

The West Coast Paper Mills Ltd., Dandeli.

MINUTES OF THE 58TH ANNUAL GENERAL MEETING OF THE MEMBERS OF
THE WEST COAST PAPER MILLS LIMITED HELD ON WEDNESDAY, THE 31ST
JULY 2013 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 589 + 233 = 822	:	As per the attendance register forming part of these Minutes

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 31st March 2013, 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 the 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 Vittal Bang

"RESOLVED THAT proposed dividend payable @ Re.1/- (Rupee One only) per share on 6,60,48,908 Equity Shares of Rs.2/- each for the year ended 31st March 2013 as recommended by the Directors be and is hereby sanctioned."

Seconded by Shri Suket Parwal

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

RESOLUTION No.3:

Proposed by Shri N.K.Maheshwari

"RESOLVED THAT Smt. Shashi Devi 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 Rajesh Kumar Kalawatia

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



RESOLUTION No.4:

Proposed by Dr. R.G.Hegde

"RESOLVED THAT Shri M.P.Taparia, 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 S.B.Khandelwal

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

RESOLUTION No.5:

Proposed by Dr. Pradeep Joshi

"RESOLVED THAT Lt. Gen. Retd. Utpal Bhattacharyya, 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 Varnekar

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

RESOLUTION No.6:


Proposed by Shri K. Jayasimha

"RESOLVED THAT Messrs. 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 R.S.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 Shri Prakash Jain.

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

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