



# THE WESTERN INDIA PLYWOODS LTD.

Baliapatam, Cannanore - 670 010

Regd. Office : BALIAPATAM, KERALA, INDIA



Tel : 0497 2778151 (4 line)

Email : [westernply@gmail.com](mailto:westernply@gmail.com) / [mail@wipltd.in](mailto:mail@wipltd.in)

Web : [www.wipltd.in](http://www.wipltd.in), CIN - L20211 KL 1945PLC001708

GST IN : 32AAACT8520H1ZL

The Manager – Listing Dept.,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G. Block,  
Bandra – Kurla Complex, Bandra (E),  
Mumbai – 400 051  
(NSE Scrip Code: WIPL)

29<sup>th</sup> September 2022

Dear Sir,

**Sub: Proceedings of 77<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September 2022**

In terms of Regulation 30 read with Part A of schedule III of SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we hereby inform you that the following business was transacted at the 77<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, 29<sup>th</sup> September 2022 through Video Conferencing/Other Audio Video Means (OAVM) at 11 AM.

1. (a) Adoption of Audited Standalone Financial Statements: The Audited Balance Sheet as at 31st March, 2022 and the Statement of Profit and Loss, Statement of changes in Equity for the financial year ended on that date together with Cash flow statement, report of the Board of Directors and Auditors thereon.  
  
(b) Adoption of Audited Consolidated Financial Statements: The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Auditors Report thereon.
2. Declaration of Dividend: To declare Dividend of Rs. 0.80 (8% only) per Equity Shares of face value of Rs. 10 for the financial year 2021-22.
3. Appointment of a Director retiring by rotation: To appoint a Director in place of Mr. Thiruvengadam Parthasarathi (DIN: 00016375), who retires by rotation and, being eligible, offers himself for re-appointment.
4. Appointment of Statutory auditors: To re-appoint M/s Sankar and Moorthy, Chartered accountants as statutory auditors for a further period of 5 years.

The above business was transacted by e-voting as required under Companies Act, 2013 and Listing Regulations.

Please find enclosed the results of the voting through electronic and the Consolidated Report of the Scrutinizer containing the details of Agenda wise results of both the remote e-voting conducted during the period from September 26, 2022 to September 28, 2022 and venue e-voting conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration), Rules 2014.

As per Scrutinizer Report, all the resolutions have been duly approved by the Shareholders with requisite majority. Kindly take note of the above.

Yours Sincerely,

For THE WESTERN INDIA PLYWOODS LIMITED



R. BALAKRISHNAN  
CFO & COMPANY SECRETARY



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## REPORT ON ANNUAL GENERAL MEETING

### UNDER SECTION 121(1) OF THE COMPANIES ACT, 2013

1	Day, Date and Venue of the Meeting	Thursday, 29 <sup>th</sup> September 2022 at 11:00 A.M through Video Conferencing (VC) / Other Audio Visual Means (OAVM).
2	Confirmation of with respect to appointment of chairman of the meeting	The Chairman of the Board and Audit Committee Shri T Balakrishnan was appointed as Chairman of the Meeting.
3	No of Members attended the meeting	26
4	Confirmation of Quorum	Quorum was confirmed
5	Confirmation of the Compliance with Act and Rules	It was confirmed that provisions of the Act, Rules and Secretarial Standards were fully complied
6	Business transacted at the Meeting and result thereof	Minutes of the Annual General Meeting is attached as Annexure -I
7	Particulars with respect to adjournment/postponement	Not Applicable
8	Any other points	Nil

For The Western India Plywoods Ltd

Company Secretary

**THE WESTERN INDIA PLYWOODS LIMITED**  
**MINUTES OF THE 77<sup>TH</sup> ANNUAL GENERAL MEETING**

Nature of Meeting : Annual General Meeting  
 Venue : Video Conferencing/ Other Audio Visual Means (OAVM)  
 Date : 29.09.2022  
 Time : 11.00 A.M

**Present****I.Directors**

SL .NO	NAME	DESIGNATION
1	Shri T Balakrishnan	Chairman
2	Shri P K Mayan Mohamed	Managing Director
3	Smt Radha Unni	Director
4	Smt Pushya Sitaraman	Director
5	Shri Thiruvengadam Parthasarathi	Director
6	Shri Prasanth Raghunathan	Director

**II.Shareholders**

Present through VC/ OAVM	Present through proxy	Total
26	0	26

**In attendance**

- i. Shri Jayaprakesh M C - Statutory Auditor
- ii. Shri Murali Kanniyath - Scrutinizer
- iii. Shri R Balakrishnan - CFO & Company Secretary

**Chairman**

Shri T Balakrishnan, Chairman presided over the meeting.

