



KRITIKA

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Date: 24th September, 2025

To
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra(E),
Mumbai-400051
NSE Symbol: **KRITIKA**

Sub: Proceedings of the 21st Annual General Meeting (AGM) of the Company

Dear Sir/Madam,

This is to inform you that the 21st Annual General Meeting (AGM) of the Company was held on Wednesday, 24th day of September, 2025 at 1.00 p.m. (I.S.T) through Video Conferencing ("V.C") / Other Audio-Visual Means ("OAVM") to transact the business as stated in the AGM Notice dated 14th August, 2025.

In this regard, please find enclosed herewith the followings:

- a) Summary of the Proceedings of the AGM;
- b) Brief profile of Director's re-appointed at the AGM;
- c) Brief profile of Secretarial Auditors appointed at the AGM.

This is for your information and records.

Thanking you.

Yours faithfully,

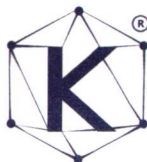
For Kritika Wires Limited

Mr. Mahesh Kumar Sharma
Company Secretary & Compliance Officer
M. No - A42926

Encl: As above

Kritika Wires Limited

Regd Office 1A, Bonfield Lane Kolkata 700 001 West Bengal India t +91 33 40037817 e sales@kritikawires.com w www.kritikawires.com
Corporate Office Unit No. 201 2nd Floor Bus Terminus & Commercial Complex Plot-BG-12, AA-IB, New Town Pride Hotel Building
Works Vill Bhagabatipur P.O. Chaturbhujkati Sankrail Howrah 711 313 CIN : L27102WB2004PLC098699 GST : 19AACCK5615N1Z5



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PROCEEDINGS OF THE 21ST ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF M/S. KRITIKA WIRES LIMITED HELD ON WEDNESDAY, 24TH SEPTEMBER, 2025 AT 1.00 P.M. THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM").

The 21st Annual General Meeting (AGM) of the Company was held on Wednesday, 24th day of September, 2025 at 1.00 p.m. through Video Conferencing ("V.C") or Other Audio Visual Means ("OAVM").

57 members were present in person at the meeting through Video Conferencing ("V.C") or Other Audio Visual Means ("OAVM")

Mr. Mahesh Kumar Sharma, Company Secretary & Compliance Officer of the Company welcomed all the shareholders to the 21st Annual General Meeting of the Company and with the permission of the Chairman, introduced the Directors and the Committee members present at the meeting.

All the Directors were present at the meeting. The representative of the Statutory Auditor and Secretarial Auditor were also present through VC/OAVM. Requisite quorum being present, Mr. Mahesh Kumar Sharma, requested Mr. Naresh Kumar Agarwal, Chairman to chair the meeting and commence the proceedings of the meeting.

The Chairman then welcomed all the members and proceeded to deliver his speech.

The Company Secretary informed the members that as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard- 2 on General Meeting (SS-2) issued by the ICSI, the Company had provided remote e-voting facility to its members to vote on the matters to be transacted at the AGM.

The remote e-voting facility commenced on **Sunday, 21st September, 2025 (9:00 am)** and ends on **Tuesday, 23rd September, 2025 (5:00 p.m.)**. Further, members who have not participated in remote e-voting process and who are participating in the meeting will have an opportunity to cast their votes through e-voting on the resolutions as set out in the AGM notice. The Voting shall remain active till 30 minutes after the conclusion of the meeting. The Board of Directors have appointed Ms. Sweta Gupta, Company Secretary in practice, as the Scrutinizer for this meeting. The Voting results along with the Scrutinizer's Report will be submitted to the Stock Exchange within two working days of the conclusion of the meeting and would be available on the website of the Company.

As the notice was already circulated to all the members and with the permission of the members present, the Notice convening the meeting was taken as read.

The following agendas were transacted at the meeting:

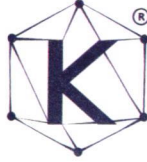
ORDINARY BUSINESS

Item No. 1 - Adoption of Audited Financial Statements - Ordinary Resolution

Item No. 2 - Appointment of Mr. Sanjeev Binani (DIN: 01149866) as a Director, liable to retire by rotation. - Ordinary Resolution.

