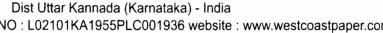
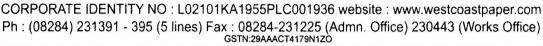


WEST COAST PAPER MILLS LTD.,

Registered & Works Office: Post Box No. 5, Bangur Nagar, Dandeli-581 325







ISO 9001 ISO 14001 OHSAS 18001

ZZO:AGM:SHARE:08: October 01, 2021

To:

BSE Limited Corporate Services Floor 25, P.J. Towers, **Dalal Street** MUMBAI - 400 001

To:

National Stock Exchange of India Ltd. Listing Department **Exchange Plaza** Bandra-Kurla Complex. Bandra [East] MUMBAI-400 051

Dear Sirs.

SCRIP CODE: BSE-500444/NSE-WSTCSTPAPR Sub: Minutes of the 66th Annual General Meeting

We enclose herewith Minutes of proceedings of the 66th Annual General Meeting held on September 22, 2021.

This is for your information and records.

Thanking you,

Yours faithfully, For WEST COAST PAPER MILLS LTD.

BRAJMOHAN PRASAD COMPANY SECRETARY M.NO.F7492

Encl: a.a.



Corporate Office: 31, Chowringhee Road, Kolkata - 700 016 Phone: (033) 2265 6271-78 (8 lines), Fax: (033) 2226 5242,

Email: wcpm.sale@westcoastpaper.com

MINUTES OF THE PROCEEDING OF 66TH ANNUAL GENERAL MEETING OF THE MEMBERS OF WEST COAST PAPER MILLS LIMITED HELD THROUGH VIDEO CONFERENCE/ OTHER AUDIO-VISUAL MEANS ON WEDNESDAY, THE 22ND SEPTEMBER , 2021 FROM THE REGISTERED OFFICE OF THE COMPANY AT PB NO. 5, BANGUR NAGAR, DANDELI (UTTARA KANNADA), KARNATAKA.

COMMENCED AT 11:30 AM AND CONCLUDED AT 12:40 PM

PRESENT

Directors and KMPs

Shri S.K.Bangur	Chairman & Managing Director	Attended from Kolkata
Shri Saurabh Bangur	Vice-Chairman	Attended from Kolkata
Shri Virendraa Bangur	JMD & Chairman of CSRC	Attended from Kolkata
Smt. Shashi Bangur	NED & Chairman of SRC	Attended from Kolkata
Shri P.N.Kapadia	ID & Chairman of AC	Attended from Mumbai
Shri Sudarshan Somani	ID & Chairman of NRC	Attended from Mumbai
Smt. Arpita Vinay	Independent Director	Attended from Mumbai
Shri Shiv Raţan Goenka	Independent Director	Attended from Kolkata
Shri Rajendra Jain	Executive Director & CFO	Attended from Dandeli
Shri Brajmohan Prasad	Company Secretary &	Attended from Dandeli
	Compliance Officer	

Auditors

- 1. Shri Sameer Mahajan: Representative of Statutory Auditors, Singhi & Co. Attended from
- 2. Shri Naman G. Joshi : Secretarial Auditor & Scrutinizer, Practicing Company Secretary-Attended from Bangalore
- 3. Shri Umesh Kini: Cost Auditor of the Company- Attended from Sirsi, Karnataka

Members/Shareholders

Total 60 members/shareholders were attended through video conferencing or other audio-visual means from different places of India.

Shri Brajmohan Prasad, Company Secretary & Compliance Officer of the Company welcomed the members, directors, all attendees and informed about the Circulars of Ministry of Corporate Affairs, permitted to hold Annual General Meeting through video conferencing or other audiovisual means and accordingly the Notice of 66th Annual General Meeting of the Company has been sent to the members/shareholders.

Company Secretary requested Shri S.K. Bangur, Chairman of the Meeting, to conduct the proceeding of the Annual General Meeting.

Shri S.K. Bangur, Chairman of the Meeting welcomed to the Shareholders and requested the members of the Board to introduce themselves.

All Directors of the Company, who had attended the Meeting through video conferencing confirmed their names and locations from where they were attending the Meeting.

The Chairman also confirmed that representative of Statutory Auditors, Secretarial Auditor and Cost Auditor of the Company have joined this annual general meeting through video conference. Participation of members/shareholders through video conference or other audio-visual means was being reckoned for the purpose of the quorum as per Circular issued by the MCA and as under Section 103 of the Companies Act, 2013. Requisite quorum for the Meeting was present through

The Chairman called the meeting to order and asked Company Secretary to explain details about the facilities provided to the Shareholders.

video conference or other audio-visual means.

