



WPIL Limited

REGD. OFF. : "TRINITY PLAZA"
84/1A, TOPSIA ROAD (SOUTH), KOLKATA - 700 046
TEL. : (91 33) 4055 6800, FAX : (91 33) 4055 6835
WEB : <http://www.wpil.co.in>
CIN No. L36900WB1952PLC020274

20th August, 2018

Mr. Anjan Das Gupta, (DIN 08064739)
Flat No. W2C-57, Phase-II,
Golf Green, Kolkata-700095

Sir,

I, on behalf of the Board of Directors of the Company, (the Board) take this opportunity to apprise you that the Shareholders of the Company at their Sixty Fourth Annual General Meeting held on Tuesday, the 14th August, 2018 appointed you as Independent Director of the Company for a period of five year to hold office from the conclusion of Sixty fourth Annual General Meeting to the conclusion of Sixty Ninth Annual General Meeting of the Members of the Company. As an Independent Director of the Company, you shall abide by the provisions contained to the Schedule IV of the Companies Act, 2013 (the Act) and shall be governed and guided by the guidelines of professional misconduct, role and functions, duties, manner of appointment, reappointment, resignation or removal, separate meeting and evaluation mechanism as provided therein.

The Board expects that you shall strive to attend all the Board Meetings and Annual General Meeting of the company. With your update knowledge, skill and familiarity of the business of the Company, you should participate constructively and actively in all deliberations at the Meeting of Board of Directors so as to enable the Board to discharge its functions effectively.

By virtue of your fiduciary position, you should act in trusteeship capacity for stakeholders, maintain the confidentiality of information entrusted to you by the Company and any other confidential information about the Company that may come to you from any other sources in your capacity of a Director except where such disclosure is authorized or legally mandated. You should discharge duty in good faith and fair dealings and exercise reasonable care and prudence in course of discharging duties which is expected from a person of your position.

You should follow the code of Business Ethics and desist from engaging yourselves with following activities.

- a) Where there is a conflict of your personal interest with the interest of the Company at large relating to all material, financial and commercial transactions of the Company.
- b) Where the Company's properties or information are used for personal gain.
- c) Compete with the Company for business opportunities.
- d) Where secret profit is made to the detriment of the Company.

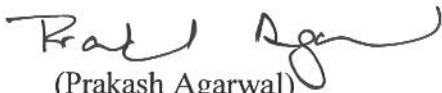
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You are entitled to sitting fees for attending the Board Meetings and Meetings of the Board Committee(s) of which you are a Member. Besides these you may also be entitled to Commission on profit subject to the provisions of the Act, which will be determined by the Board based on the performance of the Company during a financial year.

Thanking you

Yours faithfully
For WPIL Limited


(Prakash Agarwal)
Managing Director.



WPIL Limited

REGD. OFF. : "TRINITY PLAZA"
84/1A, TOPSIA ROAD (SOUTH), KOLKATA - 700 046
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WEB : <http://www.wpil.co.in>

1st August, 2014

Mr. Samarendra Nath Roy
C/4/9, Green Tower Housing Society
18/2, Uday Sankar Sarani
Golf Green,
Kolkata-700095

Dear Sir,

I, on behalf of the Board of Directors of the Company, (the Board) take this opportunity to apprise you that the shareholders of the Company at their Sixtieth Annual General Meeting appointed you as Independent Director of the Company for a period of 5 (five) years to hold the office from the conclusion of Sixtieth Annual General Meeting to the conclusion of sixty-fifth Annual Meeting of the Members of the Company. As an independent Director of the Company, you shall abide by the provisions specified in the Schedule IV of the Companies Act, 2013, (the Act) and shall be governed and guided by the guidelines of professional misconduct, role and functions, duties, manner of appointment, reappointment, resignation or removal, separate meetings and evaluation mechanism as provided therein.

The Board expects that you shall strive to attend all the Board Meetings, Meetings of the Board committee (s) of which you are a Member/Chairman and Annual General Meeting of the company. With your update knowledge, skill and familiarity of the business of the Company, you should participate constructively and actively in all deliberations at the Meeting of Board of Directors and committees of Directors so as to enable the Board or committee of Board respectively to discharge its functions effectively.

By virtue of your fiduciary position, you should act in trusteeship capacity for stakeholders, maintain the confidentiality of information entrusted to you by the Company and any other confidential information about the Company that may come to you from any other sources in your capacity of an Independent Director except where such disclosure is authorized or legally mandated. You should discharge duty in good faith and fair dealings and exercise reasonable care and prudence in course of discharging duties which is expected from a person of your position.

You should follow the code of Business Ethices and desist from engaging yourselves with following activities.

- a) Where there is a conflict of your personal interest with the interest of the Company at large relating to all material, financial and commercial transactions of the Company.
- b) Where the Company's properties or information are used for personal gain.

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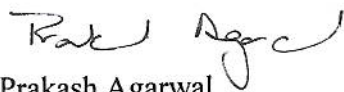


- c) Compete with the Company for business opportunities.
- d) Where secret profit is made to the detriment of the Company.

You are entitled to sitting fees for attending the Board Meetings and Meetings of the Board committee (s) of which you are a Member/Chairman. Besides these you may also be entitled to commission on profit subject to the provisions of the Act, which will be determined by the Board based on the performance of the Company during a financial year.

Thanking you

Yours faithfully
For WPIL Limited



Prakash Agarwal
Managing Director,