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SPECIAL BUSINESS

Item No. 3 - Appointment of M/s. RSG & Associates, Company Secretaries (Proprietor Ms. Sweta Gupta, ACS-59873), as Secretarial Auditors of the Company. - Ordinary Resolution

Item No. 4 - Appointment of Mr. Joyjit Das (DIN: 10994054) as the Non-Executive Independent Director of the Company - Special Resolution

Item No. 5 - Appointment of Mrs. Sarika Kedia (DIN:11244153) as the Non-Executive Independent Director of the Company - Special Resolution

Item No. 6 - Revision of Remuneration of Mr. Hanuman Prasad Agarwal (DIN: 00654218), Managing Director of the Company - Special Resolution

Item No. 7 - Revision in Remuneration of Mr. Naresh Kumar Agarwal (DIN: 01020334) Chairman cum Whole-time Director of the Company - Special Resolution

Item No. 8 - Revision in Remuneration of Mr. Ankush Agarwal (DIN: 08071021), Whole-time Director of the Company - Special Resolution

Item No. 9 - Ratification of Remuneration of Cost Auditor - Ordinary Resolution

Item No. 10 - Corporate Guarantee to State Bank of India ; YES Bank Ltd.; Axis Bank Ltd. and ICICI Bank Ltd. for the Credit Facilities availed / to be availed by M/s. HM Power and Cables Private Limited in terms of Section 185 of the Companies Act, 2013 - Special Resolution

The Chairman then requested Mr. Anand Kumar Sharma (C.F.O) of the Company to put light on the financials of the Company. Mr. Ankush Agarwal, Director also shared an operational overview of the Company with the shareholders.

The Company Secretary then gave opportunity to the present members to ask the questions and seek clarification(s). The said questions were appropriately responded.

The meeting, thereafter, concluded with a vote of thanks to all members at 1:43 p.m.

For Kritika Wires Limited

Mr. Mahesh Kumar Sharma
Company Secretary & Compliance Officer
M. No - A42926

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BRIEF PROFILE OF THE DIRECTOR TO BE APPOINTED / RE-APPOINTED AT THE ANNUAL GENERAL MEETING

a) Mr. Sanjeev Binani (DIN:01149866)

Mr. Sanjeev Binani, born on 22nd July, 1967 is associated with the company from 2004. He was first appointed on the board on 31st May, 2004. He is a B.Com graduate and brings in a vast experience of 28 years (approx) in the field of marketing and management.

He is not related to any director and holds 1,50,000 equity shares of the Company.

Further he is not debarred from holding office of director by virtue of SEBI order or any such authority.

b) Mr. Joyjit Das(DIN:10994054)

A dedicated and detail-oriented professional with a strong foundation in corporate governance, compliance, and company secretarial practices, supported by board-level leadership experience. A science graduate and a proud member of the Institute of Company Secretaries of India, bringing a methodical and analytical approach to managing organizational legalities and fostering effective stakeholder relations.

He possesses diverse professional experience spanning statutory and internal audits in public, private and banking sectors; filing statutory returns including ITR, GST, and TDS; and managing Secretarial Compliances for both public and private companies as a private consultant and in collaboration with other professionals.

Currently, he is serving as a Non-Executive Independent Director on the Board of M/s. Securities Development India Ltd. Proven ability to adapt to varied roles and responsibilities, with a consistent track record of delivering excellence in compliance, governance and operational efficiency.

He is not related to any Director and his office shall not be eligible for retirement by rotation. Further, he is not holding any shares in the Company.

He is not debarred from holding office of director by virtue of SEBI order or any such authority.

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c) Mrs. Sarika Kedia (DIN:11244153)

Mrs. Sarika Kedia is a seasoned Practising Company Secretary with over a decade of professional experience, including experience of more than 10 years as the Company Secretary of a listed company within a diversified group. Her career reflects a deep commitment to corporate governance, regulatory compliance, and board advisory functions, making her a strong and independent voice in boardrooms.

In her previous corporate role, she managed all aspects of statutory compliance, board processes, investor relations, and SEBI regulations, ensuring adherence to the highest standards of transparency and governance. Now in practice, she advises a diverse portfolio of clients on Companies Act compliance, SEBI Listing Regulations, and corporate restructuring.

Her professional background enables her to offer balanced, independent judgment, coupled with hands-on experience in board functioning, committee work, and stakeholder engagement.

She is not related to any Director and her office shall not be eligible for retirement by rotation. Further, she is not holding any shares in the Company.

She is not debarred from holding office of director by virtue of SEBI order or any such authority.

BRIEF PROFILE OF SECRETARIAL AUDITOR APPOINTED

Brief profile of M/s. RSG & Associates, Company Secretaries (Proprietor Ms. Sweta Gupta, ACS-59873), as Secretarial Auditors of the Company

CS Sweta Gupta is an Associate member of the Institute of Company Secretaries of India and is also Commerce & Law Graduate. She possesses over 5 years of experience in the fields of Accounts, Audit and handling compliances under various Corporate Laws. She has handled compliances under Listing Agreement, Rights Issues, Bonus Issues, Preferential Allotments, Mergers & De-mergers of Companies, etc.

After working for two years under employment, she started her own practice in the field of Corporate Laws. She has a sole proprietorship firm named "M/s. RSG & Associates" providing Secretarial Services to both public and private companies. Her core area is handling Company Law Matters.

Apart from the Company Law Matters, she is also looking after the RBI Compliances, NCLT Matters, GST Returns and Legal Matters.

CS Sweta Gupta is also registered as an Independent Director in the Independent Director's Databank under Indian Institute of Corporate Affairs.

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