Details in respect of the 62nd Annual General Meeting held at Seminar Hall, Science City, JBS Halden Avenue, Kolkata - 700 046 pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	Thursday, the 1st August, 2019
Total number of shareholders on record date	3492, 25th July, 2019
Number of shareholders present in the meeting either in person or through proxy:	
- Promoters or Promoters Group	2
- Public	204
Number of shareholders attended the meeting through Video Conferencing:	
- Promoters or Promoters Group	N.A.
- Public	N.A.

<u>Agenda No. 1:</u> Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2019 together with Directors' Report and Auditors' Report thereon.

Resolution re	equired: (Or	dinary/	Ordinary R	esolution				
Special)								
Whether pro	moter/prom	oter	No					3
group are int		ne						
agenda/resol	agenda/resolution?							
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of
	Voting	shares	votes	Polled on	Votes -	Votes	Votes in	Votes
		held	polled	outstanding	in favour	against	favour	against
			27	shares			on votes	on votes
			80 A7	[(2)/(1)]*100			polled	polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter	E-Voting		2286356	100.00	2286356		100.00	-
and	Physical			=				
promoter	Ballot	2286356	=	=	-		-	-
Group	Papers							
	Total		2286356	100.00	2286356	-	100.00	-
Public -	E-Voting		-	-	-	=3	-	-
Institutions	Physical							
	Ballot	750	=	=	-	<u>=</u> 3		-
	Papers					ra .		
	Total		-	-	-	<b>=</b> ((	-	
Public -	E-Voting		5241	0.68	5241	-1	100.00	-
Non	Physical							
Institutions	Ballot	769144	441	0.06	419	22	95.01	4.99
	Papers							
	Total		5682	0.74	5660	22	99.61	0.39
Tot	al	3056250	2292038	74.99	2292016	22	100.00	0.00

The Ordinary Resolution has been passed with requisite majority.



<u>Agenda No. 2:</u> Declaration of dividend @ 0.60 per Equity Share of Rs. 10/- each, fully paid up, for the financial year ended March, 31, 2019.

Resolution re Special)	equired: (Or	dinary/	Ordinary R	esolution				
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares [(2)/(1)]*100 (3)	No. of Votes – in favour	No. of Votes against	% of Votes in favour on votes polled (6)	% of Votes against on votes polled (7)
Promoter	E-Voting		2286356	100.00	2286356	-	100.00	
and promoter Group	Physical Ballot Papers	2286356	_	-	=	-	-	=
-	Total		2286356	100.00	2286356	-	100.00	-
Public -	E-Voting		_	-	-	-	-	
Institutions	Physical Ballot Papers	750	-	-	-	=	-	_
	Total		-	% <b>-</b>	-	-	3 <b>-</b> 3	-
Public -	E-Voting		5241	0.68	5241	-	100.00	-
Non Institutions	Physical Ballot Papers	769144	441	0.06	439	2	99.55	0.45
	Total		5682	0.74	5680	2	99.96	0.04
Tot	al	3056250	2292038	74.99	2292036	2	100.00	0.00

The Ordinary Resolution has been passed with requisite majority.



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

Resolution re	equired: (Or	dinary/	Ordinary R	esolution					
Special)									
	Whether promoter/promoter group are interested in the		Yes	Yes					
agenda/resolution?							1 = 7		
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of	
	Voting	shares	votes	Polled on	Votes -	Votes	Votes in	Votes	
		held	polled*	outstanding	in favour	against	favour	against	
				shares			on votes	on votes	
				[(2)/(1)]*100	20,020	5a10740	polled	polled	
		(1)	(2)	(3)	(4)	(5)	(6)	(7)	
Promoter	E-Voting		2286156	99.99	2286156	-	100.00	-	
and	Physical		2						
promoter	Ballot	2286356	=	E .	=	=	_	-	
Group	Papers						0,00		
	Total		2286156	99.99	2286156	-	100.00	-	
Public -	E-Voting		-	-	_	-	-	-	
Institutions	Physical								
	Ballot	750	-	_	-	-	1-	_	
	Papers								
	Total		r <del>=</del>	V=	-	-		-	
Public -	E-Voting		5241	0.68	5241	-	100.00	-	
Non	Physical	1							
Institutions	Ballot	769144	441	0.06	420	21	95.24	4.76	
	Papers				1				
	Total		5682	0.74	5661	21	99.63	0.37	
Tot	al	3056250	2291838	74.99	2291817	21	100.00	0.00	

The Ordinary Resolution has been passed with requisite majority.

<sup>\*</sup> In view of provisions of Section 188 of the Companies Act, 2013, Mr. Devesh Khaitan and Mr. Kishan Kumar Khaitan being a related party in the context of the contract or arrangement for which the resolution is being passed, they did not vote for this resolution. (Mr. Devesh Khaitan – 100 Equity Shares & Mr. Kishan Kumar Khaitan – 100 Equity Shares)



Agenda No. 4: Approve remuneration of Shri Kishan Kumar Khaitan, Chairman cum Managing Director for a period of 2 years from 1st April, 2020 to 31st March, 2022.

