

Date: 26<sup>TH</sup> September, 2023

Ref: WIML/BSE/AGM-PROCEEDINGS/SEPTEMBER-2023

To  
Corporate Relations Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001

**BSE Scrip Code: 538970**  
**Script ID: WARDINMOBI**

**Sub: Disclosure of events or information – Summary of Proceedings of the 41<sup>ST</sup> (Forty First) Annual General Meeting (“AGM”) of the Wardwizard Innovations & Mobility Limited (“the Company”) held on Tuesday, 26<sup>th</sup> September, 2023 through Video Conferencing (VC)**

**Listing Regulation: Regulation 30(6) read with Para A (13) of Part A of Schedule III and all other applicable regulations if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.**

Dear Sir/Madam,

Pursuant to Regulation 30(6) read with Para A (13) of Part A of Schedule III and all other applicable regulations if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, we hereby inform you that the 41<sup>st</sup> (Forty First) Annual General Meeting (AGM) of Members of the Wardwizard Innovations & Mobility Limited was held on **Tuesday, 26<sup>th</sup> September, 2023 at 13.00 P.M (IST)** through Video Conferencing (VC) / Other Audio Visual Means (OAVM) and the businesses as per the notice dated **Monday, 28<sup>th</sup> August, 2023** were transacted thereat.

In terms of subject referred Regulation, a summary of proceedings at 41<sup>st</sup> AGM is also available on the Company's website at [www.wardwizard.in](http://www.wardwizard.in).

You are requested to take the same on records.

**Thanking you,  
For Wardwizard Innovations & Mobility Limited**

**Jaya Ashok Bhardwaj  
Company Secretary and Compliance Officer**

**Encl: As Above**

**SUMMARY OF PROCEEDINGS OF THE 41<sup>ST</sup> (FORTY FIRST) ANNUAL GENERAL MEETING (“AGM”) OF WARDWIZARD INNOVATIONS & MOBILITY LIMITED (“THE COMPANY”)**

The 41<sup>st</sup> Annual General Meeting (“AGM”) of the Members of the Wardwizard Innovations & Mobility Limited (“the Company”) was held on **Tuesday, September 26, 2023 at 13:00 P.M.(IST)** through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”). The meeting was held in compliance with applicable provisions of the Companies Act, 2013 (“the Act”) and the rules made thereunder, provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulation”) and in compliance with General Circular No. 14/2020 dated 8<sup>th</sup> April 2020 and General Circular No. 17/2020 dated 13<sup>th</sup> April 2020 and General Circular No. 22/2020 dated 15<sup>th</sup> June 2020, MCA Circular No. 33/2020 dated 28<sup>th</sup> September, 2020, MCA Circular No. 39/2020 dated 30<sup>th</sup> December, 2020, MCA Circular no. 10/2021 dated 23<sup>rd</sup> June, 2021 and MCA Circular No. 20/2021 dated 08<sup>th</sup> December, 2021 and MCA Circular No. 03/2022 dated 05<sup>th</sup> May, 2022 and 11/2022 and No. 10/2022 dated 28<sup>th</sup> December, 2022 issued by the Ministry of Corporate Affairs (“MCA”), SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11<sup>th</sup> July, 2023 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 issued by the Securities and Exchange Board of India (collectively referred to as “SEBI Circulars”) and the Rules made thereunder. As this meeting was being held through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), the physical attendance of the Members had been dispensed with and hence, the facility for appointment of Proxy was not available for the meeting.

