



## **W.S. Industries (India) Limited**

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24<sup>th</sup> November 2022

M/s.BSE Ltd.  
Phiroze Jeejeebhoy Towers, 25<sup>th</sup> 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,

Sub: Proceedings of the Extra-Ordinary General Meeting (EGM).

We enclose herewith the proceedings of the Extra-Ordinary General Meeting of the Company held on 24<sup>th</sup> November 2022 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 EXTRA-ORDINARY GENERAL MEETING OF W.S. INDUSTRIES (INDIA) LIMITED HELD ON THURSDAY, 24<sup>th</sup> NOVEMBER, 2022 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.S.Anandavadivel – Joint Managing Director
4. Mr.Prakash K V – Whole Time Director
5. Mr.J.Sridharan – Independent Director
6. Mr.R.Karthik – Independent Director
7. Ms.Suguna Raghavan – Independent Director
8. Ms.Revathi Raghunathan – 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	-	7
Public	-	32
Total	-	39

The Chairman of the Company, Mr.S.Nagarajan, have welcomed the Members and other invitees to the Extra-Ordinary General Meeting of the Company, introduced himself and proposed Mr.J.Sridharan to proceed with the agenda of the meeting after the self introduction of the board members.

The Managing Director, Mr.C.K.Venkatachalam, introduced himself and Seconded the above proposed by the Chairman.

The other Directors introduced themselves.

The Independent Non Executive Director, Mr.J.Sridharan took up the formal proceedings of the Meeting and welcomed the Members and other invitees to the Extra-Ordinary General Meeting of the Company being conducted today, THURSDAY, THE 24<sup>TH</sup> NOVEMBER 2022 AT 3.30 P.M. THROUGH VIDEO CONFERENCE.

The required quorum being present, the meeting was declared in order.

The members were informed 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 21<sup>st</sup> November 2022 to 23<sup>rd</sup> November 2022. Members who did not vote earlier through remote e-voting were also given an opportunity to vote during and upto the end of 15 minutes post EGM. The remote e-voting module was disabled by NSDL for voting thereafter.

The members were informed that the Ministry of Corporate Affairs (“MCA”) has, vide its Circular No. 2/2022 dated –May 5, 2022, General Circular No. 02 / 2021 dated January 13, 2021 read with General Circular No. 20 / 2020, General Circulars No. 17 / 2020 and 14 / 2020 dated May 5, 2020, April 13, 2020 and April 8, 2020, respectively (collectively referred to as “MCA Circulars”), read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 and Circular number SEBI /HO /CFD /CMD1 /CIR/P/2020/79 dated – May 13, 2022, January 15, 2021 and May 12, 2020 respectively issued by the Securities and Exchange Board of India (SEBI), permitted the holding of 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, the Extra-Ordinary General Meeting of the Company is being held through Video Conference.

The notice convening the meeting and corrigendum to EGM Notice have already been circulated the members.

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

<b>Sl.No</b>	<b>Special Resolution</b>	<b>Type of Resolution</b>
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 74,10,000 Equity Shares on preferential basis to certain Identified Non-Promoter Persons / Entities.	Special Resolution
3	Issue of 2,38,75,000 Convertible Warrants on preferential basis to the Promoter Group and Certain Identified Non-Promoter Persons /Entities	Special Resolution
4	Approval for making investments/extending loans and giving guarantees or providing securities in	Special Resolution

	connection with loans to persons/bodies corporate.	
5	Approval for Related Party Transactions with Mr.C.K.Balasubramaniam and Mr. C.K.Venkatachalam, Promoter Group. (Rental Services).	Special Resolution
6	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
7	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

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 17.11.2022 mentioning their name, demat account number/folio number, email id, mobile number at sectl@wsigroup.in. Mr.B.Swaminathan, Chief Financial Officer and Company Secretary of the company have been advised to clarify the queries received from the members on or before 17.11.2022 and also after 17.11.2022 till the date of the EGM. These were then clarified.

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

The members were informed 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 Extra-ordinary General Meeting.

The Company will separately intimate the Stock Exchanges about the results of e-voting after the receipt of the report from the scrutinizer.

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

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

Place: Chennai  
Date: 24<sup>th</sup> November 2022

sd/-  
Chairman