Company Secretary informed that this Annual General Meeting is being held through video conference/other audio-visual means in accordance with the Companies Act, 2013 and Circulars issued by the Ministry of Corporate Affairs and SEBI. Facility for joining this meeting through video conference or other audio-visual means is made available for the members on a first come first served basis. The Register of Directors & Key Managerial Personnel, Register of Contracts or Arrangements, have been made available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send their requests to co.sec@westcoastpaper.com.

As the AGM is being held through video conference, the facility for appointment of proxies by the members is not applicable and hence the proxy register for inspection is not available.

Company Secretary also informed that the Company has received requests from a few members to register them as speakers at the meeting. Accordingly, the floor will be open for these members to ask questions. The moderator will facilitate this session once the floor is opens for questions and answers. Members can also post their questions on the "Ask a question tab" on their video conference screens before 11:45 AM. It may be noted that the Company reserves the right to limit the number of members asking questions depending on the availability of time at the AGM.

The Company has provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members who have not cast their votes during the meeting through the e-voting system provided by Link Intime Private Limited. Members can click on "Vote tab" on the video conference screen to avail this feature.

Members are requested to refer to the Instructions provided in the Notice or appearing on the video conference page, for a seamless participation through video conference. In case members face any difficulty, they may reach out on the helpline numbers.

After then Company Secretary of the Company requested Shri S.K. Bangur, Chairman of the meeting to address the shareholders and conduct the proceedings of the meeting.

The Chairman initiated proceedings of the meeting and delivered his speech with greetings as follows:

It gives me immense pleasure to welcome you all to the 66th Annual General Meeting of the Company.

It is a second year in a row that I missed the intimacy and warmth of face to face interaction with you because of COVID Pandemic, However, the virtual format enabled our shareholders to participate in the Annual General Meeting from their location.

The world was hit by Covid - 19, a virus that not only impacted economic activity adversely, but also has been one of the severest humanitarian crisis witnessed by us. The long tail of the second wave and the possibility of the third wave indeed calls for caution. With the vaccination drive gaining momentum, let us hope that full normalcy gets restored within this year. I hope you and your family are healthy and staying safe.

The Year 2020-21

Needless to say, Financial Year 2020 – 21, has been extremely challenging. The performance of the Company during the 2020-21 got adversely impacted due to COVID Pandemic as the plant operations were disturbed due to intermittent working during April to December, 2020. However, things improved during January to March, 2021. We utilized the Covid disturbance period during October/November for taking 45 days Shut for major maintenance job of Enmass Recovery Boiler and ESP. We overall operated at 72 % capacity only during the year as against 98 % capacity in last year.

Outlook

India is one of the fastest growing economies globally and the Government of India is determined to make it a five trillion economy by 2025. With the growth in the consumption of paper, WCPM is now focused on sustainable manufacturing practices.

The second wave of COVID Pandemic again impacted Mill operation in Q1 FY 2021-22. Since July 2021 our Mill operation is running at full capacity. Now things are improving gradually. As on date around 80 Crores Covid vaccination has been done by Government. Our Country is well prepared under leadership of Shri Narendra Modi Prime Minister to face the third wave. Economy is opening up in positive manner. In August 2021, the GST collection was more than Rs 1,00,000 Crores. School, Colleges and Office are opening in phased manner. We expect to have V shaped recovery of demand in paper in coming time. The prospects of your company for the rest of the fiscal year is positive.

The Annual Accounts of the Company for the year ended on 31st March, 2021 has already been circulated to you. With your permission, I would like to take them as read.

CHAIRMAN'S INITIAL Your Company is continuously working by phase wise investment at Paper Division, Dandeli for improving paper quality, produce new specialty products and reduction of usage of steam, power, chemical, water and also minimize the breakdown of machines.

Additionally, the Company's Cable Division is planning to enter into long term agreements with various Telco's which would help us to grow the cable business. There is a plan to substantially increase the footprint in export market as well. We have ventured into Ribbon & FTTH cables.

Your Company is closely monitoring the global outbreak of COVID Pandemic and the Company has implemented a number of measures to protect the employees, operations and communities surrounding the Mill. An aggressive vaccination drive has been initiated for company's members and their families to gain access to the facility with ease. Currently 100% of our employees have been vaccinated with first dose and around 50% with second dose.

