Telephone No. : 82320 23820
Website : www.iwpkatha.com, E-mail : iwpho@iwpkatha.co.in
CIN : L20101WB1919PLC003557

# THE INDIAN WOOD PRODUCTS CO. LTD.

Registered Office : 9, Brabourne Road,Kolkata - 700 001

Date: - August 24, 2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Script Code – 540954

Dear Sir/Madam

**Sub: - Intimation Regarding 106th Annual General Meeting, Record Date and Book Closure**

This is to inform you that the 106th Annual General Meeting (AGM) of the Members of the Company will be held on Tuesday, September 22, 2026, at 3:00 P.M., Indian Standard Time (IST), through Video Conference ('VC')/ other Audio- Video Means ('OAVM') without the physical presence of Members at the venue to transact the business as set out in the notice of the 106th AGM. The Company has assigned the services of the National Securities Depositories Limited (NSDL) for facilitating voting by electronic means. The CUT-OFF date (Record Date), for determining Members eligible to vote at the said ensuing AGM, has been fixed to be Tuesday, September 15, 2026.

**We are enclosing herewith, a copy of the Notice calling the aforesaid ensuing 106th AGM of the Company for the Financial Year 2025-26.**

Further, pursuant to Regulation 42 of the SEBI Listing Regulations, the Registrar of Members and Share Transfer Book of the Company will remain closed from Wednesday, September 16, 2026, to Tuesday, September 22, 2026 (both days inclusive), or taking record of the Members of the Company for payment of Dividend on Equity Shares of the Company, for the Financial Year ended March 31, 2026, and the aforesaid ensuing AGM.

| Scrip Code | Type of Security | Book Closure (Both Days Inclusive) | | Purpose |
|---|---|---|---|---|
| | | From | To | |
| BSE Scrip Code: 540954 | Equity | Wednesday, September 16, 2026 | Tuesday, September 22, 2026 | Payment of Dividend on the Equity Shares of the Company, for the Financial Year ended March 31, 2026 |

Please note that the Members whose names will appear in the Register of Members as of the close of business hours on Tuesday, 15th September 2026, will be eligible for a Dividend if approved by the Shareholders at the Annual General Meeting

This is for your information and dissemination.

Thanking You.
Yours Faithfully,
***For The Indian Wood Products Co. Ltd***

ANUP GUPTA
Digitally signed by ANUP GUPTA
Date: 2026.08.24 14:23:44 +05'30'

*Anup Gupta*
***Company Secretary & Compliance Officer***
***ACS36061***

# THE INDIAN WOOD PRODUCTS COMPANY LIMITED

CIN: L20101WB1919PLC003557
Regd. Office: Bombay Mutual Building, 9, Brabourne Road, 7th Floor, Kolkata - 700001
Tel. No.: 033 40012813 / 033 22426799
Email: iwpho@iwpkatha.co.in; Website: www.iwpkatha.com


**NOTICE is hereby given that the 106th Annual General Meeting of the Members of the Company will be held on Tuesday, September 22, 2026, at 3.00 P.M. through Video Conferencing / Other Audio-Visual Means (VC) to transact the following businesses:**

**<u>ORDINARY BUSINESS</u>**

1. To receive, consider and adopt:
   a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.
   b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Auditors thereon.
2. To declare a final dividend of Re.0.20 per equity share for the year ended March 31, 2026.
3. To appoint a director in place of Mr. Bharat Mohta (DIN: 00392090), who retires by rotation and, being eligible, offers himself for re-appointment.

**<u>SPECIALBUSINESS</u>**

4. **Appointment of Mrs. Puja Somani (DIN 11809703) as an Independent Director of the Company**

   To consider, and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Puja Somani (DIN: 11809703), who was appointed as an Additional Director (Independent) of the Company by the Board of Directors with effect from August 14, 2026, in terms of Section 161 of the Companies Act, 2013, and who is entitled to hold office up to the date of the next Annual General Meeting and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013, from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office up to the date of the 110th Annual General Meeting of the Company to be held in the year 2030 and that she shall not be liable to retire by rotation."

   "**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as may be necessary, proper and expedient in this regard."