The meeting commenced at **13:00 P.M (IST)**

The following Directors, KMP’s and Auditors were present in the AGM:

Sr. No	Name of Director	Designation/Chairmanship in Committee	Attended through VC/OAVM from
1	Shri Yatin Sanjay Gupte	Promoter, Chairman & Managing Director and Chairman of Corporate Social Responsibility and Fund Raising Committee	Mumbai
2	Shri Sanjay Mahadev Gupte	Executive Director	Vadodara
3	Shri Kamal Ashwinbhai Lalani	Additional Non-Executive Independent Director and Chairman of Audit Committee	Vadodara
4	Shri Preyansh Bharatkumar Shah	Non-Executive Independent Director and Chairman of Nomination and Remuneration Committee and Risk Management Committee	Vadodara
5	Smt. Rohini Abhishek Chauhan	Non-Executive Independent Woman Director and Chairperson of Stakeholder Relationship Committee	Vadodara
6	Shri Avishek Kumar	Non-Executive Independent Director	Singapore
7	Shri Dr. John Joseph	Additional Non-Executive Independent Director	Kerala
8	Ms. Jaya Ashok Bhardwaj	Company Secretary and Compliance Officer	Vadodara
9	Shri Deepakkumar Mineshkumar Doshi	Chief Financial Officer	Vadodara
10	Shri Rutvij Vyas	Partner, VCA & Associates, Chartered Accountants, Statutory Auditors	Vadodara
11	Smt. Kirti Jadhav	Partner, VRCA & Associates, Chartered Accountants, Internal Auditors	Vadodara
12	Smt. Pooja Amit Gala	Secretarial Auditor and Scrutinizer	Mumbai

**Leave of Absent:**

Leave of Absence was granted to Shri Lt General Jai Singh Nain (Retd), Additional Non-Executive Independent Director and Smt. Sheetal Mandar Bhalerao, Non-Executive Non Independent Director,

who expressed their inability to attend the meeting due to unavoidable circumstances and personal reasons respectively.

**Members:**

43 (Forty-Three) Members have attended the meeting through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

**Summary of Proceedings in Brief:**

Smt. Jaya Ashok Bhardwaj, Company Secretary and Compliance Officer joined the meeting through VC from Vadodara, Gujarat, India welcomed all the Board Members and Shareholders who were present at the 41<sup>st</sup> (Forty First) Annual General meeting of the Company. She briefed all the important aspects regarding the AGM coupled with informed the names of Board Members and KMPs who had attended the meeting with names of the Committees of the Company.

The Company Secretary and Compliance Officer requested the Chairman of the meeting to address the Members of the Company after ascertaining the quorum. She confirmed that quorum was present and declared the meeting in order and open for business.

**Shri. Yatin Sanjay Gupte, Chairman and Managing Director** of the Company, had joined meeting through VC from Mumbai, Maharashtra who was occupied the chair of the meeting. The Chairman informed that the requisite quorum was present after obtaining the confirmation from National Securities Depository Limited (NSDL), the Host of the meeting. The Board of Directors of the Company attended the meeting virtually. The Chairman also recognized that the meeting was also attended by Statutory Auditors, Secretarial Auditors and Internal Auditor of the Financial Year 2022-23.

The Chairman informed the members that the Company had taken all feasible efforts under the current circumstances to enable members to participate through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") and vote at the Annual General Meeting of the Company. He further informed the Members that as per the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided an option to the members for voting through electronic mode viz. remote e-voting which remained open from **Saturday, 23<sup>rd</sup> September, 2023 at 9:00 AM** (India time) and ended on **Monday, 25<sup>th</sup> September, 2023 at 5:00 PM** (India time). Members who had not casted their votes earlier were also allowed to cast their votes electronically at the meeting using the electronic voting system provided by NSDL.

The Chairman delivered his speech to the members of the Company which included overview of the operations and the highlights on business performance, financials, business outlook of the Company for the Financial Year 2022-23. With the consent of the members present, the Notice dated 28<sup>th</sup> August, 2023 convening the 41<sup>st</sup> AGM and the Board's Report and the Annual Report of the Company for the financial year ended March 31, 2023, circulated to the members were taken as read. He had further informed to the Members that there were no qualifications/adverse remarks in Auditors' Report and Secretarial Auditors' Report, hence the same were taken as read. He further informed that Smt. Pooja Gala, Practicing Company Secretary, (Membership No. 69393), Mumbai, Maharashtra been appointed as the Scrutinizer by the Board for scrutinizing the remote e-voting process and e-voting during the process of AGM in a fair and transparent manner.

