



KRITIKA
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NOTICE

Notice is hereby given that the 17th Annual General Meeting of the members of M/s. Kritika Wires Limited will be held on Thursday, 30th September, 2021 at 11.00 am at the registered office of the Company at 1A, Bonfield Lane, Mezanine Floor, Kolkata-700001 to transact following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Ankush Agarwal (DIN: 08071021), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To ratify the remuneration of M/s. Sohanlal Jalan and Associates, Cost Auditors of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 ("The Act") read with Companies (Audit and Auditors) Rules, 2014, the remuneration payable during the year 2021-2022 to M/s. Sohanlal Jalan and Associates, Cost Accountants, as appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year 2021-2022, amounting to Rs. 35,000/- (Rupees Thirty Five Thousand Only) plus tax as applicable and reimbursement of conveyance expenses on actual basis as incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed."

For Kritika Wires Limited

Sd/-

Mahesh Kumar Sharma
(Company Secretary)

Date: 4th September, 2021
Place: Kolkata

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-I, New Town Pride Hotel Building
t +91 33 2986 2140 / 2142
Works Vill Bhagabatipur P.O. Chaturbhujkati Sankrail Howrah 711 313
CIN : L27102WB2004PLC098699 GST : 19AACCK5615N1Z5



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NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERALMEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTENDAND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF AND THE PROXYNEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing theproxy should, however, be deposited at the registered office of the company not lessthan forty-eight hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding inthe aggregate not more than ten percent of the total share capital of the companycarrying voting rights. A member holding more than ten percent of the total sharecapital of the company carrying voting rights may appoint a single person as proxyand such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorized representatives to attend theMeeting are requested to send to company a certified copy of the Board Resolutionauthorizing their representative to attend and vote on their behalf at the meeting.
3. Members are requested to bring their attendance slip along with their copy of AnnualReport to the meeting.Copies of Annual report will not be distributed at the venue of the AGM.
4. The Register of Directors and Key Management Personnel and their Shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
5. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
6. In case of joint holders attending the meeting, only such joint holder who is higher inthe order of names will be entitled to vote.
7. Relevant documents referred to in the accompanying Notice are open for inspectionby the members at the Registered Office of the Company on all working days exceptSaturdays, during business hours up to the date of the meeting.

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8. Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of SEBI (LODR) Regulations, 2015 the Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 24th September, 2021 to Thursday, the 30th day of September, 2021 (both days inclusive).
9. The Company has appointed **M/s. Link Intime India Pvt. Ltd.**, as its Registrars and Share Transfer Agents (RTA) for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, change of address intimation and other communication in relation thereto with respect to shares held, should be addressed to the RTA directly quoting Folio No., full name and name of the Company.
10. Members are requested to notify changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, etc. to the concerned Depository Participant/Registrar and Transfer Agent/Company.
11. Members holding shares in single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Companies Act, 2013. Members may contact Company/respective Depository Participants for availing this facility.
12. SEBI has mandated submission of Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to provide their PAN details to their respective DPs with whom they are maintaining their demat accounts.
13. Notice of the AGM along with attendance slip, proxy form and Annual Report is being sent to all the members whose name appears in the Register of Members as on 27th August, 2021 at the e-mail IDs registered with the Company/ Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
14. The Notice of the Annual General Meeting along with the Annual Report for the Financial Year 2020-21 is also available on the website Company at www.kritikawires.com.
15. Information of Director proposed to be re-appointed at the forthcoming Annual General Meeting as required by Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings is provided in the annexure to this Notice.

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16. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto and forms part of this Notice.
17. As per the Notification issued by Ministry of Corporate Affairs dated 19th March, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI (ICDR) Regulations, 2009 are exempted from e-voting provisions.

Also, no such provision is available in SME Equity Listing Agreement. Company is covered under Chapter XB as it is listed on SME platform of National Stock Exchange of India Limited (NSE). Therefore, Company is not providing e-voting facility to its shareholders.
18. The facility for voting through polling paper shall be made available to the members at the Annual General Meeting. Poll will be conducted under the supervision of the scrutinizer appointed for the poll. Scrutinizer decision on validity of the vote will be final.
19. The Chairman shall, at the meeting, at the end of the discussion on the resolutions on which voting is to be held, allow voting with the assistance of the Scrutinizer, by use of Polling Paper for all the members.
20. The Board of Directors of the Company has appointed Mr. Rajesh Ghorawat, Practicing Company Secretary (FCS: 7226, C.P. No. 20897) as the Scrutinizer, for conducting Poll during the Annual General meeting and to oversee voting process. The Scrutinizer's Report shall be available at the websites of the Company and NSE respectively.
21. The route map showing directions to reach the venue of the Annual General Meeting is annexed.

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Statement Pursuant to Section 102(1) of the Companies Act, 2013

As required under Section 102 of the Companies Act, 2013 the following Explanatory Statement sets out all material facts relating to business under Item no. 3 of the accompanying Notice:

Item No. 3

The Board on the recommendation of the Audit Committee had approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2022 at a fee of Rs. 35,000/- (Rupees ThirtyFive Thousand) plus tax as applicable and reimbursement of conveyance expenses on actual basis.

In accordance with the provisions of Section 148 of the Companies Act read with the Companies (Audit and Auditors) Rules 2014, the remuneration payable to Cost Auditors require ratification by the shareholders of the company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at item no 3 of the notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2022.

No director, Key managerial personnel or their relatives, are in any way, concerned or interested, financially or otherwise in the proposed resolution.