**Registered Office:**
**Bombay Mutual Building, 7th Floor**
**9, Brabourne Road**
**Kolkata – 700 001**

**By Order of the Board**
**For The Indian Wood Products Co Ltd**
**Anup Gupta**
**Company Secretary & Compliance Officer**
**Membership No.: A36061**

**Dated: August 14, 2026**

**NOTES:**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ("Act") setting out material facts relating to Special Business under Item No. 4 of the Notice to be transacted at the 106th AGM is annexed hereto. The recommendation of the Board of Directors of the Company ("**Board**") in terms of Regulation 17(11) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") is also provided in the said statement.

2. The Ministry of Corporate Affairs, Government of India ("MCA") has, vide its circular No. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 11/2022, 09/2023, 09/2024 and 03/2025 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and latest General Circular dated September 22, 2025, respectively issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') and Circular Nos. SEBI / HO / CFD/ CFDPoD-2 / CMD1 / CIR / P / 2020 / 79, SEBI / HO / CFD / CMD2 / CIR / P / 2021 / 11 and SEBI / HODDHS / P / CIR / 2022 / 0063 / 2024 / 133, SEBI/HO/CFD/PoD-2/P/CIR/2023/167 dated, May 12, 2020, January 15, 2021, May 13, 2022, December 28, 2022, October 7, 2023 and October 3, 2024 ("SEBI Circular"), provided certain relaxations from compliance with certain provisions of the SEBI Listing Regulations. In compliance with the provisions of the Act, SEBI Listing Regulations, MCA Circulars and SEBI Circular and all other relevant circulars issued from time to time, the 106th AGM of the Company is being conducted through VC/OAVM facility. The deemed venue for the 106th AGM shall be the Registered Office of the Company situated at Bombay Mutual Building, 9 Brabourne Road 7th Floor Kolkata- 700001. Hence, Members can attend and participate in the AGM through VC/ OAVM only. The detailed procedure for participating in the meeting through VC / OAVM is given in the Notice

3. The 106th AGM of the Company is being convened through VC/OAVM in compliance with the applicable provisions of the Act, SEBI Listing Regulations, and read with all the applicable MCA and SEBI Circulars.

4. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI Listing Regulations, revised Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India and MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM and facility for those Members participating in the AGM to cast vote through e-voting system during the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ("NSDL") for facilitating voting through electronic means, as the authorized agency. NSDL will be providing facility for voting through remote e-Voting, for participation in the 106th AGM through VC/ OAVM facility and e-Voting during the 106th AGM. The instructions and other information relating to e-Voting are given in the Notice. Once the vote cast by the Member, the same shall not be allowed to be changed subsequently or cast again.

5. In terms of the MCA Circulars, since the physical attendance of the Members has been dispensed with, there is no requirement for the appointment of proxies. Accordingly, the facility to appoint proxies to attend and cast vote on behalf of the Members is not available for this AGM. However, in pursuance of Section 113 of the Act, and rules made thereunder, the Members who are Body Corporate(s) are entitled to appoint their authorised representatives to attend the AGM through VC/OAVM and participate and cast their votes through remote e-Voting and e-Voting during the 106th AGM of the Company.

6. Institutional / Corporate Shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body resolution/authorization etc., with attested specimen signature of the duly authorized signatory(ies) authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through the remote e-Voting and e-Voting during AGM, to the Scrutinizer by email

through its registered email address to msassociates16@gmail.com with a copy marked to evoting@nsdl.com

7. The quorum for the AGM, as provided in Section 103 of the Act, is 5 members for up to 1,000 members, 15 members for 1,000 to 5,000 members, and 30 members for more than 5,000 members (including a duly authorized representative of a body corporate) and Members present in the meeting through VC/OAVM shall be counted for the purpose of quorum pursuant to MCA Circulars and other applicable circulars.

   The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on a first-come first-served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction on account of first come first served basis

8. **Dispatch of Annual Report through E-mail**

   In accordance with the MCA Circulars and Circular No. SEBI/HO/CFD/CFDPoD- 2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI, the Notice of the 106th AGM along with the Annual Report of the Company for the financial year ended 31 March 2026 being sent only through electronic mode (e-mail) to those Members whose email addresses are registered with the Company or the Registrar and Share Transfer Agent ("RTA") or with their respective Depository Participant/s (DPs).

