wires & fabriks

The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata-700 001

WIRES AND FABRIKS (S. A.) LIMITED
7, CHITTARANJAN AVENUE, KOLKATA-700 072, INDIA
Phone : 91-33-4012 4012
E-mail : wfcal@wirefabrik.com
Website : www.wirefabrik.com

AN ISO 9001 - 2015 COMPANY
CIN : L29265WB1957PLC023379
❑ PAPER MACHINE CLOTHING ❑ PAPER MAKING CHEMICALS

22.07.2020

Scrip Code: BSE-507817, CSE-10033008

Dear Sir,

Re: Proceeding of 63rd Annual General Meeting of the Company held on 21st July, 2020.

Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the details regarding the proceedings of the 63rd Annual General Meeting ("AGM") of the Company held on Tuesday, 21st July, 2020 at 3.00 p.m. and concluded at 3.42 p.m. through Video Conferencing / Other Audio Video Means (VC /OAVM).

This is for your information and record.

Thanking you,

Yours Faithfully,
For **WIRES AND FABRIKS (S.A.) LIMITED**

Apadhyaya

WIRES & FABRIKS (S.A.) LTD. KOLKATA 700072

(Abhishek Upadhyaya)
Company Secretary

Encl: As above

cc: Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001

Gist of the Proceedings of the Annual General Meeting of Wires and Fabriks (S.A.) Limited held on 21st July, 2020.

The 63rd Annual General Meeting of Wires and Fabriks (S.A.) Limited was held on Tuesday, 21st July, 2020 at 3.00 p.m. IST and concluded at 3.42 p.m. IST through Video Conferencing / Other Audio Video Means (VC /OAVM) in accordance with the circulars and guidelines issued by Ministry of Corporate Affairs (MCA) vide circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 and Securities and Exchange Board of India (SEBI) vide circular dated May 12, 2020 in view of the continuing Covid-19 pandemic.

Mr. Kishan Kumar Khaitan, Chairman cum Managing Director of the Company took the Chair and he welcomed the members to the 63rd Annual General Meeting of the Company. After ascertaining that the requisite Quorum for the Meeting, being present, he declared the Meeting Open and in Order. He further introduced the members of the Board, other officials and invitees present at the meeting.

The Chairman informed the Members that the Register of Directors, Key Managerial Personnel and their respective Shareholdings', the Register of Contracts and other relevant documents were kept open for inspection by the Members. He further informed that, there were no Adverse Remarks or any Qualifications in the Auditors Report for which deliberations are required to be made and it was taken as read. Thereafter, the Chairman delivered the speech.

The Chairman briefed about the performance of the Company during the last fiscal year and also plans for the future years. Thereafter, the Chairman stated that the Company had provided to its members facility to exercise their right to vote at the 63rd Annual General Meeting by electronic means and the businesses were transacted through remote E-Voting services provided by NSDL as per the provisions of the Companies Act and Rules thereon. The remote E-voting period had commenced from 18th July, 2020 at 9:00 am and ended on 20th July, 2020 at 5:00 pm. He further, informed that the Company had also arranged the facilities for its members who were unable to cast vote through remote e-voting, to vote at the meeting through e-voting facility provided by NSDL, which remained open 30 minutes after the end of the meeting.

After the brief introduction to the Shareholders by the Chairman, he requested Mr. Abhishek Upadhyaya, Company Secretary of the Company to further conduct and transact the Businesses at the Meeting on his behalf. All the Items (1 to 8) of the Notice dated 13th June, 2020 were read out by the Company Secretary and he also informed the members that all the resolution had already been put to vote by way of remote e-voting and e-voting during the meeting is also open.

WIRES & FABRIKS (S.A.) LTD. ★ KOLKATA 700072

It was announced that the voting results along with the consolidated Scrutinizers Report shall be placed on the website of the Company and on the website of NSDL. The same shall also be simultaneously communicated to the Stock Exchanges, where the Securities of the Company are listed.

The members who had registered themselves as speakers to express their views / ask questions during the meeting were then invited to express their views / ask questions. All the queries from the members were replied by Mr. Mahendra Khaitan, Managing Director of the Company.

The Meeting concluded with a Vote of Thanks to the Chair and the Members.

The following items of business, as per the notice of the AGM, were transacted:

1. Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2020, together with the Reports of the Board of Directors and Auditors thereon. (Ordinary resolution)

2. Declaration of dividend at the rate of Rs. 0.10 per Equity Share for the year 2019-2020. (Ordinary resolution)

3. Appointment of a Director in place of Mr. Mahendra Khaitan (DIN 00459612), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

4. Appointment of Statutory Auditors and to fix their remuneration (Ordinary Resolution)

5. Re-Appointment of Mr. Satish Ajmera as Independent Director of the Company

6. Re-Appointment of Mr. Saroj Khemka as Independent Director of the Company

7. Appointment of Mr. Rishi Bajoria as Independent Director of the Company

8. Appointment of Dr. Sudhir Bhandari as Independent Director of the Company

The Scrutinizer Report and Voting Results will be submitted to the exchange pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.

For **Wires And Fabriks (S.A.) Ltd.**

Aupadhyaya

WIRES & FABRIKS (S.A.) LTD. KOLKATA 700072

(Abhishek Upadhyaya)
Company Secretary