



WILLIAMSON MAGOR & CO. LIMITED

Corporate Identity Number (CIN) : L01132WB1949PLC017715

REGISTERED OFFICE : FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001
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22nd December 2020

The Secretary,
BSE Ltd.,
P.J. Towers, Dalal Street,
MUMBAI-400 001.
Scrip Code: 519224

The Secretary,
National Stock Exchange
of India Ltd.,
Exchange Plaza,
5th Floor,
Plot No.C/1,G Block,
Bandra-Kurla Complex,
Bandra (E),
MUMBAI-400 051.
Scrip Code: WILLAMAGOR

The Secretary,
The Calcutta Stock
Exchange Ltd.,
7, Lyons Range,
KOLKATA-700001
Scrip Code: 33013

Subject: Proceedings of 69th Annual General Meeting of the Company held on 22nd December, 2020 as per Regulation 30 read with Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended.

Dear Sirs,

Pursuant to the Regulation 30 read with Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended we are pleased to inform you that 69th Annual General Meeting of the members of the Company duly convened and held today i.e., 22nd December, 2020 at 3.00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We have enclosed summary of the proceedings of the 69th Annual General Meeting for your information and record.

This is for your information and records.

Thanking you,

Yours faithfully,

For Williamson Magor & Co. Limited

Aditi Daga
Aditi Daga
Company Secretary



Encl: as above

Summary of the Proceedings of the 69th Annual General Meeting

The 69th Annual General Meeting ('AGM') of the Members of Williamson Magor & Co. Limited was held on Tuesday, 22nd December, 2020 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India (SEBI) and as per the applicable rules of the Companies Act 2013 and the Rules made thereunder. The Meeting commenced at 03.00 P.M. (IST).

- Mrs. Aditi Daga, Company Secretary, made a welcome address to the Members attending the AGM and briefed about the necessity for holding virtual AGM. General guidelines to be followed during the Meeting, e-voting facility provided during the meeting and till fifteen minutes from the closure of the said meeting was also informed to the members.
- Mr. Aditya Khaitan, Chairman of the Company chaired the Meeting. The requisite quorum being present, Meeting was called to order.
- The Chairman introduced the Directors & Key Managerial Personnel who have joined the Meeting. Mr. Rahul Nandan Sahaya, Mr. Gaurang Shashikant Ajmera, Ms. Arundhuti Dhar, also being the Chairman of Audit Committee and Stakeholder's Relationship Committee, Mr. Harishchandra Maneklal Parekh, also being the Chairman of the Nomination & Remuneration Committee, were present at the AGM through VC or OAVM.
- The Chairman introduced Mr. Madan Lal Agarwal, Manager & Chief Financial Officer who was present at the AGM through VC or OAVM.
- Mr. Sunil Singhi, Senior Partner of M/s. V. Singhi & Associates, Statutory Auditors, Mr. Raj Banthia, Representative of Secretarial Auditor M/s MKB & Associates and Mr A K Labh, Scrutinizer of the Company were also present at the Meeting through VC or OAVM from their respective locations.
- The Chairman informed the Members that Notice convening the 69th Annual General Meeting of the Company together with Reports of the Directors and Auditors were sent to the members by e-mail on 27.11.2020 and that a corrigendum was published on 16.12.2020 which should be read in conjunction with the Annual Report 2019-20.
- With the approval of the shareholders' present, the notice was taken as read.
- The Chairman informed the Members that the Registers and Documents, as statutorily required to be made available at the AGM, were available for inspection during the Meeting.