   Members may note that the Notice and Annual Report for the financial year ended 31 March 2026 is also available on the Company's website www.iwpkatha.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the remote e-Voting facility) at www.evoting.nsdl.com.

9. The e-voting period commences on Saturday, 19th September 2026 (9:00 a.m. IST) and ends on Monday, 21st September 2026 (5:00 p.m. IST). During this period, members holding share either in physical or dematerialized form, as on the cut-off date, i.e., as on 15th September 2026 may cast their votes electronically. The e-voting module will be disabled by NSDL for voting thereafter and again will be enabled for voting during the AGM. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. as on 15th September 2026. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.

   The facility for e-voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.

   Any person who acquires shares and becomes a Member of the Company after sending the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his / her existing user ID and password for casting the vote

10. **Record Date:** Record Date will be Tuesday, 15th September 2026 to determine those Members who will be entitled to receive dividend which will be declared at the AGM.

11. **Dividend:** Members may note that the Board of Directors, at its meeting held on 30 May 2026 has recommended a final dividend of Re. 0.20 per share, subject to the approval of the Members at the AGM. The dividend will be deposited in a separate bank account within 5 (five) days from the date of declaration of the dividend and will be

paid to the Members, subject to deduction of tax at source, as applicable, whose names appear on the Company's Register of Members as on the Record Date (i.e., 15th September 2026) and in respect of the shares held in dematerialised mode, to the Members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date. Payment of dividend shall be made through electronic mode to the Members who have updated their bank account details and to the Members who have not updated their bank account details, dividend shall be paid to them electronically only upon completion of KYC and bank account details.

12. **Tax Deductible at Source:** Dividend income will be taxable in the hands of shareholders w.e.f. April 01, 2020 in accordance with Finance Act, 2020 and the Company is required to deduct tax at source from dividend to be paid to shareholders as per rate prescribed under the Income Tax Act, 2025 (IT Act). For the prescribed rates for various categories, the shareholders are requested to refer to the Income Tax Act, 2025 and amendments thereof. The shareholders are requested to update their PAN with the Company/ RTA (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).

- A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to nichetechpl@nichetechpl.com or iwpho@iwpkatha.co.in. Shareholders are requested to note that in case their PAN is not registered, tax will be deducted at a higher rate of 20%.
- Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. self -attested copy of the Permanent Account Number (PAN Card), if any, allotted by the Indian authorities; self-attested copy of Tax Residency Certificate (TRC) valid as on the AGM date obtained from the tax authorities of the country of which the shareholder is resident; self-declaration in Form 10F. Self-declaration confirming not having a Permanent Establishment in India and eligibility to Tax Treaty benefit by sending an email to nichetechpl@nichetechpl.com or iwpho@iwpkatha.co.in. TDS shall be recovered at 20% (plus applicable surcharge and cess) if any of the above mentioned documents are not provided.

The details of TDS rate for each category of shareholders and necessary format of declarations is also available at the website of the Company at www.iwpkatha.com

13. **Updation of PAN and KYC details –**

**Physical Holding:**

SEBI vide its Circular March 16, 2023 subsequently rescinded due to issuance of Master Circular dated May 17, 2023 and amended by November 17, 2023, and further amended by Master Circular dated May 07, 2024, mandated that the security holders (holding securities in physical form), whose folio(s) do not have PAN or Choice of nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible for any payment including dividend, in respect of such folios only through electronic mode with effect from 01 April 2024 upon completion/submission of the requisite documents/details in entirely.

In this connection, shareholders holding shares in physical form are requested to update their PAN, KYC Nomination details, if not provided earlier to M/s. Niche Technologies Pvt Ltd, the RTA of the Company, by submitting the following forms.

I. Form ISR-1: Request for Registering PAN/KYC, Bank details or Changes/Updation thereof.

II. Form ISR-2: Confirmation of Signature of Shareholders by the Banker.

The said Form can also be downloaded from our website www.iwpkatha.com under Investor Section. In case of any query/assistance, Members are requested to contact the Company's RTA, **M/s. Niche Technologies Pvt Ltd 3A, Auckland Place, Room No. 7A & 7B, 7th Floor, Kolkata – 700 017** at https://nichetechpl.com/downloads

**Demat Holding:**

Update the PAN and KYC (i.e. postal address with pin code, email address, mobile number, bank account details) through your Depository Participants (DPs). The Company has sent reminders to those shareholders whose bank details are not available with the RTA, requesting them to update KYC to enable the Company for payment of dividend. The Company, before processing the request for payment of Unclaimed / Unpaid Dividend, has been in practice obtaining necessary particulars of Bank Account of the Payee.

