wires & fabriks

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

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001

Date: 29.07.2025

Scrip Code: BSE-507817

Dear Sir,

Sub.: Proceedings of the 68th Annual General Meeting of the Company held on 29th July, 2025

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the proceedings of the 68th Annual General Meeting ("AGM") of the Company held on Tuesday, 29th July, 2025 at 3:00 p.m. and concluded at 3.45 p.m. through Video Conferencing / Other Audio Video Means (VC /OAVM).

This is for your information and records.

Thanking you,

Yours faithfully,

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

BISHWAJIT SINGH Digitally signed by BISHWAJIT SINGH Date: 2025.07.29 17:13:15 +05'30'

Bishwajit Singh
Company Secretary & Compliance Officer
Membership No. A38395

Enclosed: As above

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Proceedings of the 68th Annual General Meeting of Wires and Fabriks (S.A.) Limited held on 29th July, 2025 through Video Conferencing / Other Audio Video Means (VC/OAVM)

The 68th Annual General Meeting of Wires and Fabriks (S.A.) Limited was held on Tuesday, 29th July, 2025 at 3:00 p.m. IST and concluded at 3.45 p.m. IST through Video Conferencing / Other Audio Video Means (VC/OAVM) in accordance and conformity with the regulatory provisions, circulars and guidelines issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

Mr. Kishan Kumar Khaitan, Chairman of the Company took the Chair and he welcomed the members to the 68th 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, he stated that the Company had provided to its members facility to exercise their right to vote at the 68th 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 26th July, 2025 at 9:00 am and ended on 28th July, 2025 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 for 30 minutes after the end of the meeting.

After the brief introduction to the Shareholders, he requested Mr. Bishwajit Singh, 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 25th June, 2025 were read out by the Company Secretary and he also informed the members that all the resolutions had already been put to vote by way of remote e-voting and e-voting during the meeting is also open.

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 Exchange, 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:

Ordinary Businesses:

1. Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2025, together with the Directors Report and Auditors Report thereon. (Ordinary Resolution)

2. Declaration of dividend at the rate of Rs. 0.10 per Equity Share for the year 2024-2025. (Ordinary Resolution)

3. Appointment of a Director in place of Mr. Devesh Khaitan (DIN: 00820595), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

4. To re-appoint Statutory Auditors and to fix their remuneration. (Ordinary Resolution)

Special Businesses:

5. To appoint Mrs Twinkle Agarwal, Practicing Company Secretary, as the Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years from the Financial Year 2025-26 to the Financial Year 2029-30. (Special Resolution)

6. Re-appointment of Mr. Rishi Bajoria (DIN: 00501157) as a Non-Executive Independent Director. (Special Resolution)

7. Re-appointment of Dr. Sudhir Bhandari (DIN: 08755101) as a Non-Executive Independent Director. (Special Resolution)

8. Appointment of Mr. Bhagirath Modi (DIN: 00766377) as a Non-Executive Independent Director. (Special Resolution)

The detailed result of the voting at the aforesaid Meeting along with the Scrutinizer's Report pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013, along with the applicable Rules thereof, will be submitted to the Stock Exchange once the same is obtained by the Company from the Scrutinizer appointed by the Board of Directors in this respect, within the stipulated time frame.

For, **Wires and Fabriks (S.A.) Limited**

BISHWAJIT SINGH
Digitally signed by BISHWAJIT SINGH
Date: 2025.07.29 17:13:38 +05'30'

Bishwajit Singh
Company Secretary & Compliance Officer
Membership No. A38395