- The Chairman then delivered his address to the Shareholders covering the highlights of overall situation prevailing in the country and on the performance of the Company made during the financial year 2019-20.
- The Company Secretary thereafter informed the Members that pursuant to Section 145 of the Companies Act, 2013, qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company mentioned in the Auditor's Report are required to be read at the meeting. Accordingly, the qualifications of Statutory Auditors' Report on the Financial Statement and Secretarial Audit Report for the Financial Year ended 31st March, 2020 were read at the meeting.
- The Company had provided remote e-voting facility and facility to vote during the AGM to the members. The Company had engaged the services of National Securities Depository Limited (NSDL) to provide facility of e-voting to all Members of the Company as on 15th December, 2020, being the Cut-off date. The remote e-voting was opened on 9.00 a.m. on Friday, 18th December, 2020 and closed at 5.00 p.m. on Monday, 21st December, 2020.
- The Chairman then proceeded with the item of business as per the notice of the 69th AGM dated 10th November, 2020 were transacted at the meeting:

Item no. 1 of the Notice is an ORDINARY BUSINESS relates to Approval and adoption of Audited Financial Statements (Standalone & Consolidated) of the company for the Financial Year ended 31st March, 2020 together with the Reports of Board of Directors and Auditors thereon.

Item no. 2 of the Notice is an ORDINARY BUSINESS relates to appointment of a Director in place of Mr. Amritanshu Khaitan (DIN: 00213413), who retires by rotation and being eligible, offers himself for re-appointment.

This item was not taken up since Mr. Amritanshu Khaitan vide his letter dated 19.12.2020 informed the Board of Directors that he wishes to step down as Director from the Board of the Company by retiring at this AGM. The Chairman informed that it was not possible to fill the vacancy caused due to the retirement of Mr. Amritanshu Khaitan within the date of the AGM due to extreme paucity of time.

Item no. 3 of the notice is a SPECIAL BUSINESS and an Ordinary Resolution relates to appointment of Mr. Gaurang Shashikant Ajmera (DIN: 00798218) as an Independent Director for a term of 5 years commencing from 13th September, 2019



Item no. 4 of the notice is a SPECIAL BUSINESS and an Ordinary Resolution relates to appointment of Mr. Rahul Nandan Sahaya (DIN: 00112644) as an Independent Director for a term of 5 years commencing from 15th September, 2020.

Item no. 5 of the notice is a SPECIAL BUSINESS and an Special Resolution relates to give intercorporate loan(s) to Williamson Financial Services Limited, an Associate of the Company (Related Party) of an amount not exceeding Rs.100 Crores remaining outstanding at any point of time during any financial year and any amount of intercorporate loan(s) already given by the Company to the said Related Party, from time to time during the financial year ended 31st March, 2020.

Item no. 6 of the notice is a SPECIAL BUSINESS and a Special Resolution relates to appointment of Mr. Madan Lal Agarwal, as the Manager of the Company for a period of three years with effect from 19th October, 2020 and payment of remuneration thereof.

- After the resolutions were duly considered at the Meeting, Members who had registered themselves as Speakers and were attending the Meeting through VC / OAVM, expressed their views and sought clarifications. The Chairman responded to the queries raised / clarifications sought by the Members who spoke at the meeting.
- The Company had appointed Mr. A K Labh, Company Secretary in Practice, as the Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during the Meeting.
- The Chairman informed the members that the consolidated results of e-voting would be announced not later than forty eight hours of the conclusion of the AGM and the same shall be posted on the Company's website and at the notice board kept at the Registered Office of the Company. The result will also be communicated to the stock exchanges and National Securities Depository Limited (NSDL).
- The Chairman further informed the Members that since the vacancy caused by retirement of Mr. Amritanshu Khaitan has not been filled up at this AGM due to paucity of time. In view of the provision of Section 152(7)(a) of the Companies Act, 2013, the AGM stands adjourned till the same day in the next week, at the same time i.e. Tuesday, 29th December, 2020 at 03.00 p.m. only for the ordinary business item to consider & expressly resolve not to fill the vacancy of the Director in place of Mr. Amritanshu Khaitan (DIN: 00213413), who retired by rotation at this AGM.
- The e-voting facility shall be made available to the shareholders for above subject matter and shall avail the service of NSDL.
- The meeting concluded with a vote of thanks to the Chair.

