



wires & fabriks

The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata - 700001

- **WIRES AND FABRIKS (S. A.) LIMITED**
7, CHITTARANJAN AVENUE, KOLKATA-700 072, INDIA
Phone : 91-33-4012 4012
E-mail : wfc@wirefabrik.com
Website : www.wirefabrik.com
- **AN ISO 9001 - 2015 COMPANY**
CIN : L29265WB1957PLC023379
- PAPER MACHINE CLOTHING PAPER MAKING CHEMICALS

Date: 30.06.2022

Dear Sirs,

Subject: Voting Results and Scrutinizer's Report of 65th Annual General Meeting

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results and Scrutinizer's Report on the resolutions passed at the 65th Annual General Meeting of the Company held on Wednesday, 29th June, 2022. The said resolutions have been approved by the Members with requisite majority.

This is for your information and records.

Thanking you,

Yours faithfully,

For, Wires And Fabriks (S.A.) Limited


Jaspreet Singh Dhir
Company Secretary & Compliance Officer
Membership No. A40826



Enclosed: As above

CC: BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400001

we take quality seriously

WORKS : INDUSTRIAL AREA, JHOTWARA, JAIPUR-302012 ● PHONE : (91) 0141-2341722 ● FAX : (91) 0141-2340689 ● E-mail : info@wirefabrik.com

Voting Results of the 65th Annual General Meeting held through Video Conferencing / Other Audio Video Means (VC /OAVM) pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	Wednesday, the 29 th June, 2022
Total number of shareholders on record date	3243, 22 nd June, 2022
Number of shareholders present in the meeting either in person or through proxy:	
- Promoters or Promoters Group	N.A.
- Public	N.A.
Number of shareholders attended the meeting through Video Conferencing:	
- Promoters or Promoters Group	15
- Public	38

Resolution No. 1: Receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Director's Report and the Auditor's Report thereon.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]*100 (3)	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)	% of Votes against on votes polled (7)
Promoter and promoter Group	E-Voting	2286356	2286356	100.00	2286356	-	100.00	-
	Physical Ballot Papers		-	-	-	-	-	
	Total		2286356	100.00	2286356	-	100.00	-
Public - Institutions	E-Voting	750	-	-	-	-	-	-
	Physical Ballot Papers		-	-	-	-	-	
	Total		-	-	-	-	-	
Public - Non Institutions	E-Voting	769144	10937	1.42	8422	2515	77.01	22.99
	Physical Ballot Papers		-	-	-	-	-	
	Total		10937	1.42	8422	2515	77.01	22.99
Total		3056250	2297293	75.17	2294778	2515	99.89	0.11

The Ordinary Resolution has been passed with requisite majority.



Resolution No. 2: Declaration of dividend at the rate of Rs. 0.10 per Equity Share for the year 2021-2022.

Resolution required: (Ordinary / Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]*100 (3)	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)	% of Votes against on votes polled (7)
Promoter and promoter Group	E-Voting	2286356	2286356	100.00	2286356	-	100.00	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		2286356	100.00	2286356	-	100.00	-
Public - Institutions	E-Voting	750	-	-	-	-	-	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institutions	E-Voting	769144	10937	1.42	8422	2515	77.01	22.99
	Physical Ballot Papers		-	-	-	-	-	-
	Total		10937	1.42	8422	2515	77.01	22.99
Total		3056250	2297293	75.17	2294778	2515	99.89	0.11

The Ordinary Resolution has been passed with requisite majority.



Resolution No. 3: Re-appointment of Mr. Devesh Khaitan (DIN 00820595) as a Director, liable to retire by rotation.

Resolution required: (Ordinary / Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]*100 (3)	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)	% of Votes against on votes polled (7)
Promoter and promoter Group	E-Voting	2286356	2280756	99.76	2280756	-	100.00	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		2280756	99.76	2280756	-	100.00	-
Public - Institutions	E-Voting	750	-	-	-	-	-	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institutions	E-Voting	769144	5937	0.77	2032	3905	34.23	65.77
	Physical Ballot Papers		-	-	-	-	-	-
	Total		5937	0.77	2032	3905	34.23	65.77
Total		3056250	2286693	74.82	2282788	3905	99.83	0.17

The Ordinary Resolution has been passed with requisite majority.

