



WELTERMAN INTERNATIONAL LTD.

Registered Office & Factory : Plot No. 1135, At. & Po. Lamdapura, Lamdapura Road, Ta. Savli,
Dist.: Vadodara (Gujarat) 391775 (India) Tel. : 02667-262201 Email : welterman.baroda52@gmail.com

PROCEEDINGS OF THE THIRTIETH (30TH) ANNUAL GENERAL MEETING (AGM) OF WELTERMAN INTERNATIONAL LIMITED HELD ON MONDAY, 26TH SEPTEMBER, 2022 AT 11:00 A.M. IST THROUGH VIDEO CONFERENCING(VC)/OTHER AUDIO VISUAL MEANS (OAVM) AND CONCLUDED AT 11:30 A.M. (IST).

Board Members Present:

| Sr. No. | Name of Board Member | Designation | Chairman /Member | Committees |
|---------|--------------------------------|--------------------------------|-------------------------|---|
| 1. | Mr. Mohammed Mansur H. Dhanani | Executive Director & CEO | Chairman of the meeting | - Audit Committee - Stakeholders' Relationship Committee |
| 3. | Mrs. Huma Madani | Non – Executive Woman Director | Member | - Nomination & Remuneration Committee |

Mr. Leeladhar S. Kotian, Independent Director and Chairman of Audit Committee, Nomination & Remuneration Committee as well as Stakeholders' Relationship Committee & Mr. Mihir M. Bhatia, Independent Director & Member of Audit Committee as well as Member of NRC could not attend the Meeting. Mr. Narendra M. Patel, CFO could not attend the meeting due to ill health.

Invitees:

| Sr. No. | Name of Person | Designation |
|---------|----------------------|--|
| 1. | Mr. Rahul Parikh | Representative of M/s. Rachana Chotalia & Associates, Statutory Auditor of the Company |
| 2. | Mr. Devesh A. Pathak | Representative of M/s. Devesh Pathak & Associates, Practising Company Secretaries, Secretarial Auditor |

In Attendance:

| Sr. No. | Name of Person | Designation |
|---------|--------------------|-------------------|
| 1. | Mr. Nikhil Goswami | Company Secretary |

The 30th Annual General Meeting (AGM) of members of the Company was held on September 26, 2022 at 11:00 AM IST through video conferencing (VC)/ other audio-visual means (OAVM). The meeting was held in compliance with various circulars issued by Ministry of Corporate Affairs and SEBI read with applicable provisions under the Companies Act, 2013 and rules framed thereunder as well as SEBI Regulations.

Mr. Nikhil Goswami, Company Secretary warmly welcomed shareholders and expressed thanks to the participants in the AGM. In continuation, he introduced Board members, Invitees and Secretarial Auditor.





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On unanimous consent of the Board, Mr. Mohammed Mansur H. Dhanani, an Executive Director and CEO of the Company and Member of Audit Committee and Stakeholders Relationship Committee, was elected to act as a Chairperson of the 30th Annual General Meeting of the Company. Then, Mr. Mohammed Mansur H. Dhanani, chaired the meeting, he welcomed the members at the virtual AGM and declared the meeting in order as valid number of quorum was present. He then requested Company Secretary to provide certain guidelines to be followed during the meeting and proceed further with the proceedings.

The Company Secretary then stated that, the facility for appointment of proxies by the Members was not applicable as the AGM was held through video conferencing. The documents / registers as per the regulatory requirement were available for inspection to the Members at the Registered Office of the Company. He further informed the Members that, the Company had provided remote e-voting facility to the Members to exercise their right to vote on the business items to be transacted in the AGM Notice, by electronic means and participation of Members in the AGM was restricted up to 1000 members which did not include large Shareholders.

Mr. Mohammed Mansur H. Dhanani further gave a brief about the industry scenario and performance of the Company on request of a Chairman.

The notice of AGM was taken as read. Further the Company Secretary informed that, there were no qualifications/observations or comments or other remarks on the financial transactions or matters which may have an adverse effect on the functioning of the Company either from the Statutory Auditors or from Secretarial Auditors in their respective Reports. Accordingly, the Company has no information in this regard.

The Company Secretary then informed that, the Company has appointed Mr. Devesh A. Pathak of M/s. Devesh Pathak & Associates, Practicing Company Secretaries, as the Scrutinizer for remote e-voting facility provided from 23rd September, 2022, Friday, to 25th September, 2022 Sunday as well as e voting at the AGM.

Thereafter, the Business items as per Notice of the AGM were taken up in chronological order, as follows:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31 March, 2021 together with the Reports of the Board of Directors' and Auditors' thereon. (Ordinary Resolution)
2. To appoint a Director in place of Ms.HumaMadani (DIN: 07964833), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)
3. To appoint Statutory Auditors and fix their remuneration.(Ordinary Resolution)

The member, who had registered their names for sharing their views within stipulated time period, did not join the meeting.

Lastly, information on e-voting facility to remain open for 15 minutes post conclusion of the AGM was given by the Scrutinizer. He also requested Members who had not exercised their votes through the remote e-voting facility, to cast their votes through this e-voting facility at the AGM.





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The 30th AGM was then concluded by the Chairman at 11:30 am with the vote of thanks to the shareholders and he authorised Company Secretary to announce the voting results within forty-eight hours of the conclusion of Annual General Meeting. The e-voting facility was kept open for next 15 minutes after conclusion of the meeting to enable the members to cast their vote.

For Welterman International Limited


Nikhil Goswami
Company Secretary