Thereafter, the Company Secretary and Compliance Officer proposed to place the resolutions as mentioned in the Notice convening the AGM, for voting by the Shareholders present.



The following items of business, as per the Notice convening the **41<sup>st</sup>** Annual General Meeting of the Company dated **Monday, August, 28, 2023**, were transacted at the meeting through remote e-voting and e-voting at the as required under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India ("SEBI"):

Item No. 1	Adoption of Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ("FY") ended 31st March 2023, together with the Reports of the Board of Directors of the Company ("Board") and Auditors thereon.	<b>Ordinary Resolution</b>
Item no. 2	Declaration of Final Dividend on Equity Shares at the rate of ₹ 0.10/- (Ten Paise only) per equity share @ 10% at par value of ₹1 each fully paid-up of the Company for the FY ended 31st March, 2023 and the same be paid out of the profits of the Company	<b>Ordinary Resolution</b>
Item No. 3	Re-appointment of Shri Sanjay Mahadev Gupte (DIN 08286993), as a director liable to retire by rotation.	<b>Ordinary Resolution</b>
Item No. 4	Appointment of Shri <b>Dr. John Joseph (Din: 08641139)</b> as "Non-Executive Independent Director" of the Company to hold office for a first term of 5 (five) consecutive years commencing from 26th September, 2023 to 25th September, 2028 (both days inclusive), and that he shall not liable to retire by rotation	<b>Special Resolution</b>
Item No. 5	Increasing Borrowing Limits of The Board of Directors of The Company Under Section 180 of The Companies Act, 2013	<b>Special Resolution</b>
Item No. 6	Appointment of <b>Shri Lt General Jai Singh Nain (Retd) (DIN: 10289738)</b> as "Non-Executive Independent Director" of the Company to hold office for a first term of 5 (five) consecutive years commencing from 26th September, 2023 to 25th September, 2028 (both days inclusive), and that he shall not liable to retire by rotation	<b>Special Resolution</b>

Thereafter, Smt. Jaya Ashok Bhardwaj, Company Secretary and Compliance Officer invited registered speaker shareholders, who had done prior registration to speak and ask question(s) in the meeting. There were 6 (Six) registered speaker shareholders out of which 5 (Five) speaker shareholders were present in the meeting. The Shareholders also complimented the Management for overall performance achieved by the Company for the financial year ended March 31, 2023 (2022-23) and also appreciated Chairman Speech.

Shri. Yatin Sanjay Gupte, Chairman & Managing Director of the Company responded to all queries or questions raised by the registered speaker shareholders and provided necessary clarifications and answered.

It was also informed the members by Company Secretary and Compliance Officer about the following:

- E-voting on the NSDL platform would continue for the next 15 minutes to enable the members to cast their votes who have not casted their votes through remote e-voting.
- The e-voting results along with the consolidated Scrutinizer's Report shall be submitted to the Stock Exchanges within 48 hours or 2 (two) working days from the conclusion of the meeting and authorized to declare the e-voting results, intimate the same to the Stock Exchanges and also be uploaded on the website of the Company.

Thereafter, a vote of thanks was placed by Shri Deepakkumar Mineshkumar Doshi, Chief Financial Officer of the company, on behalf of the Company.

Then, Ms. Jaya Ashok Bhardwaj, thereafter, thanked all the Members of the meeting for attending and actively participation at the Annual General Meeting of the Company. Thereafter, stated that there was no business left to be transacted and so she declared the Meeting as concluded.

The Meeting Concluded at at 13:40 P.M (IST).

Please take the above on your record.

Thanking you,

Yours faithfully,  
**For Wardwizard Innovations & Mobility Limited**

**Jaya Ashok Bhardwaj**  
**Company Secretary and Compliance Officer**

**Place: Vadodara, Gujarat**  
**Date: 26<sup>th</sup> September, 2023**