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

Jaspreet Singh Dhir

 Jaspreet Singh Dhir
 Company Secretary & Compliance Officer
 Membership No. A40826

MAYANK DAGA

B.Com, Company Secretary (CS)

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mayankdaga89@gmail.com



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Scrutinizer's Report

To
The Chairman of the
65th Annual General Meeting of
Wires and Fabriks (S.A.) Limited

Sir,

Consolidated Scrutinizer's Report on remote e-voting and e-voting at the Annual General Meeting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for the **65th Annual General Meeting ("AGM") of Wires and Fabriks (S.A.) Limited** held on Wednesday, the 29th day of June, 2022 at 03:00 p.m. through Video Conferencing ("VC") / Other Audio Video Means ("OAVM").

I, Mayank Daga, Company Secretary in Practice, appointed as the Scrutinizer by the Board of Directors of **Wires and Fabriks (S.A.) Limited** pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, to scrutinize the remote e-voting process and the e-voting at the AGM on the below mentioned resolutions, for the **65th Annual General Meeting (AGM) of Wires and Fabriks (S.A.) Limited**, held on 29th day of June, 2022 through Video Conferencing ("VC") / Other Audio Video Means ("OAVM"), hereby submit my report as under:

1. In continuation of Ministry's General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 2/2022 dated May 5, 2022 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India circular dated May 12, 2020, January 15, 2021 and May 13, 2022 (collectively referred to as "SEBI Circulars"), the AGM of the Company was held through Video Conferencing ("VC") / Other Audio Video Means ("OAVM") and the notice dated 23rd May, 2022, as confirmed by the Company in respect of the below mentioned resolutions passed at the said AGM of the Company was sent through electronic mode to those Members whose email addresses are registered with the Company/ Depositories.
2. The Company had appointed National Securities Depository Limited (NSDL) to provide and facilitate both the remote e-voting process and e-voting at the AGM to the members of the Company to cast their votes through a secured electronic mode on the Resolutions to be transacted at the said AGM.
3. The remote e-voting period commenced on Sunday, 26th June, 2022 at 9:00 A.M. (IST) and ended on Tuesday, 28th June, 2022 at 5:00 P.M. (IST).



4. The members holding shares as on the 'cut-off' date i.e. 22nd June, 2022, were entitled to vote through remote e-voting system or e-voting at the AGM on the resolutions as set out in the notice of the AGM dated 23rd May, 2022.
5. After the conclusion of the AGM and the closure of e-voting at the AGM, the votes casted through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the website of the National Securities Depository Limited (<https://www.evoting.nsdl.com>). The same were then scrutinized and counted.
6. The combined result is as under:

Resolution No.1 (Ordinary Resolution) – Receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Director's Report and the Auditor's Report thereon.

(i) Voted in favour of the resolution:

	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
E-Voting at the AGM	0	0	0.00
Remote E-Voting	71	22,94,778	99.89
Total	71	22,94,778	99.89

(ii) Voted against the resolution:

	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
E-Voting at the AGM	1	1	Negligible
Remote E-Voting	7	2514	0.11
Total	8	2515	0.11

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Resolution No. 2 (Ordinary Resolution) – Declaration of Dividend @ 0.10 per Equity share of Rs 10/- each, fully paid up, for the year ended 31st March, 2022.

(i) Voted in favour of the resolution:

	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
E-Voting at the AGM	0	0	0.00
Remote E-Voting	71	22,94,778	99.89
Total	71	22,94,778	99.89

(ii) Voted against the resolution:

	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
E-Voting at the AGM	1	1	Negligible
Remote E-Voting	7	2514	0.11
Total	8	2515	0.11



(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
	-

Resolution No. 3 (Ordinary Resolution) – Reappointment of Mr. Devesh Khaitan (DIN: 00820595), who retires by rotation.

(i) Voted in favour of the resolution:

	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
E-Voting at the AGM	0	0	0.00
Remote E-Voting	62	22,82,788	99.83
Total	62	22,82,788	99.83

(ii) Voted against the resolution:

	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
E-Voting at the AGM	1	1	Negligible
Remote E-Voting	8	3,904	0.17
Total	9	3,905	0.17

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	10000

- The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.
- My responsibility as scrutinizer for the e-voting is restricted to making a Scrutinizer's Report of the votes casted in favour or against the resolutions.
- An excel file containing a list of equity shareholders who voted "FOR" or "AGAINST" for each resolution is being sent separately.
- The Relevant records with regard to the e-voting process are being sealed and handed over to the Chairman/ Company Secretary for safe keeping.

Thanking you,

Yours Faithfully,



Mayank Daga

Practicing Company Secretary

Membership No.: ACS 41279

C.P. No.: 16509

UDIN: A041279D000549523

Place: Kolkata

Date: 30-06-2022