



# WELTERMAN INTERNATIONAL LTD.

**Registered Office :** Plot No. 39/1, 39/2/1, 39/2/2 and 39/2/3 MIDC Industrial Area, Dhatav, Tal: Roha, Raigad, 402109 (India) Tel. : 02194-264492 Email : [welterman.baroda52@gmail.com](mailto:welterman.baroda52@gmail.com)

**Date: 28/09/2023**

**WIL/LODR/2022-23/29**

To,  
The Manager  
Department of Corporate Relationship  
BSE Limited  
25th Phiroz Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

**Ref: - Scrip Code: 526431**

**Sub: Summary of proceedings of the 31<sup>st</sup> Annual General Meeting held on Thursday, 28th September, 2023 at 11:00 am (IST)**

Dear Sir / Madam,

Pursuant to Regulation 30(6) read with Part A of schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we have enclosed a summary of proceedings of the 31st Annual General Meeting of the Company ("AGM") duly convened on Thursday, September 28, 2023 at 11:00 p.m. (IST) through video conferencing (VC)/Other Audio Visual Means (OAVM).

Kindly take the aforesaid information on your record and oblige.

**Thanking you,**

**Yours faithfully,  
For Welterman International Limited**

**Nikhil Goswami  
Company Secretary  
ACS 68272**

Encl: As above



# WELTERMAN INTERNATIONAL LTD.

**Registered Office :** Plot No. 39/1, 39/2/1, 39/2/2 and 39/2/3 MIDC Industrial Area, Dhatav, Tal: Roha, Raigad, 402109 (India) Tel. : 02194-264492 Email : [welterman.baroda52@gmail.com](mailto:welterman.baroda52@gmail.com)

**PROCEEDINGS OF THE THIRTIETH (31<sup>ST</sup>) ANNUAL GENERAL MEETING (AGM) OF WELTERMAN INTERNATIONAL LIMITED HELD ON THURSDAY, 28TH SEPTEMBER, 2023 AT 11:00 A.M. IST THROUGH VIDEO CONFERENCING(VC)/OTHER AUDIO VISUAL MEANS (OAVM) AND CONCLUDED AT 11:15 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 31st Annual General Meeting (AGM) of members of the Company was held on Thursday, September 28, 2023 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.

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 31<sup>st</sup> 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 requisite 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 Monday, 25<sup>th</sup> September, 2023 to Wednesday, 27<sup>th</sup> September, 2023 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 31st March, 2023 together with the Reports of the Board of Directors' and Auditors' thereon. (Ordinary Resolution)
2. To appoint a Director in place of Mr. Mohammed Mansur H. Dhanani (DIN: 08814878), who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)
3. To approve Alteration of the Memorandum of Association of the Company. (Special Resolution)
4. To Approve Adoption of a new set of Articles of Association. . (Special 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.



# WELTERMAN INTERNATIONAL LTD.

**Registered Office :** Plot No. 39/1, 39/2/1, 39/2/2 and 39/2/3 MIDC Industrial Area, Dhatav, Tal: Roha, Raigad, 402109 (India) Tel. : 02194-264492 Email : [welterman.baroda52@gmail.com](mailto:welterman.baroda52@gmail.com)

The 31<sup>st</sup> AGM was then concluded by the Chairman at 11:15 am with the vote of thanks to the shareholders and he authorised Company Secretary to announce the voting results within Two Working days 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**  
ACS 68272

