



FORMERLY KNOWN AS

WONDER FIBROMATS PVT. LTD.

REGISTERED OFFICE: 45, GROUND FLOOR, OKHLA INDUSTRIAL ESTATE,  
PHASE III, NEW DELHI - 110020 | PHONE 011-66058952

CIN: L31900DL2009PLC195174

INFO@WONDERFIBROMATS.COM

WWW.WONDERFIBROMATS.COM

**Date: September 30, 2021**

To,

**Chief Manager  
Listing Compliance Department  
National Stock Exchange of India Limited (NSE)  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai-400051**

**Scrip Code: WFL  
ISIN: INE02WG01016**

**Sub: Proceedings of the 12<sup>th</sup> Annual General Meeting of the members of the Company.**

Dear Sir/Madam,



In terms of the General Circular. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA") and in compliance with the with the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 12<sup>th</sup> AGM of the Company was held on Thursday, September 30, 2021 at 1.00 p.m. (IST) Through Video Conference / Other Audio Visual Means to transact the business as stated in the Notice dated September 02, 2021, convening the AGM.

In this regard, please find enclosed the Summary of the proceedings of the AGM of the Company as required under Regulation 30 read with Part A of Schedule-III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations").

Kindly take the above on record and acknowledge receipt of the same.

Thanking you,

**For Wonder Fibromats Limited**

  
  
**Kripank Kumar Singh  
Company Secretary & Compliance Officer  
Membership. No. A59926**

**Encl: As above**

**Summary of proceedings of 12<sup>th</sup> Annual General Meeting of  
Wonder Fibromats Limited**

The 12<sup>th</sup> Annual General Meeting (AGM) of the members of the Company was held on 30<sup>th</sup> September, 2021 at 1:00 p.m., through Video Conference ("VC") / Other Audit Visual Means (OAVM) without the physical presence of the Members at a common venue, in compliance with General Circular No. 02/2021, 20/2020, 17/2020, 14/2020 issued by Ministry of Corporate Affairs (collectively referred to as MCA Circulars) and circulars issued by the Securities and Exchange Board of India (SEBI):

In accordance with the Secretarial Standard -2 on General Meeting issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/Clarification dated April, 15, 2020 issued by ICSI, the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed Venue of the AGM.

Total number of shareholders as on the cut-off date i.e., 23<sup>rd</sup> September, 2021 date of AGM were 105.

**DIRECTORS PRESENT**

Mr. Harsh Kumar Anand	:	Chairman & Managing Director
Mr. Yogesh Sahni	:	Director
Mr. Yogesh Anand	:	Director/CFO
Mr. Karan Anand	:	Director
Mr. Siddhant Sahni	:	Director
Mr. Jatin Anand	:	Director
Mrs. Neerja Sahni	:	Women Director
Mr. Jugal Kishore Chugh	:	Independent Director & Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship Committee
Mr. Praveen Chand Khanna	:	Independent Director
Mr. Sunil Malhotra	:	Independent Director

**IN ATTENDANCE**

Mr. Kripank Kumar Singh	:	Company Secretary
Mr. Yogesh Garg	::	Statutory Auditor (Partner of M/s AYK & Associates)
Ms. Rubina Vohra	:	Secretarial Auditor & Scrutinizer (Proprietor of M/s. Rubina Vohra & Associates)

Total 12 (Twelve) members including Authorized Representatives, attended the meeting through Video Conferencing.



As the AGM was held through VC, the facility for appointment of proxies by the members was not available.

The Company Secretary address the Members with welcome speech and give general advisory regarding the meeting and also informed the members, that the statutory registers under the Companies Act, 2013 and other documents as referred in the Notice of the AGM were made available in the electronic form for inspection to every member who had made specific request for inspection by sending an email to the Company.

The Company Secretary further informed that the company has not received any questions/queries from any member as on 26<sup>th</sup> September 2021, as the last date to received questions/queries from the shareholders, and thereafter handover the proceeding to the Chairman.

Thereafter, Chairman of the Board, Mr. Harsh Kumar Anand, chaired the Meeting and welcomed all the members, Board of Directors and Invitees for participating Virtually.