The board recommends the resolution set forth in item no. 3 for the approval of the Company.

For Kritika Wires Limited

Sd/-

Mahesh Kumar Sharma
(Company Secretary)

Date: 4th September, 2021

Place: Kolkata

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ANNEXURE TO THE NOTICE

Name of Director	Ankush Agarwal
Date of birth	18/01/1992
Nationality	Indian
Date of first appointment on the board	06/03/2018
Qualification	B.E(Mech.)
Experience in functional area	5 years
Relationship with other Directors	Nephew
Shareholding in the Company	Nil
List of directorship held in other listed Companies	Nil
Committee membership in other listed Companies	Nil

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Attendance Slip

(Please fill in attendance slip and hand it over at the entrance of the meeting Hall.)

I hereby record my presence at the 17th Annual General Meeting of the Company being held on Thursday, 30th September, 2021 at 11.00 am at the registered office of the Company at 1A, Bonfield Lane, Meza Nine Floor, Kolkata-700001 and at any adjournment thereof.

DP-ID*	
No. of shares held	Client ID*
Member / Proxy Name <i>(Please mention in block letters)</i>	Member / Proxy Signature

* Applicable for Members holding Shares in electronic form.

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FORM NO MGT-11 - PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s)			
Registered Address			
E-mail id			
Registered Folio No.			
DP-ID		Client ID	

I/We, being the member(s) holding _____ equity shares of Kritika Wires Limited hereby appoint Mr. _____ residing at _____ having email-id _____, as my/our proxy to vote for me/us on my/our behalf at the 17th Annual General Meeting of the Company to be held on Thursday, 30th September, 2021 at 11.00 am at the registered office of the Company at 1A, Bonfield Lane, Meza Nine Floor, Kolkata-700001 and any adjournment thereof, in respect of such resolutions as are indicated below:

Item No.	Resolution
1.	Adoption of Audited Financial Statement of the Company for the Financial Year ended 31 st March, 2021.
2.	To appoint a director in place of Mr. Ankush Agarwal (DIN: 08071021), who retires by rotation and being eligible, offers himself for re-appointment.
3.	To ratify the remuneration of M/s. Sohanlal Jalan and Associates, Cost Auditors of the Company for Financial Year 2021-2022.

Revenue
Stamp of
Re. 1/-

Signature of Shareholder

Signature of proxy holder(s)

Holder Date: _____, 2021

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Notes:

- The Proxy form duly completed must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
- This form of proxy will be valid only if it is duly complete in all respects, properly stamped and submitted as per the applicable law. Incomplete form or form which remains unstamped or inadequately stamped or form upon which the stamps have not been cancelled will be treated as invalid.
- Undated proxy form will not be considered valid.
- If Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.
- Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes. When a member appoints a Proxy and both the member and Proxy attend the Meeting, the Proxy will stand automatically revoked.
- In the case of joint-holders, the signature of any one holder will be sufficient, but names of all the joint-holders should be stated.
- This form of proxy shall be signed by the appointer or his attorney duly authorized in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
- A proxy need not be a member of the Company and shall prove his identity at the time of attending the Meeting.

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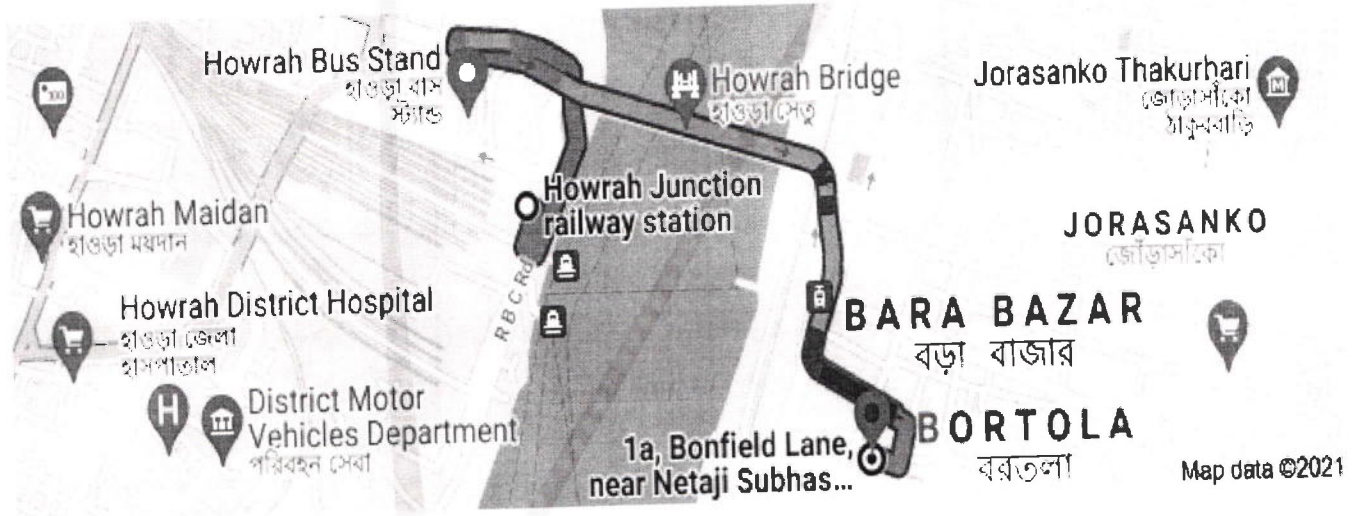
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Road map to venue



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