

wires & fabriks

BSE Limited

Corporate Relationship Department
1st Floor, New Trading Wing,
Rotunda Building,
P.J Towers, Dalal Street, Fort,
Mumbai - 400001

- **WIRES AND FABRIKS (S. A.) LIMITED**
7, CHITTARANJAN AVENUE, KOLKATA-700 072, INDIA
Phone : 2237-0116/7, 4012-4012 ● Fax : 91-33-2237-2721,
91-33-2225-7136 ● E-mail : wfc@cal.wirefabrik.com
Website : <http://www.wirefabrik.com>

AN ISO 9001 - 2008 COMPANY

CIN : L29265WB1957PLC023379

Date : 10.08.2016

- PAPER MACHINE CLOTHING PAPER MAKING CHEMICALS

Dear Sirs,

Subject: Details of Voting Results at the 59th AGM of the Company

We wish to inform you that 59th Annual General Meeting (AGM) of the Members of M/s Wires & Fabriks (S.A) Limited ("The Company") was held at Seminar Hall, Science City, JBS Haldane Avenue, Kolkata -700046 on Tuesday, 9th August, 2016 at 12:00 Noon.

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote e-voting facility to the Members through National Securities Depository Limited (NSDL) to enable them to cast their votes electronically on the Resolutions proposed in the Notice convening the aforesaid AGM. In line with the amended Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the facility for voting through ballot were also provided to the Members present at the AGM venue. All the items of business as mentioned in the Notice dated the 25th May, 2016 convening the aforesaid AGM have been transacted and all the Resolutions were declared carried with requisite majority.

In Compliance with the requirements under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are furnishing relevant details pertaining to the voting results at the aforesaid AGM in the prescribed format and enclose herewith as an Annexure.

This is for your information and records.

Thanking you.

Yours faithfully,

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


(Rahul Harsh)

Company Secretary

Encl: As above

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

we take quality seriously

WORKS : INDUSTRIAL AREA, JHOTWARA, JAIPUR - 302012 ● PHONES : 2341722 (4 Lines) ● FAX : (91) 0141-2340689 ● E-Mail : enquiry@wirefabrik.com

Details in respect of the 59th Annual General Meeting held at Seminar Hall, Science City, JBS Haldane Avenue, Kolkata –700046 pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	Tuesday, 9 th August, 2016 at 12:00 Noon.
Total number of shareholders on record date	4215 ,2 nd August, 2016
Number of shareholders present in the meeting either in person or through proxy:	
- Promoters or Promoters Group	3
- Public	168
Number of shareholders attended the meeting through Video Conferencing:	
- Promoters or Promoters Group	N.A.
- Public	N.A.

Agenda No. 1: Adoption of the Financial Statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Auditor's thereon and the Board's Report.

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 (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
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	0	-	-	-	-	-	-
	Physical Ballot Papers		-	-	-	-	-	
	Total		-	-	-	-	-	
Public - Non Institutions	E-Voting	769894	117684	3.85	117684	-	100.00	-
	Physical Ballot Papers		171	0.00	171	-	100.00	-
	Total		117855	3.86	117855	-	100.00	-
Total		3056250	2404211	78.67	2404211	-	100.00	-

The Ordinary Resolution has been passed with requisite majority.

Agenda No. 2: Declaration of dividend @1.80 per Equity Share of Rs. 10/- each, fully paid up, for the financial year ended March, 31, 2016.

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 (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
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	0	-	-	-	-	-	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institutions	E-Voting	769894	117684	3.85	117684	-	100.00	-
	Physical Ballot Papers		171	0.00	171	-	100.00	-
	Total		117855	3.86	117855	-	100.00	-
Total		3056250	2404211	78.67	2404211	-	100.00	-

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 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 (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and promoter Group	E-Voting	2286356	2286156*	99.99	2286156	-	100.00	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		2286156	99.99	2286156	-	100.00	-
Public - Institutions	E-Voting	0	-	-	-	-	-	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institutions	E-Voting	769894	117684	3.85	117684	-	100.00	-
	Physical Ballot Papers		171	0.00	171	-	100.00	-
	Total		117855	3.86	117855	-	100.00	-
Total		3056250	2404011	78.66	2404011	-	100.00	-

The Ordinary Resolution has been passed with requisite majority.

* In view of provisions of Section 188 of the Companies Act, 2013 read with Circular No. 30/2014 dated 17th July, 2014, 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, their vote was not considered for the purpose.

