Secretary, Scrutinizer	Vadodara

CIN: L35100MH1982PLC264042

Registered Office: Office No 4604, 46th Floor Kohinoor Square, Kelkar Marg, Shivaji Park, Dadar(West) Nr. R.G. Gadkari Chock Mumbai, Maharashtra-400028 India.

Corporate Office: Survey 26/2, Opp, Pooja farm, Sayajipura, Ajwa Road, Vadodara, Gujarat-390019, India

Email ID: compliance@wardwizard.in | **Website:** www.wardwizard.in | **Compliance No:**+91 9727755083 | 6358849385 | **HQ Number:** 02668352000

Leave of Absence:

Leave of Absence was granted to Mr. Sanjay Mahadev Gupte(DIN: 08286993), Executive Director, Dr. John Joseph (DIN: 08641139), Non-Executive Independent Director and Smt. Sheetal Mandar Bhalerao (DIN: 06453413), Non-Executive Non Independent Director, who expressed their inability to attend the meeting due to unavoidable circumstances and personal reasons respectively.

Members:

48 (Forty-Eight) Members have attended the meeting through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

3. Summary of Proceedings in Brief:

Ms. Jaya Ashok Bhardwaj, Company Secretary and Compliance Officer, welcomed the Board Members and Shareholders to the Meeting who were present at the **42nd (Forty Second)** Annual General meeting of the members of the Company, and briefed them on certain points relating to the participation at the Meeting through VC. The Company Secretary and Compliance Officer requested the Chairman of the meeting to address the Members of the Company after ascertaining the quorum, in order and open for business.

Shri. Yatin Sanjay Gupte, Chairman and Managing Director of the Company, had joined meeting through VC from Vadodara, Gujarat who occupied the chair. The requisite quorum was present, the Chairman called the Meeting to order, after obtaining the confirmation from Purva Share Registry (India) Private Limited (RTA), the Host of the meeting. He extended a very warm welcome to all shareholders and Directors to this 42nd Annual General Meeting of Company and also acknowledged the presence of Statutory Auditors, Secretarial Auditors, Internal Auditors and Scrutinizer of the Company. The other members of the Board and Representative of Investor Relations Agency attended the meeting through VC.

The Chairman informed the members that the proceedings of the Meeting was being live streaming through webcast on the website of the Purva Shareregistry (India) Private Limited ("RTA"). The Company had taken all efforts under the current circumstances to enable members to participate through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") and vote at the Annual General Meeting of the Company on the items of businesses considered at the AGM. He further informed the Members that as per the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided an option to the members for voting through electronic mode viz. remote e-voting which remained open from **Thursday, 26th September, 2024 at 9:00 A.M. (IST)** and ended on **Sunday, 29th September, 2024 at 17:00 P.M. (IST)**. Members who had not casted their votes earlier were also allowed to cast their votes electronically at the meeting using the e-voting facility provided by Purva Shareregistry (India) Private Limited (RTA).

Ms. Jaya Ashok Bhardwaj, Company Secretary and Compliance Officer requested every Board Members, KMP's and Group CFO of the Company, who attended the meeting, to introduce themselves to the Members along with names of the Committees of the Company in which they member or Chairperson.

The respective Chairpersons of the following committees;

- Audit Committee, Risk Management Committee, Fund Raising Committee – Mr. Paresh P Thakkar (DIN: 08265981),
- Stakeholders Relationship Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee – Mr. Miteshkumar G Rana (DIN: 06770916),
- Right Issue Committee- Mr. Yatin Sanjay Gupte (DIN: 07261150)

were present at the AGM.

The Chairman then delivered and addressed the Members. In his speech, the Chairman of the Company highlighted, inter-alia, the overview of the operations and the highlights on business performance, financials, and business outlook of the Company for the Financial Year 2023-24, corporate actions undertaken by the Company in FY 24 and key focus areas of the Company in future.

With the consent of the members present, the Notice dated 31st August, 2024 convening the 42nd AGM and the Board's Report and the Annual Report of the Company for the financial year ended March 31, 2024, circulated to the members were taken as read.

It was informed to the Members that the Statutory Auditors' Report and Secretarial Auditor's Report did not contain any qualifications, other reservations, adverse remarks or disclaimers and hence the Notice of the Meeting and the Auditors' Reports for the financial year ended March 31, 2024 were taken as read. He further informed that Shri Kamal A Lalani, Practicing Company Secretary, (Membership No:- A37774), Vadodara, Gujarat was appointed as the Scrutinizer by the Board for scrutinizing the remote e-voting process and e-voting during the process of AGM in a fair and transparent manner.

4. Resolutions and Q&A Session:

Thereafter, the Company Secretary and Compliance Officer proposed to place the resolutions as mentioned in the Notice convening the 42nd Annual General Meeting of the Company dated **Saturday, 31st August, 2024**, were transacted at the meeting through remote e-voting and e-voting as required under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India ("SEBI").

