

Compliance Report on Corporate Governance

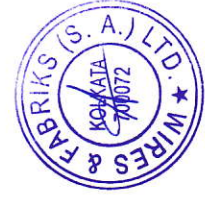
Under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015


Name of Listed Entity: **Wires and Fabriks (S.A.) Limited**
 Quarter ending: **31st December, 2019**

I. Composition of Board of Directors														
SL. No.	Title (Mr/Ms)	Name of the Director	PAN	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Minority)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure (in months)	Date of Birth	No of Directorship in listed entities including this listed entity. [in reference to Reg. 17A(1)]	No of Independent Directorship in listed entities including this listed entity. [in reference to proviso to Reg. 17A(1)]	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity. [Refer Reg. 26(1)]	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity. [Refer Reg. 26(1)]
Same as previous quarter														



II. Composition of Committees						
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation		
1. Audit Committee		Same as previous quarter				
2. Nomination & Remuneration Committee		Same as previous quarter				
3. Stakeholders Relationship Committee		Same as previous quarter				
Regular chairperson is appointed for all the Committees mentioned above.						
III. Meeting of Board of Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive (in number of days)	
11.09.2019	22.10.2019	Yes	7	3	40	
01.08.2019	-	-	-	-	40	
IV. Meeting of Committees						
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit committee	01.08.2019	Yes	4	3	11.09.2019	40
Audit committee	-	-	-	-	01.08.2019	40



V. Related Party Transactions		Compliance status (Yes/No/NA)
Subject		
Whether prior approval of audit committee obtained		Yes
Whether shareholder approval obtained for material RPT		NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes
VI. Affirmations		
1 The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.		
2 The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015		
a. Audit Committee		
b. Nomination & remuneration committee		
c. Stakeholders relationship committee		
3 The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.		
4 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.		
5 This report and/or the report submitted in the previous quarter has been placed before Board of Directors.		
Signature		
 Abhishek Upadhyaya Company Secretary Place: Kolkata Date: 13/01/2020		
