

IWP

# THE INDIAN WOOD PRODUCTS CO. LTD.

Registered Office : 9, Brabourne Road, Kolkata - 700 001

October 10, 2018

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

Scrip Code : 540954

Dear Sir,

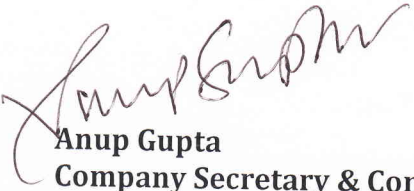
**Sub:- Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015: Minutes of the 98<sup>th</sup> Annual general Meeting held on Monday, September 17, 2018**

We are please to enclose herewith a copy of the Minutes of the Meeting of 98<sup>th</sup> Annual General Meeting of the Company held on Monday, September 17<sup>th</sup> 2018 at Bharatiya Bhasha Parishad, 36-A Shakespeare Sarani, 4<sup>th</sup> Floor, Kolkata- 700017.

Kindly take the above on records and acknowledge receipt.

Thanking You

Yours Faithfully  
**For The Indian Wood Products Co Ltd.**

  
**Anup Gupta**  
Company Secretary & Compliance Officer  
Membership No: - A36061

Enclose:- As above

**THE INDIAN WOOD PRODUCTS COMPANY LTD**

**CIN: L20101WB1919PLC003557**

**Regd. Office: 9, Brabourne Road, 7<sup>th</sup> floor, Kolkata – 700 001**

Minutes of the 98th Annual General Meeting of the Members of the Company held at Bharatiya Bhasha Parishad, 36-A, Shakespeare Sarani, 4<sup>th</sup> floor, Kolkata – 700 017 on Monday the 17<sup>th</sup> day of September, 2018 at 3.30 PM

**Directors Present**

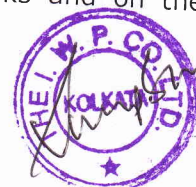
- |                            |  |
|----------------------------|--|
| Mr. Krishna Kumar Mohta    | - Chairman & MD & Member   |
| Mr. Bharat Mohta           | - WTD & CEO & Member   |
| Mr. Krishna Kumar Damani   | - Executive Director   |
| Mr. Sanjay Kumar Maheswary | - Independent Director & Chairman of Audit Committee, Nomination and Remuneration Committee & Member |
| Mr. Vinod Kumar Maheshwary | - Independent Director & Member  |
| Mr. Vinod Mimani           | - Independent Director   |
| Mr. R. P. Chetani          | - Director & Member  |

**Person In Attendance**

- |                  |   |
|------------------|---|
| Mr. Anup Gupta   | - Company Secretary   |
| Mr. R. K. Tandon | - Partner M/s. Agrawal Sanjay & Company, Statutory Auditors |
| Md. Shahnawaz    | - Secretarial Auditor and Scrutinizer for voting            |

**The Meeting Commenced at 3.30 P.M.**

- Members Present  
In Person  
By Proxy  
60 Members representing 1461939 (22.85 %) equity shares  
3 Member representing 2289(0.04%) equity shares
- Chairman  
Mr. K. K. Mohta, Chairman took the Chair and welcome the members and other invitees present at the 98th Annual General meeting.
- Introduction of Director  
The Chairman introduced all the directors present in the meeting and informed that Ms. Drisha Poddar, Independent Director is unable to attend the meeting as she was travelling.
- Quorum  
The Chairman declared that the quorum is present.
- Register of Directors and Key Managerial Personnel and their Shareholding  
The Register of Directors' and Key Managerial Personal and their shareholding as maintained under Section 170 and register of Contract as maintained U/s 189(4) of the Companies Act, 2013, was kept open for inspection till the conclusion of the Meeting, as required under Section 170(1) of the Companies Act, 2013.
- Notice  
With the permission of the members present, the notice convening the meeting as circulated amongst the members was taken as read.
- Auditor's Reports  
On the request of the Shareholders Mr. Anup Gupta Company Secretary of the Company read out the First & last para of Independent Auditors Report at the meeting. There was no adverse qualification, observation, comment or any other remark, in the Report.
- Secretarial Audit Report  
Secretarial Audit Report also does not contain any adverse qualification, observation or other remarks and on the request of shareholders the same was taken as read.



- 9 Financial Statements of the Company of the FY - 2018 and the Report Thereon
- The Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2018 and Statement of Profit and Loss for the Year ended on that date including consolidated accounts along with the Reports of Auditor and directors thereon as circulated to the members was placed on the table and was taken as read with the permission of the members present.

