



WEST COAST PAPER MILLS LTD.,

[formerly known as THE WEST COAST PAPER MILLS LTD.,]

Registered & Works Office : Post Box No. 5, Bangur Nagar, Dandeli-581 325
Dist Uttar Kannada (Karnataka) - India

CORPORATE IDENTITY NO : L02101KA1955PLC001936 website : www.westcoastpaper.com
Ph : (08284) 231391 - 395 (5 lines) Fax : 08284 - 231225 (Admn. Office) 230443 (Works Office)



ZZK:Share:08:

September 2, 2017

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

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

Scrip Code : 500444

Scrip Code : WSTCSTPAPR

Dear Sirs,

Sub : Minutes of the 62nd Annual General Meeting.

We enclose herewith Minutes of the 62nd Annual General Meeting held on 31st August 2017.

This is for your information and records.

Thanking you,

Yours faithfully,
For West Coast Paper Mills Limited

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,
E-mail : wcpm.sale@westcoastpaper.com

West Coast Paper Mills Limited **Bangur Nagar, Dandeli-581325**

MINUTES OF THE 62ND ANNUAL GENERAL MEETING OF THE MEMBERS OF WEST COAST PAPER MILLS LIMITED HELD ON THURSDAY, THE 31ST AUGUST, 2017 AT THE REGISTERED OFFICE OF THE COMPANY AT BANGUR NAGAR, DANDELI (UTTARA KANNADA), KARNATAKA.

COMMENCED AT 4.00 P.M. AND CONCLUDED AT 6:00 P.M.:

PRESENT

DIRECTORS/KMPs

VICE-CHAIRMAN : SHRI SAURABH BANGUR

EXECUTIVE DIRECTOR & CFO : SHRI RAJENDRA JAIN

COMPANY SECRETARY & COMPLIANCE OFFICER : SHRI BRAJMOHAN PRASAD

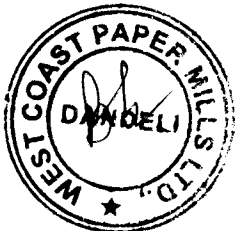
IN ATTENDANCE

**STATUTORY AUDITORS : SHRI PARAG HANGEKAR
REPRESENTING BATLIBOI & PUROHIT,
CHARTERED ACCOUNTANTS**

**SECRETARIAL AUDITOR & SCRUTINIZER : SHRI NAMAN G. JOSHI
PRACTICING COMPANY SECRETARY**

**MEMBERS/PROXY HOLDERS : As per the attendance register forming
653 + 165 = 818 part of these Minutes**

Shri Brajmohan Prasad, Company Secretary & Compliance Officer informed the members that, Shri S K Bangur, Chairman and Managing Director have requested for leave of absence and in deference to the request of Director present at the meeting and overwhelming number of members, Shri Brajmohan Prasad, Company Secretary & Compliance Officer requested Shri Saurabh Bangur, Vice-Chairman of the Company to Chair the meeting and also requested Shri Rajendra Jain, a member of the Audit Committee and Executive Director to occupy the chair on the dash.



Thereafter requested Shri Parag Hangekar, Statutory Auditor and Shri Naman G. Joshi, Secretarial Auditor and Scrutinizer to take their seats.

Shri Saurabh Bangur took the Chair and welcomed the members of the Company to the 62nd Annual General Meeting of the Company. Being necessary quorum present Chairman initiated proceedings of the meeting.

Register of Directors' Shareholdings as per Section 170 and Register of Contracts or arrangements as per section 189(4) of the Companies Act, 2013, and Register of Proxies were placed on the Table and Auditors report was kept open for inspection by members.

The Chairman informed the members that, Shri P N Kapadia, Chairman of the Audit Committee, Smt. Shashi Bangur, Chairman of the Stakeholder Relationship Committee and Shri M.P.Taparia, Chairman of the Nomination & Remuneration Committee have informed their inability to attend the meeting due to their pre-occupation.

The Chairman welcomed the Shareholders/ Members and delivers his speech as follows:

It is my privilege to share my thoughts with you all today on the Industry Outlook, followed by the performance of your company during the year and its prospects for the coming years. The specific details about various parameters concerning operations of your company are spelt out in the annual report.

The performance of the company during the year under review has been very satisfactory compared to the previous year. This is mainly due to increase in production as well as sales prices of Paper & Paperboard and coupled with decrease in input cost of mainly domestic wood and imported chips. The employee wage bill has increased, which is mainly due to impact of wage revision and VDA hike. Your company has been continuously focusing on improving operating efficiencies and minimizing cost for better financial performance.

Chairman also stated division wise Performance of the Company, Future outlook, CSR Initiative, Safety and also mentioned receipt of various Awards and Recognitions:



APPRECIATION BY CHAIRMAN

Despite various challenges, your company posted better performance in terms of revenues as well as profits in the last year. On behalf of the entire Board of Directors of the Company, I would like to express my sincere appreciation to the Union Government, Government of Karnataka and Bankers for their continuous support and the shareholders for reposing their confidence in the Company all throughout.

I would also like to express my sincere appreciation of the dedicated services rendered by the officers, staff and workers and their contribution towards the successful performance of the Company during the year.

I thank you all for your gracious presence in today's AGM of your company and my best wishes to you and your family.