At the request of the Chairman, all the Directors attending the AGM from their respective locations introduced themselves to the members. Ten Directors of the Company, including the Chairman of the Audit Committee, Chairman of Nomination; and Remuneration Committee and Chairman of the Stakeholders Relationship Committee, attended the AGM.

The representatives of M/s. AYK & Associates, Statutory Auditors, and M/s. Rubina Vohra & Associates, Secretarial Auditors and the Scrutinizer, were also present at the Meeting through VC.

The Chairman briefed about the actions which the Company had taken for enabling members to participate and vote on the items being considered in the AGM and informed that all efforts feasible under the circumstances were made by the Company to enable maximum participation of the members.

Thereafter, the Chairman addressed the Members and delivered his speech and briefly tells about the last year financial performance of the company.

Thereafter, the Chairman ascertained that the requisite quorum was present and called the meeting to Order.

The Chairman informed the members that the 12<sup>th</sup> AGM notice and a copy of annual report for the FY ended 31<sup>st</sup> March 2021, have already been emailed to all shareholders whose e-mail addresses are registered with the Company or the Depositories. These documents have also been made available on the Company's website. Considering the above, the Notice taken as read.

It was further informed by the Chairman that the Statutory Auditors' Report on the Annual Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2021 and the Secretarial Audit report for the Financial Year ended 31<sup>st</sup> March, 2021 does not contain any qualifications, observations or comments, Considering the above details, Both the auditor's report taken as read at the AGM.

The Chairperson informed the members that, the remote e-voting is already concluded and many members have cast their votes, there will be no proposer or seconder for the resolutions as set out in the notice of Annual General Meeting.

Thereafter the Chairman request the Company Secretary to readout the agenda items and necessary voting instructions made for the benefit of members of the company.



The Company Secretary, thereafter, moved to the items of Business to be considered at the AGM as specified in the Notice of the AGM dated 02<sup>nd</sup> September 2021 as below.

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon.
2. To Appoint a Director in place of Mr. Karan Anand (DIN: 05253410), who retire by rotation and being eligible, offers himself for re-appointment.
3. To Appoint a Director in place of Mr. Jatin Anand (DIN: 07507727), who retire by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:**

4. Ratification of remuneration payable to M/s. Ajay Kumar Singh & Co., Cost Auditors of the Company
5. To increase the limit to secure the borrowing by creation of security on the assets of the company pursuant upto Rs. 100 crores.
6. To increase the limits of giving loan(s), making investment(s) or providing security(ies) or guarantee(s).
7. To approve Loans, Investments, Guarantee or Security under section 185 of Companies Act, 2013.
8. To approve continuation of directorship of Mr. Jugal Kishore Chugh (DIN: 01254901), as non-executive independent director.
9. To designate and appoint Mr. Karan Anand (DIN: 052353410), executive director as whole-time director of the company.
10. To designate and appoint Mr. Jatin Anand (DIN: 07507727), executive director as whole-time director of the company.
11. To designate and appoint Mr. Siddhant Sahni (DIN: 07508004), executive director as whole-time director of the company.

The Company Secretary further informed that the remote e-voting commenced on Monday, 27 September, 2021 at 09:00 a.m. and ended on Wednesday, 29<sup>th</sup> September, 2021 at 05:00 p.m. It was further informed that, Members attending the AGM who have not already cast their vote by remote e-voting shall be able to cast their vote electronically during the meeting which was integrated with VC platform.



The Company Secretary further informed the members that the e-voting window open for another 15 minutes after the proceeding of the AGM shall stand concluded and requested the members who had not already cast their vote to cast the same before the said time.

The Members were informed that Ms. Rubina Vohra, Practicing Company Secretary has been appointed by the board as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Company Secretary further informed that the voting results along with the consolidated Scrutinizers Report shall be informed to the Stock Exchanges and be placed on the website of the Company.

One of the Shareholder of the company asked queries/question through VC/OAVM and were duly responded by the Chairman.

Thereafter, Chairman thanked the Members for their presence and active participation and support extended to the Company and declare the proceedings of the meeting as complete and concluded.

The meeting concluded at 1:37 P.M.

\*\*\*\*\*

