



# THE INDIAN WOOD PRODUCTS CO. LTD.

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

September 19, 2018

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

Scrip Code : 540954

Dear Sir/Madam,

**Sub. : Voting results of 98<sup>th</sup> Annual General Meeting held on September 17, 2018.**

We wish to inform you that at the 98<sup>th</sup> Annual General Meeting ("AGM") of the members of the Company held on Monday, September 17, 2018 at 3.30 P.M. at Bharatiya Bhasha Parishad, 36-A, Shakespeare Sarani, Kolkata - 700 017, the Members of the Company have duly approved, through e-voting and ballot form, the businesses as specified in the notice convening the AGM.


Md. Shahnawaz, Proprietor of M/s. M Shahnawaz & Associates, Practicing Company Secretaries, appointed as the Scrutinizer by the Board of Directors has submitted his report dated September 18, 2018 on e-voting and voting through Ballot at the meeting, to the Chairman of the meeting. A copy of the said report is also enclosed herewith for your record.

The details of the voting results are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and dissemination.

Thanking you,

Yours Faithfully  
For The Indian Wood Products Co Ltd

  
Anup Gupta  
Company Secretary & Compliance officer  
Membership No- A36061

Enclosed as above

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## Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Date of the AGM/EGM	September 17, 2018
Total number of shareholders on record date	2298
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	2 61
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Nil

Resolution required: (Ordinary/ Special)			Ordinary Resolution 1 – a) To receive, Consider and Adopt the Audited Standalone Financial Statements for the Financial year ended 31st March, 2018 together with the Report of the Directors and the Auditors thereon  b) To receive, Consider and Adopt the Audited Consolidated Financial Statements for the Financial year ended 31st March, 2018 together with the Report of the Auditors thereon					
Whether promoter/ promoter group are interested in the agenda/resolution?			N. A.					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4488052	4488052	100	4488052	Nil	100	Nil
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		4488052	4488052	100	4488052	Nil	100
Public-Institutions	E-Voting	40172	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		40172	-	-	-	-	-
Public-Non Institutions	E-Voting	1869048	260	0.014	260	Nil	100	Nil
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		42536	2.275	42536	Nil	100	Nil
	Total		1869048	42796	2.289	42796	Nil	100
Total		6397272	4530848	70.824	4530848	Nil		Nil

Resolution passed with requisite majority

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Resolution required: (Ordinary/ Special)			Ordinary Resolution 2 – To Declare Dividend @ 12.5% on equity shares for the year ended 31st March, 2018					
Whether promoter/ promoter group are interested in the agenda/resolution?			N. A.					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	44,88,052	44,88,052	100	4488052	Nil	100	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		44,88,052	44,88,052	100	4488052	Nil	100
Public-Institutions	E-Voting	40172	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		40172	-	-	-	-	-
Public-Non Institutions	E-Voting	1869048	260	0.014	260	Nil	100	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		42536	2.275	42536	Nil	100	Nil
	Total		1869048	42796	2.289	42796	Nil	100
Total		6397272	4530848	70.82	4530848	Nil	100	Nil

Resolution passed with requisite majority



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Resolution required: (Ordinary/ Special)			Ordinary Resolution 3 – To appoint Mr. Krishna Kumār Damani, as a Director, liable to retire by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4488052	44,88,052	100	4488052	Nil	100	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		4488052	4488052	100	4488052	Nil	100
Public-Institutions	E-Voting	40172	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		40172	-	-	-	-	-
Public-Non Institutions	E-Voting	1869048	260	0.014	260	Nil	100	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		42536	2.275	42536	Nil	100	Nil
	Total		1869048	42796	2.289	42796	Nil	100
Total		6397272	4530848	70.82	4530848	Nil	100	Nil

Resolution passed with requisite majority





**M Shahnawaz & Associates**  
Company Secretaries

Address : 16A, Abdul Hamid Street, 5th Floor  
Room No. 501, Kolkata - 700 069  
Ph. : 033 4600 5705, Mob. : 98313 38937 / 8334988800  
E-mail : msassociates16@gmail.com

### SCRUTINIZER'S REPORT

To

The Chairman of the 98th Annual General Meeting of The Indian Wood Products Company Limited (CIN L20101WB1919PLC003557), held on Monday, September 17, 2018 at 3.30 p.m. at Bharatiya Bhasha Parishad, 36-A, Shakespeare Sarani, 4th floor, Kolkata -700017

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on voting through remote e-voting and voting through ballot papers at the 98th Annual General Meeting of The Indian Wood Products Company Limited held on Monday, September 17, 2018 at 3.30 p.m.**

I, Md. Shahnawaz, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of The Indian Wood Products Company Limited (the Company) to scrutinize the remote e-voting and voting by using ballot papers at the 98th Annual General Meeting (AGM) of the Company held on Monday, September 17, 2018 at 3.30 p.m. at Bharatiya Bhasha Parishad, 36-A, Shakespeare Sarani, 4th floor, Kolkata - 700017, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings.