**Quorum**

The Chairman declared that pursuant to the provisions of Section 103 (1) (a) (3) of the Companies Act, 2013, 15 members shall form the quorum for the meeting. Since more than 15 members are present through video conference for the meeting, Chairman declared that there is proper quorum.

**Chairman's speech**

The Chairman welcomed the Directors physically present and the members attended through video conference. The Chairman stated that after the covid, the company is doing well and during 2021-22 there was an increase of 18% in turnover. The company expects to reach a turnover of Rs.110 Crores during 2022-23.

He thanked the shareholders employees, dealers, suppliers, banks and other agencies connected with the business of the Company for their whole hearted corporation.



## **Statutory registers and documents**

Statutory registers and documents required to be made available for the members during the meeting remained open and accessible during the continuance of the Meeting.

## **Notice of the meeting**

The Notice of the meeting dated 13.08.2022 was read and with the approval of members, the Chairman declared that the Balance sheet, Statement of Profit and Loss, Board's Report and Auditor's Report which have already been circulated among the members be taken as read.

## **Business Agenda and announcement of results for e-voting and Venue e-voting**

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 the Company had extended e-voting facility and in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 facility for voting through Venue e-voting of the Annual General Meeting to those members who have not voted earlier by E-voting. The e-voting Commenced on 26<sup>th</sup> September 2022 at 9 AM and ends on 28<sup>th</sup> September 2022 at 5 PM. The Board has appointed Shri Murali Kanniyath, Practicing Company Secretary as the Scrutinizer for scrutinizing the e-voting and venue e-voting at the Annual General Meeting. It was also informed that after scrutiny of the votes casted in the e-voting and venue e-voting during AGM for all the four resolutions, Shri Murali Kanniyath will submit the Report. It was further informed that Chairman has authorized Shri R Balakrishnan, CFO & Company Secretary to countersign the Scrutinizer's Report of the total votes cast in favour or against, if any, and thereafter to declare the result of the voting forthwith and to publish the same in the website of the company.

Chairman also informed the meeting that the Auditor's Report attached to the Annual Report for the year ended 31st March, 2022 does not contain any qualifications, observations or Comments on financial transactions or matters, which have any adverse effect on the functioning of the company and hence the same, being already circulated among the members, be taken as read.

## **ORDINARY BUSINESS**

### **1. (a) Adoption of Audited Standalone Financial Statements for the year ended 31-03-2022 - Ordinary Resolution**

"RESOLVED THAT the audited financial statements of the Company including Balance sheet, Statement of Profit and Loss and Statement of changes in Equity for the year ended 31<sup>st</sup> March, 2022 together with the reports of the board of directors and the auditors of the Company thereon, as presented to the meeting, be and are hereby received, approved and adopted."

### **(b) Adoption of Audited Consolidated Financial Statements for the year ended 31-03-2022 - Ordinary Resolution**

"RESOLVED THAT the audited consolidated financial statements of the Company including Balance sheet, Statement of Profit and Loss and Statement of changes in Equity for the year ended 31<sup>st</sup> March, 2022 together with the reports of the board of directors and the auditors of the Company thereon, as presented to the meeting, be and are hereby received, approved and adopted."

Out of 25,37,696 votes polled, including e-voting, 25,37,669 votes were in favour and hence the resolution carried.

**2. Declaration of Dividend: To declare Dividend of Rs. 0.80 (8% only) per Equity Shares of face value of Rs. 10 for the financial year 2021-22— Ordinary Resolution**

"RESOLVED THAT Dividend at the rate of Rs. 0.80 (8%) per equity shares of Rs. 10 each for the financial year 2021-22 as recommended by the Board of Directors be and is hereby approved"

Out of 25,37,696 votes polled, including e-voting, 25,37,669 votes were in favour and hence the resolution carried.

**3. Appointment of a Director retiring by rotation: To appoint a Director in place of Mr. Thiruvengadam Parthasarathi (DIN: 00016375), who retires by rotation and, being eligible, offers himself for re-appointment –Ordinary Resolution**

"RESOLVED THAT Shri. Thiruvengadam Parthasarathi (DIN: 00016375) who is retiring by rotation at the AGM be and is hereby reappointed as Non-Executive Non-Independent Director"

Out of 25,37,696 votes polled, including e-voting, 25,37,662 votes were in favour and hence the resolution carried.