Thereafter, the Chairman addressed the meeting and briefed the members about the working of the Company vis-à-vis the prevailing business environment and future plans of the Company including launching of Spices in the State of Uttar Pradesh.

The Chairman thanked all stakeholders for their engagement, commitment and continuing support for the past 99 years. He also informed that the Company has listed its equity shares at the BSE Ltd w.e.f 21/02/2018

The Chairman then invited clarifications from the members on the financial Statements or on the working of the Company if any. Various queries were raised by the members.

Mr. Krishna Kumar Mohta Chairman & Managing Director of the Company suitably replied to all the queries raised on the financial statements and invited Mr. Bharat Mohta, Whole-time Director & CEO of the Company, appraise on the future expansion of Spices Business as well as on the operations of the Joint Venture. Mr. Bharat Mohta appraised the members on the near & medium term Spices Business strategy and the operations and status of Joint Venture.

- 10 Facilities for Voting provided by the Company

The Chairman informed the members that in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement), Regulation, 2015, the Company had provided remote e-voting facility to its members through NSDL, and for those shareholders who did not exercise their voting right through remote e-voting, option to vote through Ballot Form at the AGM is available. He further, informed that E-voting facility was available from 14<sup>th</sup> September, 2018 (9.00AM) to 16<sup>th</sup> September, 2018 (5.00 PM) to all the shareholders and was disabled on 16<sup>th</sup> September, 2018 at 5.00 PM.

The Chairman informed the shareholders that Md. Shahnawaz, Practising Company Secretary, has been appointed as the Scrutinizer to scrutinize e-voting and voting at this meeting through Ballot Paper, and to report on the combined voting results of e-voting and the voting at AGM through Ballot Paper for each of the items as per the notice.

The Chairman also informed that the members, who have not voted through remote e-voting, would be able to cast their votes through Ballot Paper once all the Resolutions contained in the Notice are read and proposed.



## ORDINARY BUSINESS

### 1 Adoption of Accounts for the Financial Year Ended 31<sup>st</sup> March, 2018 together with Reports thereon

The Chairman took the first item on the agenda regarding Audited Financial Statements, including Consolidated Financial Statement, of the Company for the financial year ended March 31, 2018 and reports of the Board of Directors and the Auditors thereon for Approval of the members. The Chairman requested for a proposer and seconder on the following resolution:

- a RESOLVED THAT Audited Standalone financial statement of the company for the year ended 31st March, 2018, the Reports of the Board of Directors and Auditors thereon, as circulated and tabled before the Meeting be and they are hereby approved and adopted

Proposed by – Mr. Amit Kumar Banerjee

Seconded by – Mr. B Talukdar

- b RESOLVED THAT Audited Consolidated financial statement of the company for the year ended 31st March, 2018, the Reports of the Auditors thereon, as circulated and tabled before the Meeting be and they are hereby approved and adopted.

Proposed by – Mr. Goutam Nandy

Seconded by – Mr. Ram Lal Shaw

### 2 Declaration of Dividend on Equity Shares

The Chairman took the next item on the agenda regarding declaration of dividend @ 12.5% on the Equity Shares of the Company and requested for a proposer and a seconder for the following resolution:

**RESOLVED THAT** dividend as recommended by the Directors for the year ended 31<sup>st</sup> March, 2018 on 6397272 fully paid up Ordinary Shares of Rs.10/-each at the rate of 12.5% per Ordinary Share of the Company, absorbing Rs 79.97 Lakhs be and is hereby declared and approved for payment to those Members who are entitled thereto.

Proposed by – Mr. Amit Kumar Banerjee

Seconded by – Mr. S L Rathi

### 3 Re-appointment of the retiring Director Mr. Krishna Kumar Damani (DIN 01385252) (Ordinary Resolution)

The Chairman informed that as per the provisions of Companies Act, 2013, Mr. Krishna Kumar Damani (DIN 01385252) retires by rotation and being eligible offer himself for reappointment. In this regard, requested for a proposer and a seconder for the following resolution:

**RESOLVED THAT** Mr. Krishna Kumar Damani (DIN 01385252) who retires by Rotation at this Annual General Meeting be and he is hereby re-appointed as Director of the Company, liable to retire by rotation.

Proposed by – Mr. K Das

Seconded by – Mr. K C Thakur



