

General information about company	
Scrip code	507817
NSE Symbol	
MSEI Symbol	
ISIN	INE469D01013
Name of the entity	WIRES AND FABRIKS (S.A.) LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Whether Chairperson is related to MD or CEO

Yes

Yes

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Kishan Kumar Khaitan	AFWPK4315F	00514864	Executive Director	Chairperson related to Promoter		02-12-1955	No				Active	NA		14-08-1978	01-04-2022			1	0	0	0		
2	Mr	Mahendra Khaitan	AFWPK4314E	00459612	Executive Director	Not Applicable	MD	10-12-1959	No				Active	NA		26-06-1989	01-04-2022			1	0	1	0		
3	Mr	Devesh Khaitan	AGVPK4801G	00820595	Executive Director	Not Applicable	MD	06-12-1981	No				Active	NA		27-06-2014	01-04-2022			1	0	1	0		
4	Mrs	Pranika Khaitan Rawat	AVIPK7214P	07062242	Non-Executive - Non Independent Director	Not Applicable		24-03-1989	No				Active	NA		05-02-2015				1	0	0	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Rishi Bajoria	AEEPB1420R	00501157	Non-Executive - Independent Director	Not Applicable		02-08-1973	No				Active	NA		13-02-2020	21-07-2020		35	2	2	2	1		
6	Mr	Saroj Khemka	AEYPK6493F	00489838	Non-Executive - Independent Director	Not Applicable		24-01-1947	No				Active	Yes	21-07-2020	05-02-2015	12-08-2020		34	1	1	2	0		
7	Mr	Satish Ajmera	ACMPA7426L	00208919	Non-Executive - Independent Director	Not Applicable		26-10-1944	No				Active	Yes	21-07-2020	29-11-2001	30-03-2020		39	3	3	1	4		
8	Mr	Sudhir Bhandari	ACAPB2708G	08755101	Non-Executive - Independent Director	Not Applicable		09-07-1958	No				Active	NA		13-06-2020	21-07-2020		35	1	1	2	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	Sanjay Kumar Singh	AUSPS5196B	10168533	Non-Executive - Independent Director	Not Applicable		26-05-1956	No				Active	NA		25-05-2023			1	1	1	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00208919	Satish Ajmera	Non-Executive - Independent Director	Chairperson	01-04-2023		
2	00489838	Saroj Khemka	Non-Executive - Independent Director	Member	01-04-2023		
3	00501157	Rishi Bajoria	Non-Executive - Independent Director	Member	01-04-2023		
4	08755101	Sudhir Bhandari	Non-Executive - Independent Director	Member	01-04-2023		
5	00459612	Mahendra Khaitan	Executive Director	Member	01-04-2023		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00489838	Saroj Khemka	Non-Executive - Independent Director	Chairperson	01-04-2023		
2	00208919	Satish Ajmera	Non-Executive - Independent Director	Member	01-04-2023		
3	00501157	Rishi Bajoria	Non-Executive - Independent Director	Member	01-04-2023		
4	07062242	Pranika Khaitan Rawat	Non-Executive - Non Independent Director	Member	01-04-2023		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00501157	Rishi Bajoria	Non-Executive - Independent Director	Chairperson	01-04-2023		
2	00489838	Saroj Khemka	Non-Executive - Independent Director	Member	01-04-2023		
3	08755101	Sudhir Bhandari	Non-Executive - Independent Director	Member	01-04-2023		
4	00820595	Devesh Khaitan	Executive Director	Member	01-04-2023		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00459612	Mahendra Khaitan	Executive Director	Chairperson	01-04-2023		
2	00820595	Devesh Khaitan	Executive Director	Member	01-04-2023		
3	00208919	Satish Ajmera	Non-Executive - Independent Director	Member	01-04-2023		

Other Committee							
-----------------	--	--	--	--	--	--	--

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks		
Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	13-02-2023				Yes	8	7	4
2		25-05-2023	100		Yes	8	6	3

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	13-02-2023				Yes	5	5	4	0
2	Audit Committee	25-05-2023	100			Yes	5	4	3	0
3	Nomination and remuneration committee	25-05-2023				Yes	4	2	2	0
4	Stakeholders Relationship Committee	25-05-2023				Yes	4	3	2	0
5	Corporate Social Responsibility Committee	25-05-2023				Yes	3	3	1	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Jaspreet Singh Dhir
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Jaspreet Singh Dhir
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	20-07-2023