Detailed Proposed Resolutions mentioned in the attached table and marked as **Annexure -1**.

Thereafter, Ms. Jaya Ashok Bhardwaj, Company Secretary and Compliance Officer invited registered speaker shareholder, who had done prior registration to speak and ask question(s) in the meeting. There was 1 (one) **registered speaker shareholder** who was not present in the meeting and also requested the Members who had not voted earlier, to complete e-voting in the next 30 minutes. The Chairman authorized the Company Secretary to carry out the voting process and declare the voting results.

5. Scrutinizer and Voting by Members:

It was also informed to the members by Company Secretary and Compliance Officer about the following:

- a. E-voting on Purva Sharegistry (India) Private Limited (RTA) would continue for the next 30 minutes to enable the members to cast their votes who have not casted their votes through remote e-voting.
- b. Mr. Kamal a Lalani, Practicing Company Secretary, Vadodara, Gujarat was appointed as the Scrutinizer by the Board of Directors to supervise the remote e-voting during the process of AGM in a fair and transparent manner.

The e-voting results along with the consolidated Scrutinizer's Report shall be submitted to the Stock Exchange(s) and authorized to declare the e-voting results, intimate the same to the Stock Exchange(s) and also be uploaded on the website of the Company not later than two working days from the conclusion of the Meeting.

Thereafter, a vote of thanks was placed by Shri Deepakkumar Mineshkumar Doshi, Chief Financial Officer of the company, on behalf of the Company.

Thereafter, Ms. Jaya Ashok Bhardwaj, thanked all the Members of the meeting for attending and actively participating at the AGM of the Company. Thereafter, stated that there was no business left to be transacted and so she declared the Meeting as concluded.

The Meeting Concluded at 13:28 P.M (IST).

Please take the above on your record.

Thanking you,

Yours faithfully,

For WARDWIZARD INNOVATIONS & MOBILITY LIMITED

**JAYA ASHOK BHARDWAJ
COMPANY SECRETARY AND COMPLIANCE OFFICER**

**PLACE: VADODARA, GUJARAT
DATE: 30TH SEPTEMBER, 2024**

ANNEXURE – 1

The Following Proposed Resolutions placed before **the Members of Wardwizard Innovations & Mobility Limited, as per the Notice convening the 42nd Annual General Meeting held on Monday, 30th September, 2024.**

Item No.	Details of the Resolutions	Type of the Resolution(s)
Item No. 1	Adoption of Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year (“FY”) ended 31st March 2024, together with the Reports of the Board of Directors of the Company (“Board”) and Auditors thereon. – Ordinary Business	Ordinary Resolution
Item no. 2	Declaration of Dividend on Equity Shares at the rate of ₹ 0.15/- (Fifteen Paise only) (15%) per equity share of face value of ₹1/- each fully paid-up of the Company for the FY ended 31 st March, 2024 and the same be paid out of the profits of the Company - Ordinary Business	Ordinary Resolution
Item No. 3	Re-appointment of Smt Sheetal Mandar Bhalerao (DIN: 06453413), Non- Executive Non-Independent Director who retires by rotation and being eligible, offers herself for re-appointment. - Ordinary Business	Ordinary Resolution
Item No. 4	Considering the re-appointment of M/s VCA & Associates, Chartered Accountants (Firm registration number-114414W) Vadodara, Gujarat, as Statutory Auditors of the Company- Ordinary Business	Ordinary Resolution
Item No. 5	Increasing Borrowing Limits under Section 180 of The Companies Act, 2013 - Special Business	Special Resolution
Item No. 6	Approval for Creation Of Charge On the Properties Of The Company Both Present And Future, In Respect Of Borrowing Under Section 180(1)(A) Of The Companies Act, 2013 - Special Business	Special Resolution
Item No. 7	Advance Any Loan Or Give Any Guarantee Or Provide Any Security Under Section 185 Of The Companies Act, 2013 - Special Business	Special Resolution
Item No. 8	Making Investments, Give Loans, Guarantees And Security In Excess Of Limits Specified Under Section 186 Of The Companies Act, 2013 - Special Business	Special Resolution
Item No. 9	Approval of Material Related Party Transaction(S) Under Section 188 Of The Companies Act, 2013, Regulation 23 Of SEBI (LODR) Regulations, 2015 And IND AS- 24 - Special Business	Ordinary Resolution
Item No. 10	Adoption of New Set Of Articles Of Association Of The Company - Special Business	Special Resolution

CIN: L35100MH1982PLC264042

Registered Office: Office No 4604, 46th Floor Kohinoor Square, Kelkar Marg, Shivaji Park, Dadar(West) Nr. R.G. Gadkari Chock Mumbai, Maharashtra-400028 India.

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