With the consent of the members Notice convening the meeting was taken as read and with the direction of the Chairman, Company Secretary read out the Auditors report and conducted the proceedings of the meeting and also informed the details of voting by polling papers to be taken at the end of the meeting on all resolutions. Thereafter, the following resolutions were proposed & seconded

ORDINARY BUSINESS

RESOLUTION No.1:

Proposed by Shri S.N.Ojha

“RESOLVED THAT the Audited Financial Statements of the Company for the year ended 31st March, 2017, together with Auditors' Report thereof and Directors' Report as already circulated among the members be and are hereby considered and adopted.”

Seconded by Shri Krishna Vernekar

Some of the members sought clarifications on the accounts and the Chairman replied the same.



RESOLUTION No.2:

Proposed by Shri Vitthal S.Bang

“RESOLVED THAT a dividend of Rs.2.50 per equity share i.e.125% on 6,60,48,908 Equity Shares of Rs.2/-each for the year ended 31st March, 2017, 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.”

Seconded by Shri G.L.Bhagwat

RESOLUTION No.3:

Proposed by Shri Rajesh Kalawatia

“RESOLVED THAT Shri Saurabh Bangur (DIN: 00236894), who retires by rotation under Articles of Association of the Company be and is hereby re-appointed a Director of the Company.”

Seconded by Shri Bharat Bhandari

RESOLUTION No.4:

To Appoint, M/s Singhi & Co., Chartered Accountants, Kolkata (Firm Reg. No.302049E), as Auditors and fix their remuneration.

Proposed by Shri K.Jayasimha

“RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s Singhi & Co., Chartered Accountants, Kolkata (Firm Reg. No.302049E), be and are hereby appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the Sixth Annual General Meeting of the Company (for a period of five years), subject to ratification as to the said appointment at every Annual General Meeting, at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable Service Tax/GST and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.

FURTHER RESOLVED 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 of this Resolution.”

Seconded by Shri Srinivas Khandelwal



SPECIAL BUSINESS

RESOLUTION No.5 (ORDINARY RESOLUTION):

To ratify the remuneration to Shri Umesh Kini, Cost Auditor.

Proposed by Shri M.Haridasan

“RESOLVED THAT pursuant to Section 148 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) the remuneration of Rs. 1,20,000/- as approved by the Board of Directors of the Company to be paid to Shri Umesh Kini, Cost Accountant (M/29159), Sirsi, as, Cost Auditor to conduct the audit of the cost records of the Company, for the financial year ending March 31, 2018, be and is hereby ratified and confirmed.

FURTHER RESOLVED 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 of this Resolution.”

Seconded by Shri R.S.Rathi

VOTE OF THANKS

There being no other business, the meeting concluded with vote of thanks.

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 01.09.2017, the summary of which is mentioned hereunder, the Executive Director announced the results of voting on 01.09.2017 that all the resolutions for the Ordinary and Special Business as set out in Item Nos.1 to 5 in the Notice of the 62nd Annual General Meeting of the Company have been duly passed by the requisite majority as per details hereunder.



PARTICULARS OF VOTES CAST

Resolution Nos. as given in the Notice of the 62nd Annual General Meeting	Mode	Electronic Voting		Poll		Voting Results		Results Declared
		Nos(A)	%	Nos(B)	%	Nos(A)+(B)	%	
Ordinary Business								
1 To consider and adopt the Financial Statements for the year ended March 31, 2017 including the Reports of the Directors and Auditors thereon.	Votes cast in favour	46170303	99.94158	26608	0.05759	46196911	99.99919	Approved by requisite majority
	Votes cast against	122	0.00026	254	0.00054	376	0.00081	
	Invalid	-	-	20511	-	20511	-	
2 To declare dividend on Equity Shares for the year ended on March 31, 2017.	Votes cast in favour	46216099	99.94207	26665	0.05766	46242764	99.99973	Approved by requisite majority
	Votes cast against	120	0.00026	4	0.00001	124	0.00027	
	Invalid	-	-	20261	-	20261	-	
3 To appoint a Director in place of Shri Saurabh Bangur (DIN: 00236894), who retires by rotation under the Articles of Association of the Company and being eligible, offers himself for re-appointment.	Votes cast in favour	43611201	94.30944	26199	0.05666	43637400	94.36609	Approved by requisite majority
	Votes cast against	2605018	5.63336	250	0.00054	2605268	5.63391	
	Invalid	-	-	20511	-	20511	-	
4 To Appoint, M/s Singhi & Co., Chartered Accountants, Kolkata (Firm Reg. No.302049E), as Auditors and fix their remuneration.	Votes cast in favour	46036649	99.55480	26050	0.05633	46062699	99.61114	Approved by requisite majority
	Votes cast against	179570	0.38832	250	0.00054	179820	0.38886	
	Invalid	-	-	20509	-	20509	-	
Special Business								
5 To ratify the remuneration to Shri Umesh Kini, Cost Auditor. (as an Ordinary Resolution).	Votes cast in favour	46215707	99.94341	25408	0.05495	46241115	99.99835	Approved by requisite majority
	Votes cast against	512	0.00111	250	0.00054	762	0.00165	
	Invalid	-	-	20511	-	20511	-	

Place : Dandeli
Date : 01.09.2017

Sd/-
(Saurabh Bangur)
Chairman of the Meeting

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



**BRAJMOHAN PRASAD
 COMPANY SECRETARY
 M.No : F7492**