



30th September 2021

M/s. Bombay Stock Exchange 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 58th AGM of the Company held on 30th September 2021 at 3.15 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) Ltd.

108, Mount Poonamallee Road, Porur, Chennai - 600 116. India

Tel : (91) - 44 - 24354754

CIN : L29142TN1961PLC004568

Dept E-mail : accounts@wsinsulators.com

Website : wsindustries.in

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

PROCEEDINGS OF THE 58th ANNUAL GENERAL MEETING OF W.S. INDUSTRIES (INDIA) LIMITED HELD ON THURSDAY, 30th SEPTEMBER, 2021 AT 3.15 P.M. THROUGH VIDEO CONFERENCE (VC).

DIRECTORS PRESENT

1. Mr.J.Sridharan – Independent Director
2. Mr.R.Karthik – Independent Director
3. Mrs.Suguna Raghavan – Independent Director
4. Mr.K.Rajasekar – Whole Time Director
5. Mr.S.Muraleedharan – Non-Independent Director
6. Mr.K.B.Anantharaman – Non-Independent Director

Others attended:

B.Swaminathan - Chief Financial officer and Company Secretary

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

MEMBERS ATTENDED

Promoter Group	-	6
Public	-	42
Total	-	48

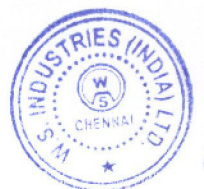
The Board of Directors present have elected Mr.J.Sridharan, Independent Director to chair the 58th Annual General Meeting of the company.

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

The Chairman, welcomed the members at the 58th Annual General Meeting of the Company and requested all the other directors to introduce themselves and also informed that the Chairman of the Audit Committee Mr.R.Karthik was present at the meeting.

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

The Chairman 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 27th September 2021 to 29th



September 2021. Members who did not vote earlier through remote e-voting can now vote before the end of this AGM. The remote e-voting module shall be disabled by NSDL for voting thereafter.

The Chairman informed the members that in view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the 58th AGM through VC/OAVM.

The Chairperson then announced that the notice convening the meeting having already been circulated is taken as read with the consent of the shareholders present.

The chairperson then informed that Board's Report and Auditor's report were taken as read with the consent of the shareholders present.

The following items of the business as set out in the Notice convening the 58th Annual General Meeting were commended for members consideration and approval:

ORDINARY BUSINESS

1. Adoption of Audited Balance sheet as at 31st March 2021 and Statement of Profit and Loss for the year ended on that date together with the Board's Report and Auditor's Report.

"RESOLVED THAT the audited Balance Sheet as at 31st March 2021, the Statement of Profit and Loss for the year ended 31st March, 2021 together with the Board's Report and Auditor's Report be and are hereby adopted."

2. To appoint Mr.K.B.Anantharaman (DIN: 08820994), who retires by rotation, as a director of the Company.

"RESOLVED THAT Mr.K.B.Anantharaman (DIN: 08820994) Non Executive Non Independent Director, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company."

SPECIAL BUSINESS

3. Appointment of Mr.K.Rajasekar (DIN:07223985) as Whole Time Director of the Company.

"RESOLVED THAT pursuant to the provisions of section 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and all other applicable provision, if any, of the



Companies Act, 2013, listing agreement, SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 as amended, and all other applicable acts, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the members be and is hereby accorded to the appointment of Mr.K.Rajasekar, as Whole Time Director of the company for a period of 3 years with effect from 15.09.2020 on non rotational basis without remuneration.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the company be and are, hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution and to file necessary e-forms with Registrar of Companies.”

4. Re-Appointment of Mr.Ramachandran Karthik (DIN:07627521) as an Independent Director.

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr.Ramachandran Karthik (DIN:07627521), Non-Executive Independent Director of the Company who has submitted a declaration that he meets the criteria for independence and who is eligible for re-appointment and in respect of whom Notice has been received from a Member under Section 160 of the Act proposing his re-appointment as Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company to hold office for a second term of five consecutive years with effect from 1st November, 2021.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the company be and are, hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution and to file necessary e-forms with Registrar of Companies.”

5. Re-Appointment of Mrs.Suguna Raghavan (DIN: 06601230) as an Independent Director.

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration



Committee and the Board of Directors, Mrs.Suguna Raghavan (DIN: 06601230), Non-Executive Independent Director of the Company who has submitted a declaration that she meets the criteria for independence and who is eligible for re-appointment and in respect of whom Notice has been received from a Member under Section 160 of the Act proposing her re-appointment as Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company to hold office for a second term of five consecutive years with effect from 14th February, 2022.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the company be and are, hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution and to file necessary e-forms with Registrar of Companies.”

6. Re-Appointment of Mr.Jayaraman Sridharan (DIN:07720632) as an Independent Director.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr.Jayaraman Sridharan (DIN:07720632), Non-Executive Independent Director of the Company who has submitted a declaration that he meets the criteria for independence and who is eligible for re-appointment and in respect of whom Notice has been received from a Member under Section 160 of the Act proposing his re-appointment as Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company to hold office for a second term of five consecutive years with effect from 21st August, 2022.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the company be and are, hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution and to file necessary e-forms with Registrar of Companies.”

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 23.09.2021 mentioning their name, demat account number/folio number, email id, mobile number at sectl@wsinsulators.com. The Chairman then invited Mr.B.Swaminathan, Chief Financial Officer and Company Secretary of the company to clarify the queries received from the members on or before 23.09.2021 and also after 23.09.2021 till the date of the AGM. These were then clarified.



The Chairman also informed the members that M/s, Lakshmmi Subramanian & Associates, Practicing Company Secretaries, has been appointed as Scrutiniser to scrutinize the voting through electronic means (i.e. remote e-voting and voting at the meeting by using electronic system).

The Chairman 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 within forty eight hours from the conclusion of the Annual General Meeting.

The Company will separately intimate the Stock Exchanges about the results of e-voting.

The meeting concluded at 4.15 pm with the vote of thanks by the chairman to the members for their participation.

Place: Chennai

Date: 30th September 2021

sd/-

Chairman

The image shows a handwritten signature in black ink on the left and a blue circular stamp on the right. The stamp contains the text "INDUSTRIES (INDIA) LTD." around the top edge, "CHENNAI" at the bottom, and a central emblem featuring a star and the letters "W S".