



# THE WEST COAST PAPER MILLS LTD.,

Regd. Office & Works : P.B. No.5, Bangur Nagar, DANDELI-581 325. Dist. Uttar Kannada (Karnataka) India  
Grams : "KAGAJMILL". Phone Nos. : (08284) 231391 - 395 (5 Lines)  
Fax Nos. : 08284 - 231 225 (Admn. Off.) 232150 (Sales A/c.s) 230443 (Works Off.) 232148 (Paper Godown)



ZZF:Share:AGM:08:  
August 01, 2012

Regd. A.D

**Bombay Stock Exchange Limited**  
Corporate Services  
Floor 25, P.J.Towers  
Dalal Street  
Mumbai-400 001

Dear Sirs,

**Sub : 57<sup>th</sup> Annual General Meeting held on July 31, 2012**

Enclosed please find a copy of the Minutes of the proceedings of the 57<sup>th</sup> Annual General Meeting of our Company held on July 31, 2012, for your records.

Please acknowledge receipt.

Thanking you,

Yours faithfully,  
For THE WEST COAST PAPER MILLS LTD.,

**P.K.MUNDRA**  
**V.P[Fin.] & Company Secretary**

Encl. a.a

# The West Coast Paper Mills Ltd., Dandeli.

MINUTES OF THE 57<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THE WEST COAST PAPER MILLS LIMITED HELD ON TUESDAY, THE 31<sup>ST</sup> JULY 2012 AT THE REGISTERED OFFICE OF THE COMPANY AT BANGUR NAGAR, DANDELI(UTTARA KANNADA), KARNATAKA, AT 4.00 P.M.:

## PRESENT

EXECUTIVE DIRECTOR : SHRI KL CHANDAK (In the Chair)

VICE PRESIDENT(FINANCE) & COMPANY SECRETARY : SHRI PK MUNDRA

MEMBERS/PROXY HOLDERS : As per the Attendance Register forming part of these Minutes  
592 + 213 = 805

In the absence of Shri SK Bangur, Chairman & Managing Director of the Company and only Executive Director being present, Shri PK Mundra, Vice President (Finance) & Company Secretary, requested the members present in the meeting to choose a Chairman amongst themselves to preside and conduct the proceedings of the meeting. Shri RD Sarda proposed the name of Shri KL Chandak, Executive Director of the Company to take the Chair, which was seconded by Shri M. Haridasan. Shri KL Chandak occupied the Chair.

Register of Directors' Shareholdings as per Section 307 of the Companies Act, 1956, and Register of Proxies were placed on the Table.

At the direction of the Chairman, Vice President (Finance) & Company Secretary started reading the Notice convening the meeting but it was taken as read with the consent of the members. Thereafter, Vice President (Finance) & Company Secretary read out the Auditors' Report to the Members.

Shri KL Chandak read out Speech of the Chairman & Managing Director, Shri SK Bangur and thereafter moved the following resolution:-



**RESOLUTION No.1:**

"RESOLVED THAT the Directors' Report and the Audited Accounts of the Company for the year ended 31<sup>st</sup> March 2012, together with the Auditors' Report thereof as already circulated among the members be and is hereby adopted."

**Seconded by Shri SN Ojha**

Some of the members sought clarifications on the accounts and Chairman replied the same. The resolution was then put to vote and carried unanimously.

Thereafter, the following resolutions were proposed and passed on show of hands:-

**RESOLUTION No.2:**

**Proposed by Shri Vitthal Bang**

"RESOLVED THAT Interim Dividend @ 8.5% for the period from 01.04.2011 to 23.05.2011 on 65,00,000 Cumulative Redeemable Preference Shares of Rs.100 each was declared and paid along with redemption amount as per the Resolution passed by the Board of Directors at their meeting held on 24<sup>th</sup> May 2011 be and is hereby noted and confirmed.

"FURTHER RESOLVED THAT proposed dividend payable @ Re.0.20/- (Twenty paise only) per share on 6,60,48,908 Equity Shares of Rs.2/- each for the year ended 31<sup>st</sup> March 2012 as recommended by the Board of Directors be and is hereby sanctioned."

**Seconded by Shri Bharat Bhandari**

The resolution was then put to vote, which was carried unanimously.

**RESOLUTION No.3:**

**Proposed by Shri Suket Parwal**

"RESOLVED THAT Shri Saurabh Bangur, who retires by rotation under Article 143 of the Articles of Association of the Company be and is hereby re-appointed a Director of the Company."

**Seconded by Shri A.V. Sthalekar**

The resolution was then, put to vote, which was carried unanimously.



**RESOLUTION No.4:**

**Proposed by Shri NK Maheshwari**

"RESOLVED THAT Shri Krishna Kumar Karwa, who retires by rotation under Article 143 of the Articles of Association of the Company be and is hereby re-appointed a Director of the Company."

**Seconded by Shri Krishna Vernekar**

**The resolution was then, put to vote, which was carried unanimously.**

**RESOLUTION No.5:**

**Proposed by Shri Rakesh Maheshwari**

"RESOLVED THAT Shri Sanjay Kothari, who retires by rotation under Article 143 of the Articles of Association of the Company be and is hereby re-appointed a Director of the Company."

**Seconded by Shri Rajesh Kalawatiya**

**The resolution was then, put to vote, which was carried unanimously.**

**RESOLUTION No.6:**

**Proposed by Shri Prakash Jain**

"RESOLVED THAT Batliboi & Purohit, Chartered Accountants, Mumbai-Firm Reg.No.101048W be and are hereby appointed as the Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company on a remuneration of Rs.11,00,000/- (Rupees Eleven Lakhs only) plus traveling and out of pocket expenses."

**Seconded by Shri SB Khandelwal**

**The resolution was then, put to vote, which was carried unanimously.**



**SPECIAL BUSINESS**

**SPECIAL RESOLUTION NO.7**

Proposed by Dr. RG Hegde

"RESOLVED THAT consent of the Members of the Company be and is hereby accorded for payment of minimum remuneration as per Schedule XIII of the Companies Act, 1956 to Shri S.K.Bangur, Chairman and Managing Director of Rs.89.23 Lakhs and to Shri K.L.Chandak, Executive Director of Rs.79.63 Lakhs for the financial year ended on 31st March, 2012."

Seconded by Shri GG Joshi

The resolution was then, put to vote, which was carried unanimously.

**ORDINARY RESOLUTION NO.8**

Proposed by Shri K Jayasimha

"RESOLVED THAT Shri Haigreave Khaitan who was appointed by the Board of Directors as Additional Director with effect from 29th May 2012 and who holds office up to the date of this Annual General Meeting of the Company in terms of Article 129 of the Articles of Association of the Company and Section 260 of the Companies Act, 1956 ("Act") and in respect of whom the Company has received a notice in writing from a Member under Section 257 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed a Director of the Company, liable to retire by rotation."

Seconded by Shri RS Rathi

The resolution was then, put to vote, which was carried unanimously.

There being no other business, the meeting concluded with Vote of Thanks by Dr. Pradeep Joshi.

**CHAIRMAN**

Certified to be True Copy  
For The West Coast Paper Mills Ltd.,



**P. K. MUNDRA**  
VP (Fin.) & Company Secretary