**4. Appointment of Statutory Auditors of the Company: To consider and if thought fit, to pass, with or without modification (s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to recommendation of the Audit Committee and the Board of Directors, M/s Sankar and Moorthy, Chartered Accountants, Kannur (Firm Registration No. 003575S) be and are hereby reappointed as Statutory Auditors of the Company for a period of Five (5) years at such remuneration plus reimbursement of out of pocket, travelling and living expenses etc., as may be mutually agreed between the Board of Directors of the Company and the said Auditors.

RESOLVED FURTHER THAT M/s Sankar and Moorthy, Chartered Accountants, if Reappointed as the Statutory Auditors of the Company, shall hold office for a period of five years, from the conclusion of this Seventy Seventh Annual General Meeting till the conclusion of Eighty Second Annual General Meeting of the Company.

RESOLVED FURTHER THAT The Board of Directors (including its Committee thereof) and Mr. R Balakrishnan, CFO & Company Secretary and Compliance Officer of the Company, be and are hereby authorised to do all such Acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."

Out of 25,37,696 votes polled, including e-voting, 25,37,669 votes were in favour and hence the resolution carried.

**Vote of Thanks**

The Company Secretary thanked the members for their cooperation in the successful conduct of the meeting

The Chairman declared that the proceedings of the meeting are over.

The meeting came to a close with vote of thanks to the chair at 11.30 AM



**CHAIRMAN**



**NAME OF THE COMPANY: WPR-THE WESTERN INDIA PLYWOODS LTD.**

1. Ordinary Resolution. To receive, consider and adopt (a) audited standalone financial statements of the Company for the financial year ended on March 31, 2022 and the Reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended on March 31, 2022 and the Reports of the Auditors thereon and in this regard, pass the following resolution as an Ordinary Resolution

Resolution Required:(Ordinary/Special)		Ordinary Resolution						
PARTICULARS	MODE OF VOTING	Whether promoter/ promoter groups are interested in the agenda/resolution?						
		NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES (3)=(2/1)*100	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=(4/2)*100	% OF VOTES AGAINST ON VOTE (7)=(5/2)*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTER AND PROMOTER-GROUP	E-VOTING	3476831	1426867	41.04	1426867	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>3476831</b>	<b>1426867</b>	<b>41.04</b>	<b>1426867</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	435339	413235	94.92	413235	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>435339</b>	<b>413235</b>	<b>94.92</b>	<b>413235</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	4575170	697594	15.25	697567	27	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>4575170</b>	<b>697594</b>	<b>15.25</b>	<b>697567</b>	<b>27</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>8487340</b>	<b>2537696</b>	<b>29.9</b>	<b>2537669</b>	<b>27</b>	<b>100</b>	<b>0</b>



**NAME OF THE COMPANY: WPR-THE WESTERN INDIA PLAYWOODS LTD**

2. Ordinary Resolution: To declare a final dividend on equity shares for the financial year ended on March 31, 2022 and in this regard, pass the following resolution as an Ordinary Resolution.

Ordinary Resolution									
Resolution Required (Ordinary/Special)									
Whether promoter/ promoter groups are interested in the agenda/resolution?									
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES (3)=(2/1)*100	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=(4/3)*100	% OF VOTES AGAINST ON VOTE POLLED (7)=(5/2)*100	
		(1)	(2)	(3)	(4)	(5)	(6)	(7)	
PROMOTER AND PROMOTER-GROUP	E-VOTING	3476831	1426867	41.04	1426867	0	100	0	0
	POLL		0	0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>3476831</b>	<b>1426867</b>	<b>41.04</b>	<b>1426867</b>	<b>0</b>	<b>100</b>	<b>0</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	435339	413235	94.92	413235	0	100	0	0
	POLL		0	0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>435339</b>	<b>413235</b>	<b>94.92</b>	<b>413235</b>	<b>0</b>	<b>100</b>	<b>0</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	4575170	697594	15.25	697567	27	100	0	0
	POLL		0	0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>4575170</b>	<b>697594</b>	<b>15.25</b>	<b>697567</b>	<b>27</b>	<b>100</b>	<b>0</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>8487340</b>	<b>2537696</b>	<b>29.9</b>	<b>2537669</b>	<b>27</b>	<b>100</b>	<b>0</b>	<b>0</b>

**NAME OF THE COMPANY: WPR-THE WESTERN INDIA PLYWOODS LTD**

3. Ordinary Resolution: to appoint Mr. Thiruvengadam Parthasarathi (DIN: 00016375), who retires by rotation as a Director, and in this regard pass the following resolution as an Ordinary Resolution.