Your Company is as a part of CSR initiative, established one PSA Oxygen Plant for 50 patient's requirements in Dandeli Government Hospital which is started from the last week of July, 2021. This noble initiative will help the local community for timely availability of Oxygen and development of medical infrastructure in Dandeli for future use.

We, as a Company, introduced and executed several measures in response to the Pandemic. We distributed Covid Kits & Food Packets to the poor and needy, in and around Dandeli to protect their lives.

As a responsible Corporate Citizen, your company continues to focus on the various social development programs in the local, surrounding areas of the factory under CSR initiatives. The focus areas are: Health Care Programs, Educational Support Programs, Social Activities and Creation of Infrastructure, Environmental Initiatives, Promotion of Rural and National Sports, Safe Drinking Water etc. These initiatives further improved image of the Company as "Society Caring".

I am grateful and thankful to our teams who rose to this extreme situation and served WCPM as true participants of the Company's core values.

On behalf of the Board of Directors of your company, I would like to express their sincere appreciation and thanks to the concerned Governments Authorities, Banks, Financial Institutions, Investors, Customers, Suppliers and Shareholders for their continuous support, trust and cooperation.

I would like to thanks my colleagues on the Board for their valuable guidance and contribution in steering the company to higher levels of achievement.

I would also like to thanks and takes on record their deep appreciation of the committed services rendered by the employees of the Company, who have contributed significantly towards Company's performance and growth.

After the welcome speech, the Chairman asked the Company Secretary to brief the Auditor's report, notice and permitted to conduct the proceedings of the meeting.

With the permission of the Chairman, Company Secretary informed that the Statutory Auditors, Singhi & Co. and Secretarial Auditors, Shri Naman G. Joshi has expressed unqualified opinion in their respective audit reports for the financial year 2020-21.

There were no qualifications, observations or adverse comments on financial statements and matters, which have any material bearing on the functioning of the Company. The Statutory Auditors report on standalone financial statements and consolidated financial statements are available in the Annual Report. Secretarial Audit report is also enclosed as annexure to the Annual Report. As the Notice is already circulated to all members, I take the Notice convening the meeting as read.

Company Secretary also informed that, as required under the Companies Act, 2013 the Company had provided you all the facilities to cast your vote electronically, on all resolution set forth in the Notice. Members who have not cast their vote electronically and who are participating in this meeting will have an opportunity to cast their votes through e-voting system provided by the Link Intime. Members may please note that there will be no voting by show of hands.

With the permission of the Chair, Company Secretary took up the following resolution as set forth in the Notice.

ORDINARY BUSINESS

RESOLUTION No.1:

Considered and adopted Audited Financial Statements (Standalone and Consolidated) for the year ended March 31, 2021 including the Reports of the Directors and Auditors thereon.

"RESOLVED THAT the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended March 31, 2021, together with Auditors' Report thereon and Directors' Report as already circulated among the members be and are hereby considered and adopted."

RESOLUTION No.2

<u>Declaration of dividend of Rs.1/- per equity share for the financial year ended March 31, 2021.</u>

"RESOLVED THAT a dividend of Rs.1/- per equity share i.e. 50% on 6,60,48,908 Equity Shares of Rs.2/- each for the year ended 31st March, 2021, be and is hereby declared for payment to the holders of the Equity Shares, whose name appear in the Register of Shareholders of the Company, as on the record date for dividend."

TE BOOK

Sheet No.

RESOLUTION No.3:

Re-appointment of Smt. Shashi Bangur, who retires by rotation

"RESOLVED THAT Smt. Shashi Bangur (DIN: 00053300), who retires by rotation under Articles of Association of the Company be and is hereby re-appointed as Director of the Company."

SPECIAL BUSINESS

RESOLUTION No.4 (Ordinary Resolution):

Appointment of Shri Umesh Kini(M.No.29159), Cost Accountant, Sirsi, as Cost Auditor of the Company and Ratification of Remuneration

"RESOLVED THAT pursuant to Section 148 (3) and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the recommendation of the Audit Committee, the remuneration of Rs. 1,20,000/- as approved by the Board of Directors of the Company be paid to **Shri Umesh Kini (M.No.29159),** Cost Auditor, Sirsi, to conduct the audit of the cost accounts maintained by the Company, for the financial year ending March 31, 2022, be and is hereby ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

RESOLUTION No.5 (Special Resolution):

Re-appointment of Shri Sudarshan Somani (DIN: 00137568) as an Independent Director of the Company

