



W.S. Industries (India) Limited

2nd May 2024

M/s.BSE Ltd.
Phiroze Jeejeebhoy Towers, 25th Floor
Dalal Street, Mumbai – 400 001.
Scrip Code: 504220

M/s.National Stock Exchange of India Ltd.
Regd. Office : “Exchange Plaza”
Bandra (East), Mumbai – 400 051.
Symbol : WSI

Dear Sir,

We enclose herewith the proceedings of the Extra-ordinary General Meeting of the Company held on 2nd May 2024 at 3.30 pm through Video Conference (VC).

Kindly take the same on record.

Thanking you,

Yours faithfully,
for W.S.INDUSTRIES (INDIA) LIMITED

B.SWAMINATHAN
COMPANY SECRETARY

W.S. INDUSTRIES (INDIA) LIMITED
CHENNAI
CIN:L29142TN1961PLC004568

PROCEEDINGS OF THE FIRST EXTRA-ORDINARY GENERAL MEETING OF W.S. INDUSTRIES (INDIA) LIMITED HELD ON THURSDAY, 2ND MAY, 2024 AT 3.30 P.M. THROUGH VIDEO CONFERENCE (VC).

DIRECTORS PRESENT

1. Mr.S.Nagarajan – Executive Chairman
2. Mr.C.K.Venkatachalam - Managing Director
3. Mr.K.V. Prakash – Whole Time Director
4. Mr.J.Sridharan – Independent Director
5. Mr.R.Karthik – Independent Director
6. Ms.Suguna Raghavan- Independent Director
7. Ms.Revathi Raghunathan – Independent Director

DIRECTORS ABSENT

1. Mr. S.Anandavadivel – Joint Managing Director

Others attended:

B.Swaminathan - Chief Financial officer and Company Secretary

Ms.Lakshmmi Subramanian, Practising Company Secretary – Scrutinizer for the e-voting process.

Mr.S.Yuvaraj - Integrated Registry Management Services Private Limited – Registrar and Transfer Agent

MEMBERS ATTENDED

Equity Shareholders:

Promoter Group	9
Public	42
Total	51

The Chairman of the Company, Mr.S.Nagarajan, have welcomed the Members and other invitees to the First Extra-ordinary General Meeting of the Company, introduced himself and proposed Mr.J.Sridharan to Chair the meeting.

The Managing Director, Mr.C.K.Venkatachalam, introduced himself and Seconded the proposal of Mr.J.Sridharan as Chairperson of this Meeting.

The other Directors introduced themselves.

Mr.J.Sridharan, introduced himself and accepted to act as the Chairperson of this EGM and requested Mr.B.Swamianthan, Chief Financial Officer and Company Secretary of the Company to introduce himself and to update on quorum.

Mr.B.Swaminathan, Chief Financial Officer and Company Secretary of the Company introduced himself and confirmed the requirement of quorum.

The Chairman of the Audit Committee Mr.R.Karthik, Chairman of the Stakeholders Relationship Committee Mr.J.Sridharan were present at the meeting.

The Chairperson then announced that as the required quorum being present, the meeting was in order.

The Chairperson then took up the formal proceedings of the Meeting.

The Chairperson informed the members that as per the provisions of the Companies Act 2013 and SEBI Listing Obligations and Disclosure requirements (LODR) Regulations 2015, remote e-voting facility was made available to Members between 29th April 2024 to 1st May 2024. Members who did not vote earlier through remote e-voting can now vote before the end of this EGM. The remote e-voting module shall be disabled by NSDL for voting thereafter.

The Chairperson informed that as per the provisions of MCA Circulars and SEBI Circulars it is permitted to hold the Extra-ordinary General Meeting (“EGM”) through VC /OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA / SEBI Circulars, Members can attend and participate in this EGM through Video Conference.

The following items of the business as set out in the Notice convening the Extra-ordinary General Meeting were recommended for members consideration and approval:

Sl.No	Special Business	Type of Resolution
1.	Approval for Increase in Authorised Share Capital of the Company and the consequent amendment to the Memorandum of Association of the Company.	Ordinary Resolution
2.	Issuance of 36,62,846 Equity Shares on Preferential basis to certain identified Non-Promoter Persons / Entities.	Special Resolution

3.	Issue of 27,15,722 Convertible Warrants on Preferential basis to the Promoter Group and certain identified Non-Promoter Persons /Entities.	Special Resolution
4.	Resolution Under Regulation 37A of the SEBI (LODR) Regulations, 2015.	Special Resolution
5.	To Re-appoint Mr.Chinniampalayam Kulandaisamy Venkatachalam (DIN:00125459) as Managing Director of the Company.	Ordinary Resolution
6.	To Re-appoint Mr.Anandavadivel Sathiyamoorthy (DIN:07783796) as Joint Managing Director of the Company.	Ordinary Resolution
7.	To Re-appoint Mr.Kalavar Vittal Rao Prakash (DIN:01085040) as Whole Time Director of the Company.	Ordinary Resolution
8.	Re-appointment of Ms.Revathi Raghunathan (DIN:01254043) as an Independent Director of the Company.	Special Resolution
9.	Approval for Related Party Transactions with M/s.CMK Projects Private Limited, M/s. V.Sathyamoorthy & Co, M/s.Trineva Infra Projects Private Limited and M/s. Renaatus Projects Private Limited. (To give any loan or guarantee or security or make investment).	Special Resolution
10.	Approval for Related Party Transactions with M/s.CMK Projects Private Limited, M/s. V.Sathyamoorthy & Co, M/s. Renaatus Projects Private Limited and Promoter/Promoter Group. (To borrow money).	Special Resolution
11.	Approval for Related Party Transactions with M/s. Renaatus Procon Private Limited, M/s.Savidhaanu Centering Works and M/s.Aura Power Private Limited. (Any Services/ Arrangements including purchase of goods and services, reimbursement of expenses and all other arrangements related to in Infrastructure/ Construction Projects and Other Projects of the Company now and in future).	Special Resolution
12.	Approval for Incorporation of one or more Subsidiary(ies) (Including Wholly Owned Subsidiaries) of the Company and Investments by the Company.	Special Resolution

The Shareholders have been advised to express their views/questions may send their questions in advance at least 7 (seven) days prior to meeting i.e., on or before 25.04.2024 mentioning their name, demat account number/folio number, email id, mobile number at sectl@wsigroup.in. Mr. K V Prakash Whole Time Director of the company have been advised to clarify the queries received from the members on or before 25.04.2024 and also after 25.04.2024 till the date of the EGM. These were then clarified by Mr.K V Prakash, Whole Time Director of the Company.

The Chairperson also informed the members that M/s, Lakshmmi Subramanian & Associates, Practicing Company Secretaries, has been appointed as Scrutiniser to scrutinize the entire voting process through electronic means.

The Chairperson also informed the members that the results of e-voting shall be disseminated to the stock exchanges and also be uploaded on the website of the Company along with scrutinizer report within forty eight hours from the conclusion of the Extra-ordinary General Meeting.

Mr.J.Sridharan after completing the agenda handed back the session to the Chairman.

The meeting concluded at 4.30 pm with the vote of thanks by the chairman to the members directors, invitees and all other participants.

Place: Chennai
Date: 02.05.2024

sd/-
CHAIRMAN