Resolution re	quired: (Or	dinary/	Special Res	olution		6		
Special) Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares [(2)/(1)]*100 (3)	No. of Votes – in favour	No. of Votes against	% of Votes in favour on votes polled (6)	% of Votes against on votes polled (7)
Promoter and promoter Group	E-Voting Physical Ballot Papers	2286356	2286156	99.99	2286156	-	100.00	-
Public - Institutions	Total E-Voting Physical Ballot Papers	750	2286156 - -	99.99	2286156	-		-
Public - Non Institutions	Total E-Voting Physical Ballot Papers	769144	5241 441	0.68	5241 420	- - 21	100.00	4.76
Tot	Total	3056250	5682 2291838	0.74 74.99	5661 2291817	21 21	99.63	0.37

The Special Resolution has been passed with requisite majority.

(Mr. Kishan Kumar Khaitan - 100 Equity Shares & Mr. Devesh Khaitan - 100 Equity Shares)



<sup>\*</sup> In view of provisions of Section 188 of the Companies Act, 2013, Mr. Kishan Kumar Khaitan and Mr. Devesh Khaitan being a related party in the context of the contract or arrangement for which the resolution is being passed, they did not vote for this resolution.

<u>Agenda No. 5:</u> Approve remuneration of Shri Mahendra Khaitan, Managing Director for a period of 2 years from 1st April, 2020 to 31st March, 2022.

Resolution re	quired: (Or	dinary/	Special Res	olution				1.0	
Special)									
Whether promoter/promoter group are interested in the		Yes	Yes						
		e							
agenda/resolu		77 6	7.7 C	0/ 637	NT C	NI C	0/ - C	% of	
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	Votes	
	Voting	shares	votes	Polled on	Votes -	Votes	an annual annual		
		held	polled	outstanding	in favour	against	favour	against	
				shares			on votes	on votes	
		7-X	9-X	[(2)/(1)]*100	(4)	(=)	polled	polled	
		(1)	(2)	(3)	(4)	(5)	(6)	(7)	
Promoter	E-Voting		2280856	99.76	2280856	_	100.00	-	
and	Physical								
promoter	Ballot	2286356	2-	-	-		-	-	
Group	Papers								
	Total		2280856	99.76	2280856	-	100.00	-	
Public -	E-Voting		-	-		:-	-	_	
Institutions	Physical								
	Ballot	750	1-1	-9	-	-	=	-	
	Papers					49.			
	Total		-	<b>2</b> 0	_	-	-		
Public -	E-Voting		5241	0.68	5241	-	100.00		
Non	Physical							-	
Institutions	Ballot	769144	441	0.06	417	24	94.56	5.44	
	Papers	W							
	Total		5682	0.74	5658	24	99.58	0.42	
Tot	al	3056250	2286538	74.82	2286514	24	100.00	0.00	

The Special Resolution has been passed with requisite majority.

<sup>\*</sup> In view of provisions of Section 188 of the Companies Act, 2013, Mr. Mahendra Khaitan and Ms. Pranika Khaitan Rawat being a related party in the context of the contract or arrangement for which the resolution is being passed, they did not vote for this resolution. (Mr. Mahendra Khaitan – 500 Equity Shares & Ms. Pranika Khaitan Rawat – 5000 Equity Shares)



Agenda No. 6: Approve remuneration of Shri Devesh Khaitan, Executive Director for a period of 2 years from 1st April, 2020 to 31st March, 2022.

Resolution re Special)	equired: (Or	dinary/	Special Res	olution				
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares [(2)/(1)]*100 (3)	No. of Votes – in favour	No. of Votes against	% of Votes in favour on votes polled (6)	% of Votes against on votes polled (7)
Promoter and promoter Group	E-Voting Physical Ballot Papers	2286356	2286156	99.99	2286156	-	100.00	-
Public -	Total		2286156	99.99	2286156	-	100.00	-
Institutions	E-Voting Physical Ballot Papers Total	750	-	-	_	-	-	-
Public -	E-Voting		- 5241	0.68	5241	-	100.00	-
Non Institutions	Physical Ballot Papers	769144	441	0.06	418	23	94.78	5.22
Tot	Total	3056250	5682 2291838	0.74 74.99	5659 2291815	23 23	99.60 100.00	0.40

The Ordinary Resolution has been passed with requisite majority.

\* In view of provisions of Section 188 of the Companies Act, 2013, Mr. Devesh Khaitan and Mr. Kishan Kumar Khaitan being a related party in the context of the contract or arrangement for which the resolution is being passed, they did not vote for this resolution. (Mr. Devesh Khaitan – 100 Equity Shares & Mr. Kishan Kumar Khaitan – 100 Equity Shares)

For Wires and Fabriks (S.A.) Ltd.

Abhishek Upadhyaya Company Secretary

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Place: Kolkata Date: 03.08.2019