14. **Nomination facilities**

Section 72 of the Act read with Rule 19(1) of Companies (Share Capital and Debentures) Rules 2014, provides for the facility of nomination to security holders of the Company. This facility is mainly useful in the case of those holders who hold their shares in their own name. Investors are advised to avail of this facility to avoid any complication in the process of transmission, in case of death of the holders. Where more than one person holds the securities of a company jointly, the joint holders may together nominate, in the prescribed manner, any person to whom all the rights in the securities shall vest in the event of death of all the joint holders.

In case the shares are held in physical mode, the nomination form may be obtained from the Registrar & Share Transfer Agent. In case of shares held in Demat form, such nomination is to be conveyed to the DP as per the formats prescribed by them.

In this connection, shareholders holding shares in physical form are requested to update their Nomination details, if not provided earlier to **M/s. Niche Technologies Pvt Ltd,** the RTA of the Company, by submitting the following forms.

I. Form ISR-3: Declaration to Optout of Nomination
II. Form SH-13: Nomination Form
III. Form SH-14: Change in Nomination
IV. Form SH-14 and ISR-3: Cancellation of Nomination

The Nomination form is available at the website of the Company at www.iwpkatha.com under investor_informations.

15. **Dematerialisation of physical shares:**

Members may please note that in view of the proviso to Regulation 40(1) of the SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialised form (DEMAT) with effect from 1 April 2019. Dematerialisation of shares would help to eliminate risks associated with Physical Shares. In this regard, SEBI has clarified by a Press Release No. 12/2019 dated 27 March 2019, that the said amendments do not prohibit an investor from holding the shares in physical mode and the investor has the option of holding shares in physical mode even after 1 April 2019. However, any investor who is desirous of transferring shares (which are held in physical mode) after 1 April 2019 can do so only after the shares are dematerialized.

As per the SEBI mandate, the Company shall issue 'letter of confirmation(s)' in lieu of physical securities certificate(s) while processing shareholders' requests such as, transmission, transposition, subdivision, consolidation, renewal, exchange and change/deletion of names of shareholders. The securities holders/

claimants are required to apply for dematerialization of securities on the basis of the 'letter of confirmation(s)' within a period of 120 days from the date of its issuance.

16. **Transfer of Unclaimed Dividend and Shares to IEPF:**

Members are hereby informed that pursuant to Section 124(6) of the Act, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and all other applicable provisions, circulars and amendments thereto, the equity shares of the Company in respect of which dividends remained unclaimed or unpaid for seven consecutive years or more from the date of transfer of unclaimed or unpaid dividend to unpaid dividend account, are required to be transferred by the Company to the Investor Education and Protection Fund ("IEPF") as established by the Central Government in terms of Section 125(1) of the Act.

Pursuant to the provisions of Section 124 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and the relevant circulars and amendments thereto ('IEPF Rules') the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to the unpaid dividend account, is required to be transferred to the IEPF, constituted by the Central Government.

The amount of unpaid dividend for the year ended 31 March 2019 and onwards is lying in separate banking accounts for the respective years. Members who have not claimed dividend for the year ended 31 March 2019 and onwards, if any has been provided an opportunity to claim such dividend by sending a letter under their signature along with one cancelled cheque/bank details, claiming the amount of unpaid dividend, so as to reach with the Company's RTA **M/s. Niche Technologies Pvt Ltd, 3A, Auckland Place, Room No. 7A & 7B, 7th Floor, Kolkata – 700 017**.

Members are hereby informed that the dividend for the financial year ended 31 March 2019 declared at the AGM held on 17 September 2019, is also due to be transferred to IEPF Authority on 17th November 2026, after expiry of the period of seven years. The details of those Members who have not claimed dividend for a consecutive period of seven years or more and the relevant details of shares due to be transferred to the IEPF Authority, is available on Company's website at www.iwpkatha.com under Investors Section.