#### **Despatch of Notice**

The Annual Report, containing financial statements and other reports along with the AGM Notice dated May 30, 2018 (hereinafter referred as Notice of AGM), were sent through electronic mode to those members whose e-mail IDs were registered with the Company or depository, as the case may be, and to other members, in hard copy through registered post. The electronic transmission and despatch of hard copy of the Annual Report were completed on August 24, 2018.

#### **Cut-off date**

The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 10, 2018, were entitled to vote on the resolutions set out at item nos. 1 to 3 of the Notice of the AGM.

#### **Management's Responsibility**

The Management of the Company is responsible to ensure compliance with the requirements of (i) the 2013 Act and the rules made thereunder; and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice of the AGM.

#### **Scrutinizer's Responsibility**

My responsibility as a Scrutinizer is to ensure that the voting process, both through electronic means and by use of ballot at the meeting, are conducted in a fair and transparent manner and render consolidated scrutinized report of the total votes cast in favour or against, if any, on the resolutions to the Chairman, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and on the voting by use of ballots at the meeting.

M. Shahnawaz  
Company Secretaries



**M Shahnawaz & Associates**  
Company Secretaries

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I submit my report in respect of the resolutions passed at the AGM of the Company as under:

**A. Relating to E-Voting**

1. The Company had availed the e-voting facility provided by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.
2. The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 10, 2018, were entitled to vote on the resolutions as contained in the Notice of the AGM.
3. The voting period for remote e-voting commenced at 9.00 a.m. on Friday, September 14, 2018 and ended at 5.00 p.m. on Sunday, September 16, 2018, and the NSDL e-voting platform was blocked thereafter.

**B. Relating to voting by ballot papers**

1. The Company had also provided facility to vote through ballot papers to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility. Ballot papers were distributed to such shareholders and allowed to vote.
2. After the time fixed for closing of the voting by ballot papers by the Chairman, the ballot box was opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. There was no ballot paper which was incomplete or found defective.

**C. Result of remote e-voting and voting through ballot paper are as under:**

1. After the conclusion of the AGM, the ballot box was opened and ballot papers were removed and examined.
2. The votes cast through remote e-voting were unblocked at 4.12 p.m. in presence of two witnesses, namely, Mr. Wasim Akram and Mr. Surya Prakash Pandey, who are not in the employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence:

.....  
.....

.....  
.....

3. The details of the voting by the members, who voted "For" or "Against" through remote e-voting and ballot papers were diligently scrutinized.
4. The combined result of voting (both through remote e-voting and ballot paper) are as under:

**ORDINARY BUSINESS**

**Resolution - 1**

**Ordinary Resolution - Receive, consider and adopt the Financial Statements (including Consolidated Financial Statements) of the Company for the year ended 31st March, 2018, including the Audited Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the report of Board of Directors and Auditors' Report thereon.**



**M Shahnawaz & Associates**  
Company Secretaries

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(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	11	29	40
No. of Votes cast by them	44,88,312	42,536	45,30,848
% of total no. of valid vote cast	100%	100%	100%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
No. of Votes cast by them	Nil	Nil	Nil
% of total no. of valid vote cast	Nil	Nil	Nil

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	3	3
Total No. of votes cast by them	Nil	262	262

**Resolution - 2**

**Ordinary Resolution - Declaration of dividend on equity shares for the financial year ended 31 March 2018.**

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	11	29	40
No. of Votes cast by them	44,88,312	42,536	45,30,848
% of total no. of valid vote cast	100%	100%	100%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
No. of Votes cast by them	Nil	Nil	Nil
% of total no. of valid vote cast	Nil	Nil	Nil

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	3	3
Total No. of votes cast by them	Nil	262	262





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Company Secretaries

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**Resolution - 3**

**Ordinary Resolution - Re-appointment of Mr. K K Damani (DIN: 01385252), who retires by rotation and being eligible, offers himself for re-appointment.**

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	11	29	40
No. of Votes cast by them	44,88,312	42,536	45,30,848
% of total no. of valid vote cast	100%	100%	100%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
No. of Votes cast by them	Nil	Nil	Nil
% of total no. of valid vote cast	Nil	Nil	Nil

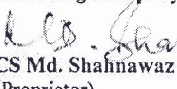
(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	3	3
Total No. of votes cast by them	Nil	262	262

5. Based on the above results, I report that the resolutions contained at item nos. 1 to 3 have been duly approved by the shareholders with requisite majority.
6. The physical Ballot papers, register of remote e-voting and other relevant documents/registers will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 98th AGM and the same shall be handed over, thereafter, to the Chairman/Company Secretary for safe keeping.
7. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) NSDL and (iii) to be placed on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

For M Shahnawaz & Associates  
Practicing Company Secretary

  
CS Md. Shahnawaz  
(Proprietor)  
ACS No. 21427  
CP No: 15076



September 18, 2018, Kolkata