



# THE WESTERN INDIA COTTONS LTD.

PAN : AACT 8519J  
GST No. : 32AAACT8519J1Z9  
CIN : L17115KL1954PLC001709

Regd. Off : PAPPINISSERI P.O, CANNANORE-670 561, KERALA, INDIA.  
Address for Communication: ASHIYANA GREENS, MILL ROAD, KANNUR-670 001.  
TEL- 0497-2761353 E-Mail: wicottonltd@gmail.com

## **REPORT ON THE 66<sup>th</sup> ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF THE WESTERN INDIA COTTONS LTD., HELD ON WEDNESDAY THE 29<sup>th</sup> SEPTEMBER, 2021 AT 11.00 AM BY VIDEO CONFERENCE.**

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs ("MCA") followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time (collectively referred to as "MCA Circulars"), MCA has permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), the AGM of the Company is being held through VC / OAVM.

The venue of the meeting shall be deemed to be the Registered Office of the Company at Pappinisseri, Kannur - 670561

### **1.Attendance**

#### **Directors Present :**

Shri P.K.Shameem, Smt Nadeera Shameem, Shri RS Nair, Shri A Ramachandra Shetty, Shri.T.T.P.Mahamood & Shri A.K.Shereif

The Statutory Auditors M/s Varma & Varma was represented by Shri Prasanth D Pai., Partner

The proceedings were conducted by a Company Secretary M no.: 7119

### **2. The day, date, hour and venue of the Annual General Meeting;**

Wednesday, the 29<sup>th</sup> September, 2021 at 11.00 AM by video conference.

### **3. Confirmation with respect to appointment of Chairman of the meeting;**

The Company Secretary conducting the proceedings of the meeting announced that a Chairman for the meeting is to be elected. Shri P.K.Shameem was then unanimously elected as Chairman of the Meeting

### **4. Number of members attending the meeting;**

32 Shareholders were present for the meeting, whose names are recorded through the video conference and noted. There was no proxy.



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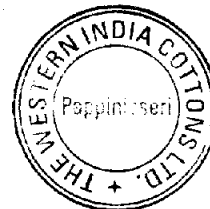
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## 5. Confirmation of quorum;

With the number of shareholders present, the Chairman declared that the required quorum exists and accordingly the meeting was called to order.

## 6. Confirmation with respect to compliance of the Act and the Rules, secretarial standards made thereunder with respect to calling, convening and conducting the meeting;

- i. Notice of Book Closure to CDSL, NSDL and our Share Handling Registrar M/s. Cameo Corporate Services Ltd sent on 30.8.2021.
- ii. Letter sent to Cameo Corporate Services enclosing Notice of the AGM along with six sets of Annual Reports and a soft copy of the Annual Report on 04.09.2021
- iii. Letters enclosing the notice and Annual Report sent to all Directors and Statutory Auditors on 4.9.2021.
- iv. Specific mention was made in the notice about the electronic voting and details and processes were well explained in the notice. The commencement of E-voting was declared commencing at 09.00 AM on 26<sup>th</sup> September, 2021 and closure at 05.00 PM on 28<sup>th</sup> September, 2021.
- v. Shri Murali Kanniyath, Company Secretary in Practice was appointed as Scrutinizer to oversee the voting process and declare the final result based on the outcome.
- vi. The voting process was merely through electronic process and there was no provision for physical attendance. As part of the voting process, in addition to electronic voting permitted from 26<sup>th</sup> September to 28<sup>th</sup> September, 2021 opportunity was also rendered to those shareholders who were present at the AGM, excluding those present but already voted electronically, to cast their votes electronically.
- vii. As participant on green initiative introduced by the MCA, 99 Annual Reports were dispatched on 7.9.2021 directly by M/s Cameo Corporate Services, our RTA by email to the shareholders, whose e.mail ids have been registered with them.





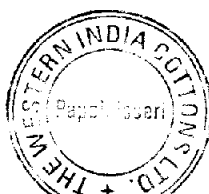
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- viii. Annual Report which is inclusive of the notice of the AGM were physically dispatched to the rest of the shareholders by registered post parcel. The dispatches were completed on 6.9.2021.
- ix. The electronic votes were directly registered at the relevant site created for the purpose maintained by the CDSL.
- x. The result of the E-voting was consolidated by the Scrutinizer which indicates that 83 members voted in the AGM by E Voting.
- xi. The result of the Remote E-voting together with the Venue E-voting conducted at the time of AGM is as under:

Res olu tio n No.	Subject Matter of Resolution	Particulars of Business	Votes in favour of the resolution		Votes against the resolution	
			No.	%	No.	%
<b>ORDINARY BUSINESS</b>						
1	Adoption of financial statements for the year ended 31st March 2021	Remote E-voting	1655377	100	-	-
		Voting conducted through E Voting system at the meeting	17000	100	-	-
		<b>Total</b>	<b>1672377</b>	<b>100</b>	-	-
2	Appointment of Mrs. Nadeera Shameem (DIN 07138353) as a director liable to retire by	Remote E-voting	1655377	100	-	-
		Voting conducted	17000	100	-	-





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	rotation	through E Voting system at the meeting				
		<b>Total</b>	<b>1672377</b>	<b>100</b>	-	-
3	Appointment of Mr. A. K. Shereif (DIN 02368732)  as a director liable to retire by rotation	Remote E-voting	1655377	100	-	-
		Voting conducted through E Voting system at the meeting	17000	100	-	-
		<b>Total</b>	<b>1672377</b>	<b>100</b>	-	-

In view of the report of the Scrutinizer to the Chairman in his letter dated 29.9.2021 declaring all resolutions stand passed under the e-voting with requisite majority as specified under the Companies Act, 2013.

- xii. During the meeting all the procedures and processes with regard to noting the presence of Directors and shareholders, appointment of the Chairman of the meeting, , speech by the Chairman, confirmation of the quorum were fulfilled. In view of the ABOVE, THE FOLLOWING 3 RESOLUTIONS STAND ADOPTED IN THE 66<sup>TH</sup> AGM HELD ON 29.9.2021.
1. To receive, consider and adopt the Audited Balance Sheet as at 31.03.2021 and the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon

**“RESOLVED THAT** the Profit and Loss Account for the year ended 31<sup>st</sup> March, 2021 and the Balance Sheet as on that date together with the schedules and notes forming



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part of Accounts, audited and reported by the Auditors of the Company and the Directors Report to the shareholders with the prescribed Annexures and other disclosures be and are hereby approved and adopted.”

2. To reappoint Mrs Nadeera Shameem( DIN 07138353) who retires by rotation at this meeting and being eligible, offers herself for re-appointment
3. To re-appoint Mr.A.K.Shereif (DIN 02368732) who retires by rotation at this meeting and being eligible, offers himself for re-appointment

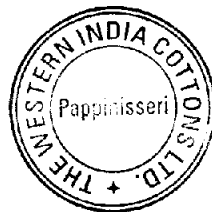
**FURTHER RESOLVED THAT** any of the Directors of the company be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary proper or desirable and settle any question, difficulty or doubt that may arise in the said regard

The Chairman thanked all those in attendance for their presence and making the meeting successful.

Particulars with respect to any adjournment, postponement of meeting, change in venue; NOT APPLICABLE

Any other points relevant for inclusion in the report.: NIL

Place Kannur  
Date 1.10.2021



For the Western India Cottons Ltd

P.K.Shameem  
Managing Director (DIN 01218800)