The unclaimed dividend and the unclaimed shares, after being transferred to IEPF Authority can be claimed back from the IEPF Authority by filing the web-based e-Form IEPF-5 online. Mr. Anup Gupta, Company Secretary & Compliance Officer, is the Nodal Officer of the Company for the purpose of verifying such claims. It was further clarified that if any dividend is paid or claimed for any year during said period of seven consecutive years, the shares shall not be transferred to IEPF.

17. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in demat form only while processing service requests viz. issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/ exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled in and signed Form ISR – 4. The said form can be downloaded from the Company's website, www.iwpkatha.com.

18. Members who hold shares in physical form in multiple folios in identical names or joint names in the same order of names are requested to send the share certificates to the Company's RTA for consolidation into a single folio.

19. Non-resident Indian Members are requested to inform the Company's RTA, **M/s. Niche Technologies Pvt Ltd, 3A, Auckland Place, Room No. 7A & 7B, 7th Floor, Kolkata – 700 017** emails: nichetechpl@nichetechpl.com, immediately of:

    (a) Change in their residential status on return to India for permanent settlement.

    (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

20. The Board has appointed Md. Shahnawaz, Company Secretary (in Whole Time Practice) (Membership No. ACS 21427 and CP No- 15076) of Chitrakoot Building, 4th Floor, Room No.45, 230A A.J.C Bose Road, Kolkata-700020 as the Scrutinizer to scrutinize the remote e-voting process and also e-voting during the meeting in a fair and transparent manner. The Scrutinizer shall, after the conclusion of e-voting at the 106th AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting system and shall make a consolidated Scrutinizer's Report.

21. The Scrutinizer will submit his report to the Chairman of the Company ('the Chairman') or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than 48 hours from the conclusion of the AGM.The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.iwpkatha.com and on the website of the NSDL at www.evoting.nsdl.com immediately after declaration. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

22. The scanned copies of the relevant documents referred to in the accompanying notice/explanatory statement will be made available at www.iwpkatha.com for inspection by the Members at the AGM, up to the date of this AGM.

    During the AGM, the scanned copy of Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, shall be available for inspection upon login to NSDL e-Voting system at www.evoting.nsdl.com.

23. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with the Company's RTA/ Depositories for receiving all communications including Annual Reports, Notices Circulars etc. from the Company electronically.

24. Mr. Anup Gupta, Company Secretary and Compliance Officer of the Company shall be responsible for addressing all the grievances in relation to this AGM including e-Voting. The Members may contact at the following address:

    Name: Anup Gupta
    Designation: Company Secretary and Compliance Officer
    Registered Office: Bombay Mutual Building, 9 Brabourne Road
    7th Floor, Kolkata-700001
    Email id: iwpho@iwpkatha.co.in;
    Phone No.: 033- 40012813 / 033-22426799

25. Details as required under Regulation 36(3) of the SEBI Listing Regulations and revised Secretarial Standards on General Meeting (SS-2) with respect to Director seeking appointment and re-appointment at ensuing AGM is given in the Annexure – III to this Notice.
26. Since the AGM will be held through VC / OAVM facility, the Attendance slip, and Route Map are not annexed to this Notice.

**Registered Office:**
**Bombay Mutual Building, 7th Floor**
**9, Brabourne Road**
**Kolkata – 700 001**

**By Order of the Board**
**For The Indian Wood Products Co Ltd**
**Anup Gupta**
**Company Secretary & Compliance Officer**
**Membership No.: A36061**

**Dated: August 14, 2026**

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

**Item No. 4**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on August 14, 2026 appointed Mrs Puja Somani as an Additional Director (Independent) of the Company.

Mrs. Somani is a Chartered Accountant by profession. She is having experience of more than 10 years in the field of Financial Reporting, Data Analytics Budget & MIS. Her induction in the Board will immensely benefit to the Company.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mrs Puja Somani will hold office up to the date of ensuing AGM. The Company has received a notice in writing from a member proposing her candidature for the office of the Independent Director under the provisions of Section 160 of the Companies Act, 2013 to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

The Company has received from Mrs. Puja Somani , (i) Consent in writing to act as director in Form DIR-12 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules 2014, (ii) Intimation in Form DIR 8 in term of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under sub-section (2) of the Section 164 of the Companies Act, 2013, and (iii) a declaration to the effect that she meets the criteria of Independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

The resolution seeks the approval of members for the appointment of Mrs. Puja Somani as an Independent Director of the Company to hold office up to the date of the 110th Annual General Meeting of the Company to be held in the calendar year 2030 pursuant to section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. She shall not be liable to retire by rotation.