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015("SEBI LODR"), Shri Sudarshan Somani (DIN:00137568) who was appointed as an Independent Director of the Company w.e.f. November 10, 2017 to November 09, 2020 and who is eligible for being re-appointed as an Independent Director and who meets the criteria for independence as provided under Section 149(6) of the Act along with the rules framed thereunder and Regulations 16(1) of the SEBI LODR and who has submitted the declaration to the effect and in respect of whom the Company has received a notice in writing under Section 160 of the Act, the consent of the members of the Company be and is hereby accorded for the reappointment of Shri Sudarshan Somani (DIN: 00137568) as an Independent Director of the Company, not liable to retire by rotation and to hold office for further period of 3 consecutive years with effect from November 10, 2020 to November 09, 2023."

"RESOLVED FURTHER THAT, the Board of Directors and for the Company Secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary. expedient and desirable for the purpose of giving effect to this Resolution."

RESOLUTION No.6 (Ordinary Resolution):

Appointment of Shri Shiv Ratan Goenka (DIN: 00225734) as an Independent Director of the Company.

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 and 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI LODR"), Shri Shiv Ratan Goenka (DIN:00225734) was appointed as an Additional Director of the Company w.e.f., January 29, 2021 under the provisions of Section 161 of the Act, and qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation and to hold office for three consecutive years with effect from January 29, 2021 to January 28, 2024."

"RESOLVED FURTHER THAT, the Board of Directors and /or the Company Secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this Resolution."

RESOLUTION No.7 (Special Resolution):

Re-appointment of Shri. S. K. Bangur (DIN: 00053237) as Chairman & Managing **Director of the Company.**

"RESOLVED THAT, pursuant to Sections 152, 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members of the Company be and is hereby accorded to the re-appointment of Shri. S. K. Bangur (DIN: 00053237) as Chairman & Managing Director of the Company, who has attained the age of 70 years, for a further period of five years with effect from May 01, 2021, on the justification, terms & conditions and remuneration as set out in the Explanatory Statement annexed to the Notice."

CHAIRMAN'S INITIAL

TE BOOK

"RESOLVED FURTHER THAT pursuant to the provisions of Regulations 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), consent of the members of the Company be and is hereby accorded for payment of annual remuneration including commission on net profits, exceeding Rs. 5 Crores, up to 5 per cent of the net profits of the Company to Shri S. K. Bangur (DIN: 00053237) Chairman & Managing Director of the Company, till his existing term/tenure ending on April 30, 2026, subject to other terms and conditions as set out in the Explanatory Statement annexed to the Notice."

"RESOLVED FURTHER THAT in the event of any loss or inadequacy of profit in any financial year, during the currency of tenure of Shri S.K. Bangur (DIN: 00053237) as Chairman & Managing Director, he shall be paid remuneration as specified under Section II A of Part II of Schedule V of the Act, or within such ceilings as may be prescribed from time to time as minimum remuneration notwithstanding the absence or inadequacy of profit in any year."

"RESOLVED FURTHER THAT the Board of Directors or a duly constituted Committee thereof be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

RESOLUTION No.8 (Special Resolution):

Re-appointment of Shri Rajendra Jain (DIN: 07250797) as Executive Director of the Company.

"RESOLVED THAT pursuant to Section 152, 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to the re-appointment of Shri Rajendra Jain (DIN:07250797), who is liable to retire by rotation, as Executive Director of the Company for a further period of 3 (three) years with effect from July 31, 2021 on the terms & conditions and remuneration as set out in the Explanatory Statement annexed to the Notice."

"RESOLVED FURTHER THAT in the event of any loss or inadequacy of profit in any financial year, during the currency of tenure of Shri Rajendra Jain (DIN: 07250797) as Executive Director of the Company, he shall be paid remuneration as specified under Section IIB of Part II of Schedule V of the Companies Act, 2013 or within such ceiling as may be prescribed from time to time as minimum remuneration notwithstanding the absence or inadequacy of profit in the year."

"RESOLVED FURTHER THAT the Board of Directors or a duly constituted Committee thereof be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

CHAIRMAN'S INITIAL After took up the all resolutions, **questions-answers session** started. Shri S.K. Bangur, Chairman & Managing Director and Shri Rajendra Jain, Executive Director & CFO of the Company replied all the questions raised by the Speakers during the Annual General Meeting.