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

Agenda No. 4: Re-appointment of Auditors and fixation of their remuneration.

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 (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
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	0	-	-	-	-	-	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institutions	E-Voting	769894	117684	3.85	117684	-	100.00	-
	Physical Ballot Papers		171	0.00	171	-	100.00	-
	Total		117855	3.86	117855	-	100.00	-
Total		3056250	2404211	78.67	2404211	-	100.00	-

The Ordinary Resolution has been passed with requisite majority.

Agenda No. 5: Appointment of Mr. Kishan Kumar Khaitan as the Chairman cum Managing Director of the Company for a further period of 5 Years w.e.f. 01.04.2017 to 31.03.2022 and approval of his remuneration for a period of 3 Years w.e.f. 01.04.2017 to 31.03.2020.

Resolution required: (Ordinary / Special)			Special 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 (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and promoter Group	E-Voting	2286356	2286156*	99.99	2286156	-	100.00	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		2286156	99.99	2286156	-	100.00	-
Public - Institutions	E-Voting	0	-	-	-	-	-	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institutions	E-Voting	769894	117684	3.85	117684	-	100.00	-
	Physical Ballot Papers		171	0.00	171	-	100.00	-
	Total		117855	3.86	117855	-	100.00	-
Total		3056250	2404011	78.66	2404011	-	100.00	-

The Special Resolution has been passed with requisite majority.

* In view of provisions of Section 188 of the Companies Act, 2013 read with Circular No. 30/2014 dated 17th July, 2014, 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, their vote was not considered for the purpose.

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

Agenda No. 6: Appointment of Mr. Mahendra Kumar Khaitan as the Managing Director of the Company for a further period of 5 Years w.e.f. 01.04.2017 to 31.03.2022 and approval of his remuneration for a period of 3 Years w.e.f. 01.04.2017 to 31.03.2020.

Resolution required: (Ordinary / Special)			Special 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 (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and promoter Group	E-Voting	2286356	2280856*	99.76	2280856	-	100.00	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		2280856	99.76	2280856	-	100.00	-
Public - Institutions	E-Voting	0	-	-	-	-	-	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institutions	E-Voting	769894	117684	3.85	117684	-	100.00	-
	Physical Ballot Papers		171	0.00	171	-	100.00	-
	Total		117855	3.86	117855	-	100.00	-
Total		3056250	2398711	78.49	2398711	-	100.00	-

The Special Resolution has been passed with requisite majority.

* In view of provisions of Section 188 of the Companies Act, 2013 read with Circular No. 30/2014 dated 17th July, 2014, Mr. Mahendra Kumar Khaitan and Ms. Pranika Khaitan being a related party in the context of the contract or arrangement for which the resolution is being passed, their vote was not considered for the purpose.

(Mr. Mahendra Kumar Khaitan – 500 Equity Shares & Ms. Pranika Khaitan – 5000 Equity Shares)

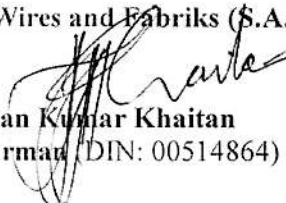
Agenda No. 7: Appointment of Mr. Devesh Khaitan as the Executive Director of the Company for a further period of 5 Years w.e.f. 01.04.2017 to 31.03.2022 and approval of his remuneration for a period of 3 Years w.e.f. 01.04.2017 to 31.03.2020.

Resolution required: (Ordinary / Special)			Special 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 (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and promoter Group	E-Voting	2286356	2286156*	99.99	2286156	-	100.00	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		2286156	99.99	2286156	-	100.00	-
Public – Institutions	E-Voting	0	-	-	-	-	-	-
	Physical Ballot Papers		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institutions	E-Voting	769894	117684	3.85	117684	-	100.00	-
	Physical Ballot Papers		171	0.00	171	-	100.00	-
	Total		117855	3.86	117855	-	100.00	-
Total		3056250	2404011	78.66	2404011	-	100.00	-

The Special Resolution has been passed with requisite majority.

* In view of provisions of Section 188 of the Companies Act, 2013 read with Circular No. 30/2014 dated 17th July, 2014, 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, their vote was not considered for the purpose.
(Mr. Kishan Kumar Khaitan – 100 Equity Shares & Mr. Devesh Khaitan – 100 Equity Shares)

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


Kishan Kumar Khaitan
Chairman (DIN: 00514864)

Place: Kolkata
Date: 10.08.2016