In the opinion of the Board of Directors, Mrs Puja Somani, proposed to be appointed as Independent Director fulfils the conditions specified in the Act and the Rules made thereunder and She is independent in the Management. Copy of the draft letter for the appointment of Mrs. Puja Somani as Independent Director setting out in the terms and conditions are available for inspection, without any fee, by the members at the Company's registered office during the normal business hours on working days up to the last date of AGM.

Brief resume of Mrs. Puja Somani as required under the Companies Act, 2013 is enclosed hereunder marked as Annexure "A".

None of the Directors or any Key Managerial Personnel or any relatives of any of the Director of the Company or the relatives of any Key Managerial Personnel is, in anyway, concerned or interested in the above resolution

## Annexure- A

### Brief Resume of Directors seeking appointment / re-appointment

| Name of the Director | Mr. Bharat Mohta | Mrs. Puja Somani |
|---|---|---|
| DIN | 00392090 | 11809703 |
| Date of Birth/ Age | 14.02.1975 / 51 Years | 12.09.1990 / 35 Years |
| Date of Appointment | 31.10.2005 | 14.08.2026 |
| Qualifications | Bachelor of Commerce from Kolkata University and Business Diploma from ICFAI, Harvard Business Schooling-HBS-OPM-2023 on BMS Qualification | Chartered Accountant |
| Expertise in specific functional areas | Operation, Business Planning Strategy & Human Resources. | Mrs. Somani is having an experience of more than 10 years in the field of Financial Reporting, Data Analytics Budget & MIS. She is a chartered accountant by profession. Her induction in the Board will immensely benefit the board. |
| Key Terms and conditions of his appointment | Chairman & Managing Director | Independent Director |
| Number of Meetings of the Board attended during the financial year (2025-26) | 4 out of 4 | NA |
| List of Directorship/ Membership / Chairmanship of Committees of other Board | 1. Security Company Limited<br>2. Arvind Engineering Works Ltd<br>3. Indian Glass & Electricals Pvt Ltd<br>4. Candid Vyapaar Pvt Ltd<br>5. AEWL Infra Projects Pvt Ltd | NA |
| Shareholding in the Company | 7637530 | Nil |
| Relationship with other Directors, Manager and other Key Managerial Personnel of the Company | Nil | Nil |
| Resignation from Listed Entities in the past three years | NA | NA |
| Details of remuneration paid in FY25-26 | Rs. 247.72 Lakhs | Nil |
| Details of Remuneration sought to be paid | Rs. 310.50 Lakhs | Nil |

**Registered Office:**
**Bombay Mutual Building, 7th Floor**
**9, Brabourne Road**
**Kolkata – 700 001**

**By Order of the Board**
**For The Indian Wood Products Co Ltd**
**Anup Gupta**
**Company Secretary & Compliance Officer**
**Membership No.: A36061**

## THE INSTRUCTIONS FOR MEMBERS FOR
## REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Saturday, 19th September, 2026 at 9:00 A.M. and ends on Monday 21st September, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, 15th September 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, 15th September 2026.

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**Login method for Individual shareholders holding securities in demat mode is given below:**

| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL. | 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| | 2. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| | 3. If you are not registered for IDeAS e-Services, option to register is available at **https://eservices.nsdl.com.** Select "**Register Online for IDeAS Portal**" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp |

| | |
|---|---|
| | 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| | 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.<br>**NSDL Mobile App is available on**<br>App Store Google Play |
| Individual Shareholders holding securities in demat mode with CDSL | 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. |
| | 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. |
| | 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. |
| | 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |

| | |
|---|---|
| Individual Shareholders (holding securities in demat mode) login through their depository participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

| Login type | Helpdesk details |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911 |

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|---|---|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID<br>For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******. |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12************** then your user ID is 12************** |
| c) For Members holding shares in Physical Form. | EVEN Number followed by Folio Number registered with the company<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

**Registered Office:**
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**Dated: August 14, 2026**

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**For The Indian Wood Products Co Ltd**
**Anup Gupta**
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**Membership No.: A36061**