Resolution Required:(Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP	E-VOTING	3476831	1426867	41.04	1426867	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>3476831</b>	<b>1426867</b>	<b>41.04</b>	<b>1426867</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	435339	413235	94.92	413235	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>435339</b>	<b>413235</b>	<b>94.92</b>	<b>413235</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	4575170	697594	15.25	697560	34	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>4575170</b>	<b>697594</b>	<b>15.25</b>	<b>697560</b>	<b>34</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>8487340</b>	<b>2537696</b>	<b>29.9</b>	<b>2537662</b>	<b>34</b>	<b>100</b>	<b>0</b>

NAME OF THE COMPANY: WPR-THE WESTERN INDIA PLYWOODS LTD

4. Ordinary Resolution: To consider and if thought fit to pass, with or without modification (s), the following resolution as an Ordinary Resolution:

Ordinary Resolution									
Resolution Required: (Ordinary/Special)									
Whether promoter/ promoter groups are interested in the agenda/resolution?									
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES (3)=(2/1)*100	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=(4/2)*100	% OF VOTES AGAINST ON VOTE POLLED (7)=(5/2)*100	
PROMOTER AND PROMOTER-GROUP	E-VOTING	3476831	1426867	41.04	1426867	0	100	0	
	POLL		0	0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	0	
	<b>SUB TOTAL</b>	<b>3476831</b>	<b>1426867</b>	<b>41.04</b>	<b>1426867</b>	<b>0</b>	<b>100</b>	<b>0</b>	
PUBLIC-INSTITUTIONS	E-VOTING	435339	413235	94.92	413235	0	100	0	
	POLL		0	0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	0	
	<b>SUB TOTAL</b>	<b>435339</b>	<b>413235</b>	<b>94.92</b>	<b>413235</b>	<b>0</b>	<b>100</b>	<b>0</b>	
PUBLIC-NON INSTITUTIONS	E-VOTING	4575170	697594	15.25	697567	27	100	0	
	POLL		0	0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	0	
	<b>SUB TOTAL</b>	<b>4575170</b>	<b>697594</b>	<b>15.25</b>	<b>697567</b>	<b>27</b>	<b>100</b>	<b>0</b>	
<b>GRAND TOTAL</b>		<b>8487340</b>	<b>2537696</b>	<b>29.9</b>	<b>2537669</b>	<b>27</b>	<b>100</b>	<b>0</b>	





**COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING AND VENUE E-VOTING  
FOR THE WESTERN INDIA PLYWOODS LIMITED**

To,  
Mr. T. Balakrishnan  
Chairman  
The Western India Plywoods Limited  
Baliapatam, Kannur  
Kerala - 670010

The 77<sup>th</sup> Annual General Meeting of the Equity Share Holders of **THE WESTERN INDIA PLYWOODS LIMITED (CIN: L20211KLI1945PLC001708)** held on Thursday, the 29<sup>th</sup> day of September, 2022 at 11:00 A.M through Video Conference/Other Audio Video Means (OAVM).

**Sub: Passing of resolutions through remote e-voting and Venue voting conducted at the 77<sup>th</sup> Annual General Meeting of the Equity Shareholders of THE WESTERN INDIA PLYWOODS LIMITED.**

I, CS Murali Kanniyath, Company Secretary in Practice, holding Membership Number: FCS - 6916 and Certificate of Practice Number - 7543, S.D Complex, 1<sup>st</sup> Floor, Room No. T.P (N) 3-355, South Bazar, P.O Civil Station, Kannur, Kerala-670002, have been appointed as Scrutinizer by the Board of Directors for the Remote Electronic Voting and the Venue e-voting conducted at the Annual General Meeting on the below mentioned resolution(s) at the 77<sup>th</sup> Annual General Meeting of **THE WESTERN INDIA PLYWOODS LIMITED (CIN: L20211KLI1945PLC001708)** held on Thursday, the 29<sup>th</sup> day of September, 2022 at 11:00 A.M through Video Conference/Other Audio Video Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. 20 dated 5<sup>th</sup> May 2020 read with Circular No. 14 dated 8<sup>th</sup> April 2020 and Circular No. 17 dated 13<sup>th</sup> April 2020, 15<sup>th</sup> June 2020, 28<sup>th</sup> September 2020, 31<sup>st</sup> December 2020, 13<sup>th</sup> January 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular(s) No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 ("SEBI Circulars").

The Company had appointed Central Depository Services Limited (CDSL) as the Service Provider, for extending the facility for the remote electronic voting to the shareholders of the Company from Monday, the 26<sup>th</sup> day of September, 2022 (09.00 A.M.) to Wednesday, the 28<sup>th</sup> day of September, 2022 (05.00 P.M) and for Venue e-voting system on the date of AGM At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the

For THE WESTERN INDIA PLYWOODS LTD.

  
R. Balakrishnan  
CFO & Company Secretary



