

**wires & fabriks**

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400001

● **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: 13/11/2025

Scrip Code: BSE-507817

Dear Sir,

Sub.: Outcome of Board Meeting dated 13th November, 2025.

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI LODR Regulations").

With reference to the captioned subject and pursuant to Regulation 30 of the SEBI LODR Regulations, we write to inform you that the Board of Directors of the Company has, at its meeting held today i.e. on November 13, 2025 inter-alia considered and approved the following matters:

1. Based on the recommendation of the Nomination and Remuneration Committee, the Board considered and approved the appointment of Mrs. Shailja Khaitan (DIN: 00820688) as Additional Director (Non-Executive Non Independent) w.e.f 13th November, 2025, liable to retire by rotation, subject to approval of the Shareholders of the Company.
2. Mrs. Pranika Khaitan Rawat (DIN: 07062242), vide her letter dated November 13, 2025, has tendered her resignation as Non-Executive Non-Independent Director of the Company with effect from close of business hours on November 13, 2025, in view of pre-occupation and other professional commitments and has also confirmed that there is no material reason apart from the aforesaid with regard to her resignation.

Further to the above communication, the Company vide this letter, is also submitting the Notice of Resignation received from Mrs. Pranika Khaitan Rawat, Non Executive Non Independent Director of the Company.

3. Reconstitution of Nomination and Remuneration of Board in compliance with the requirements of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 from the conclusion of Board Meeting held on November 13, 2025. The composition of the reconstituted committee is provided in Annexure – A.

Further, as per BSE circular no. LIST/COMP/14/2018-19 dated 20th June, 2018, we hereby affirm that Mrs. Shailja Khaitan (DIN: 00820688) being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

we take quality seriously

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



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The Disclosure required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI master Circular SEBI/HO/ CFD/PoD2/ GRIP /0155 dated November 11, 2024 is annex herewith as Annexure B.

The meeting commenced at 1.30 P.M and concluded at 2:50 P.M.

Kindly take the same on record.

Thanking You,
Yours Faithfully,

For, **WIRES AND FABRIKS (S.A.) LIMITED**

BISHWAJIT SINGH

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BISHWAJIT SINGH
Date: 2025.11.13
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Bishwajit Singh
Company Secretary & Compliance Officer
Membership No. A38395

Encl as above

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Annexure A**Composition of Nomination and Remuneration Committee with effect from close of business hours on November 13, 2025**

Name of the Member	Designation
Dr. Sudhir Bhandhari (Non Executive Independent Director)	Chairman
Mr. Rishi Bajoria (Non Executive Independent Director)	Member
Mrs. Shailja Khaitan (Non Executive Non Independent Director)	Member

Annexure B

Information as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI master Circular SEBI/HO/CFD/PoD2/CIR/P /0155 dated November 11, 2024.

The particulars for appointment of Mrs. Shailja Khaitan as Additional Director (DIN: 00820688) (Non Executive Non Independent) of the Company are as under:

Name	Mrs. Shailja Khaitan (DIN: 00820688)
Reason for Change	Appointment
Date of Appointment	13 th November, 2025
Term of Appointment	Mrs. Shailja Khaitan (DIN: 00820688) appointed as Additional Director (Non Executive Non Independent) of the Company w.e.f. 13 th November, 2025, liable to retire by rotation, subject to approval of Shareholders of the Company.
Brief Profile	Mrs. Shailja Khaitan, 62 years, has overall rich experience of more than 25 years. Mrs. Khaitan has rich experience in textile sector. Mrs. Shailja Khaitan is the spouse of Shri Mahendra Khaitan, Managing Director of the Company, who has vast experience in the Paper and Manufacturing Industry. Her knowledge adds value to the Board of the Company. She holds 100 Equity Shares in the category of Promoter Group of the Company.
Disclosure of relationship between Directors	Mrs. Shailja Khaitan is related with Mr. Mahendra Khaitan, Managing Director of the Company.

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The particulars for cessation of Mrs. Pranika Khaitan Rawat (DIN: 07062242) from the position of Director (Non Executive Non Independent) of the Company are as under:

Name	Mrs. Pranika Khaitan Rawat
Reason for Change	Mrs. Pranika Khaitan Rawat, Non Executive Non Independent Director of the Company vide her letter dated 13 th November, 2025 has tendered her resignation from the Board of Directors of the Company in view of pre-occupation and other professional commitments.
Date of Cessation	With effect from close of business hours on 13 th November, 2025
Brief Profile	Not Applicable
Disclosure of relationship between Directors	Not Applicable

BISHWAJI
T SINGH

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BISHWAJIT SINGH
Date: 2025.11.13
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Pranika Khaitan Rawat
34, Baranashi Ghosh Street
Kolkata – 700007

Date: 13th November, 2025

To,
The Board of Directors,
Wires and Fabriks (SA) Limited
7, Chittaranjan Avenue,
Kolkata – 700 072

Dear Sirs,

Sub: Resignation from the Post of Non Executive Director of the Company.

I, Pranika Khaitan Rawat (DIN: 07062242), hereby tender my resignation from the post of Non Executive Director of **Wires and Fabriks (S.A) Limited** with effect from close of business hours on 13th November, 2025 in view of pre-occupation and other professional commitments. Consequently upon resignation, I will also be stepping down as the Member of Nomination and Remuneration Committee of the Company. In this regard, I respectfully request you to accept my resignation with effect from close of business hours on 13th November, 2025.

During my tenure at **Wires and Fabriks (S.A) Limited**, I have received immense support and guidance from all the Board Members. I would like to take this opportunity to express my sincere appreciation to the Board of Directors for their unwavering support and valuable guidance throughout my tenure. I wish the Company increasing prosperity and success in the years to come.

Further, I hereby confirm that there is no material reason apart from the aforesaid with regard to my resignation.

Kindly take note of the same and do further needful in this regard.

Thanking You,
Yours faithfully,

Pranika Rawat

(Pranika Khaitan Rawat)
Non Executive Director
DIN: 07062242