

SW: SEC:040
July 26, 2024

The General Manager
BSE Limited
Dept. of Corporate Services
Floor 1, P J Towers,
Dalal Street
Mumbai- 400 001.

Dear Sir,

Ref: Company Code No. 532455

Sub : Summary of the proceedings of the 28th Annual General Meeting

In compliance with the provisions of Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby inform you that the 28th Annual General Meeting (AGM) of the Members of the Company commenced today at 11:00 a.m. i.e, Friday, the 26th July, 2024 through Video Conferencing/other Audio-Visual Means (VC/OAVM) and concluded at 11.50 a.m.

79 (Seventy nine) Members including 6 (Six) authorized representatives of Bodies Corporate were present at the Meeting.

Mr. Sunil Khaitan, Chairman of the Company took the Chair at 11:00 a.m. and called the meeting to order at 11:02 a.m. since requisite quorum was present.

The Chairman welcomed all the members and informed that the AGM has been held through VC/OAVM in compliance with the circulars and guidelines issued by the MCA, Govt. of India and SEBI. He also informed that the Company has taken all necessary steps to ensure that the members were provided with the facilities to participate at the AGM and vote on the items being considered at the AGM.

The Chairman welcomed Mr. Parmanand Tiwari, Dr. Rajiva and Mrs. Trishna Guha, Directors present at the AGM through VC/OAVM and also welcomed Mr. Vedant Khaitan, Joint Managing Director in this meeting. He further informed that the President & CFO, Company Secretary, Mr. P. Sarkar, Partner of Statutory Auditors and Mr. M.R. Goenka, Secretarial Auditors and the Scrutinizer were also present at the AGM through VC/OAVM.

SHALIMAR WIRES INDUSTRIES LIMITED

Registered Office : 25, Ganesh Chandra Avenue, Kolkata-700 013, India, Phone : 91-33-2234-9308 / 09 /10
Fax : 91-33-2211-6880, E-mail : swilho@shalimarwires.com, Website : www.shalimarwires.com
CIN : L74140WB1996PLC081521

He then asked the Company Secretary, Mr. S.K. Kejriwal to provide general instructions to the members regarding participation in this meeting.

The Company Secretary informed that -

- Facility of casting votes by remote e-voting was provided to Members from 23rd July, 2024 (9:00 a.m.) to 25th July, 2024 (5:00) p.m.
- Members present at the meeting and who have not voted earlier through remote e-voting can cast their vote during the AGM through e-voting facility from the voting page on NSDL e-voting website.
- Mr. Mohan Ram Goenka, Practising Company Secretary has been appointed as Scrutinizer to scrutinize the votes cast through e-voting during the AGM and during remote e-voting period.
- The Statutory Registers and other requisite documents were available for inspection of the members in electronic mode during the AGM.

The Chairman further informed that -

- The Notice dated 27th May, 2024 convening the Annual General Meeting was taken as read.
- Auditors and Secretarial Auditors Report does not contain any qualification, there is no requirement to read these reports and with the permission of members, both the reports were taken as read.

A brief summary of the resolutions passed are mentioned below.

Ordinary Business :

1. Ordinary Resolution - To consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March 2024 and the Reports of the Board of Directors and Auditors thereon.

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2. Ordinary Resolution - To appoint Mr. Vedant Khaitan (DIN 06942868) as Director who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

3. **Special Resolution** - To consider and approve re-appointment of Mrs Trishna Guha (DIN 08200779) who holds the office of Independent Director up to 10th February, 2025 and being eligible, offers herself for re-appointment and has submitted a declaration that she continues to meet the criteria of Independence under Section 149(6) of the Companies Act, 2013 and the Listing Regulations and in respect of whom the Company has received a notice in writing from a member, under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of five years from 11th February, 2025 to 10th February, 2030.
4. **Special Resolution** - To consider and approve payment of enhanced remuneration and perquisites to Mr. Sunil Khaitan (DIN: 00389561), who was reappointed as Managing Director of the Company for a period of 3 (three) years with effect from 1st April, 2023 in the Annual General Meeting of the Company held on 30th June, 2023, as per the terms and conditions set out in the Supplemental Agreement proposed to be entered into by the Company and Mr. Sunil Khaitan and as set out in the Explanatory Statement.
5. **Special Resolution** - To consider and approve payment of enhanced remuneration and perquisites to Mr. Vedant Khaitan (DIN 06942868), who was appointed as Joint Managing Director of the Company for a period of 3 (three) years with effect from 1st June, 2023 in the Annual General Meeting of the Company held on 30th June, 2023, as per the terms and conditions set out in the Supplemental Agreement proposed to be entered into by the Company and Mr. Vedant Khaitan and as set out in the Explanatory Statement.
6. **Ordinary Resolution** - To consider and approve appointment of M/s. Mitra Bose & Associates, Cost Accountants (Registration No. 000037), appointed by the Board of Directors of the Company as Cost Auditors, at a total remuneration of Rs. 50,000/- plus GST to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2025.

SHALIMAR WIRES INDUSTRIES LIMITED



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Wires Industries Limited

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He then invited the registered members to ask questions if any related to the working of the Company. The following 19 shareholders registered as speakers out of which 13 shareholders raised their questions on the workings of the Company which were replied by Mr. S.J. Sengupta, President & CFO.

- 1 SUBHASH KAR
- 2 MANAS BANERJEE
- 3 SUDIPTA CHAKRABORTY
- 4 INDRANI CHAKRABORTY
- 5 TAPAS KUMAR BANERJEE
- 6 BIMAL KRISHNA SARKAR
- 7 LILY PRADHAN
- 8 DIPAYAN PRADHAN
- 9 MAHESH KUMAR BUBNA
- 10 SUJAN MODAK
- 11 TAPAS KUMAR DUTTA
- 12 PRABHJOT SINGH SAHNI
- 13 TARAK NATH CHAKRABORTY
- 14 JAYDIP BAKSHI
- 15 AMARENDRA NATH RAY
- 16 AMIT KUMAR BANERJEE
- 17 LOKESH GUPTA
- 18 VAIBHAV BADJATYA
- 19 BISWENDRA N KUNDU

The Chairman then stated that the voting results on the resolutions on remote e-voting and e-voting at the AGM along with the consolidated Scrutinizer's Report shall be communicated to the exchanges and the same will be placed on the Company's website and the website of National Securities Depository Limited (NSDL) within the stipulated time limits.

This is for your kind information and record.

Thanking you,

Yours faithfully,

For Shalimar Wires Industries Ltd.

SURESH KUMAR KEJRIWAL Digitally signed by SURESH KUMAR KEJRIWAL
Date: 2024.07.26 15:31:05 +05'30'

S.K. Kejriwal
Company Secretary

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