Company Secretary informed that the Board of Directors has appointed Shri Naman G. Joshi, Practicing Company Secretary, as the scrutinizer to supervise the e-voting process. The resolutions set forth in the Notice, shall be deemed to be passed today subject to receipt of the requisite number of votes.

VOTE OF THANKS

There being no other business, the proceeding of the meeting concluded with vote of thanks. Summary of Scrutinizer Report and voting results are attached as "Annexure-A"

S.K.BANGUR

CHAIRMAN & MANAGING DIRECTOR

DATE: SEPTEMBER 30,2021

CHAIRMAN'S INITIAL

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On the basis of the Scrutinizer's Reports received in Form No.MGT-13 Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 and Pursuant to Regulation 44 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on September 23, 2021, the summary of which is mentioned hereunder, Shri S.K.Bangur, Chairman & Managing Director of the Company, announced the results of voting on September 23, 2021 that all the resolutions for the Ordinary and Special Business as set out in item Nos.1 to 8 in the Notice of the 66th Annual General Meeting of the Company have been duly passed by the requisite majority as per details hereunder.

	PARTICU	LARS	OF VO	TES CAST	
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	Resolution Nos. as given in the Notice of the 66th Annual	Mode	Remote E	-Voting	Polt (Electronic)		Voting Results		Results Declared	
	General Meeting		Nos(A)	٠%	Nos(B)	%	Nos(A)+(B)	%		
)re	linary Business									
	Ordinary Resolution: To consider and adopt the Audited Financial		45347330	99.9987	550	0.0012	45347880	99.9999	Approved by requisite majority	
	Statements (Standalone and Consolidated) for the year ended March 31, 2021 including the Reports of the Directors and Auditors	Votes cast against	50	0.0001	0	0.0000	50	0.0001		
	thereon.	Invalid	-	-	-	-	-	-		
	Ordinary Resolution: To declare dividend on Equity Share for the	Votes cast in favour	45385778	99.9987	550	0.0012	45386326	99.9999	Approved by	
	financial year ended on March 31, 2021.	Votes cast against	50	0.0001	0	0.0000	50	0.0001	requisite majority	
	•	Invalid	-	-	-	-	-	-		
3	Ordinary Resolution: To appoint a Director in place of Smt.	Votes cast in favour	44582570	98.2290	550	0.0012	44583120	98.2302	Approved by	
	Shashi Bangur (DIN:00053300), who retires by rotation.	Votes cast against	803256	1.7698	0	0.0000	903256	1.7698	requisite majority	
		Invalid	-		-	-	-	-		
Sp	ecial Business									
4	Ordinary Resolution: Appointment of Shri Umesh Kini	Votes cast in favour	45385774	99.9987	550	0.0012	45386324	99.9999	Approved by	
	(M.No.29159), Cost Accountant, Sirsi as Cost Auditor of the	Votes cast gainst	52	0.0001	0	0.0000	52	0.0001	requisite majority	
	Company and ratification of Remuneration.	Invalid	-		-	-				
5	Special Resolution: Re-appointment of Shri Sudarshan Somani	Votes cast in favour	40920295	90.1599	550	0.0012	40920845	90.1611	Approved by	
	(DIN:00137568) as an Independent Director of the Company.	Votes cast gainst	4465531	9.8389	0	0.0000	4465531	9.8389	requisite majority	
		Invalid	-		-	-	-	-		
6	Ordinary Resolution: Appointment of Shri Shiv Ratan Goenka	Votes cast in favour	45385775	99.9987	550	0.0012	45386325	99.9998	Approved by	
	(DIN:00225734) as an Independent Director of the Company.	Votes cast gainst	51	0.0001	0	0.0000	51	0.0001	requisite majority	
		Invalid	-		-	-	-	-		
	Special Resolution: Re-appointment of Shri S. K. Bangur (DIN:	Votes cast in favour	44554929	98.1681	550	0.0012	44555479	98.1693	Approved by	
	00053237) as Chairman & Managing Director of the Company.	Votes cast gainst	830897	1.8307	0	0.0000	830897	1.8307	requisite majority	
		Invalid	-		-	-	-	-		
8	Special Resolution: Re-appointment of Shri Rajendra Jain (DIN:	Votes cast in favour	44554929	98.1681	550	0.0012	44555479	98.1693	Approved by	
	07250797) as Executive Director of the Company.	Votes cast gainst	830897	1.8307	0	0.0000	830897	1.8307	requisite majority	
		Invalid	-	-	-	-	-	-		

Place : Dandeli

Date : September 30, 2021

Chairman and Managing Director