

August 24, 2023

BSE Ltd. Corporate Relationship Department 1st Floor New Trading Wing, Rotunda Building, P J Towers, Dalal Street Fort, Mumbai – 400001	National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051
Scrip Code – 530517	Scrip Code – RELAXO

Subject: Summary of Proceedings of 39th Annual General Meeting (“AGM”)

Dear Madam / Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“SEBI Listing Regulations”], please find enclosed herewith a summary of proceedings of the 39th AGM of the Company held on Thursday, 24th August, 2023 at 10:30 A.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

Mr. Ankit Jain, Company Secretary, welcomed all the Members, Directors, Auditors and other invitees to the 39th AGM of the Members of Relaxo Footwears Limited (“the Company”) held on Thursday, 24th August, 2023 at 10:30 a.m. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in compliance with the provisions of the Companies Act, 2013 and relevant circulars issued by the Ministry of Corporate Affairs and SEBI from time to time.

DIRECTORS PRESENT THROUGH VIDEO CONFERENCE

Mr. Pankaj Shrimali	:	Chairman & Independent Director
Mr. Ramesh Kumar Dua	:	Managing Director
Mr. Mukand Lal Dua	:	Whole Time Director
Mr. Nikhil Dua	:	Whole Time Director
Mr. Gaurav Dua	:	Whole Time Director
Mr. Deval Ganguly	:	Whole Time Director
Mr. Vivek Kumar	:	Independent Director
Ms. Deepa Verma	:	Independent Director
Mr. Rajeev Rupendra Bhadauria	:	Independent Director

RELAXO FOOTWEARS LIMITED

Registered Office: Aggarwal City Square, Plot No. 10, Manglam Place,

District Centre, Sector-3, Rohini, Delhi-110085. Phones: 46800 600, 46800 700

Fax: 46800 692 E-mail: rfl@relaxofootwear.com

Classification: **Public**

CIN L74899DL1984PLC019097





IN ATTENDANCE PRESENT THROUGH VIDEO CONFERENCE

Mr. Sushil Batra : Chief Financial Officer
Mr. Ankit Jain : Company Secretary

INVITEES PRESENT THROUGH VIDEO CONFERENCE

Mr. Mukesh Dua : Partner of M/s Gupta & Dua, Chartered Accountants - Statutory Auditors
Mr. Shashikant Tiwari : Partner of M/s Chandrasekaran Associates- Secretarial Auditors
Mr. Baldev Singh Kashtwal : Scrutinizer to 39th Annual General Meeting

The number of shareholders as on cut-off date i.e., August 17, 2023 were 3,34,176.

88 members attended the meeting through VC.

Mr. Ankit Jain, Company Secretary informed that all the Directors of the Company were present except Mr. Kuldip Singh Dhingra, Independent Director. Mr. Pankaj Shrimali, Chairman & Independent Director chaired the meeting. After ascertaining that requisite quorum was present, the Chairman called the meeting to order.

Mr. Ankit Jain, Company Secretary, informed that the statutory registers and other applicable documents were available for inspection by Members electronically.

The Chairman and Managing Director of the Company addressed the Members attending through VC.

The Managing Director informed the Members that the Notice convening the 39th AGM along with the Audited Financial Statements of the Company for the financial year ended 31st March, 2023, including Balance Sheet as at 31st March, 2023 and the statement of Profit and Loss Account for the financial year ended on that date together with the Reports of Board and Auditors thereon, had already been sent to the Members by e-mail and were taken as read.

The Company Secretary informed the Members that in compliance with provisions of Section 108 of the Companies Act, 2013 and rules made thereunder read with Regulation 44 of SEBI (LODR) Regulations, 2015, the Company had provided e-voting facility to the Members entitled to cast their vote on all resolutions. E-voting facility provided by the Company was available from August 21, 2023 (09:00 Hours) to August 23, 2023 (17:00 Hours). He also briefed the shareholders / speakers about the procedures to participate in the AGM.

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It was further informed that Mr. Baldev Singh Kashtwal, Practicing Company Secretary, has been appointed as scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM i.e. InstaPoll in a fair and transparent manner and the results will be published not later than 2 (two) working days. The Company Secretary also briefed the members about the agenda items placed before the AGM.

All the 10 (Ten) resolutions stated in the notice convening 39th AGM and also stated below were put to vote in the AGM:

S.N.	ITEM NO.
ORDINARY BUSINESS (ORDINARY RESOLUTIONS)	
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, comprising of the Balance Sheet as at March 31, 2023 and the statement of Profit and Loss Account for the Financial Year ended on that date including Statement of cash flows for the year ended as at March 31, 2023, together with the Reports of Board of Directors and Auditors thereon.
2.	To declare a final dividend @250% equivalent to ₹ 2.50/- per equity share having Face Value of ₹ 1/- each for the Financial Year 2022-23.
3.	To consider appointment of a Director in place of Mr. Deval Ganguly, Whole Time Director (DIN: 00152585) of the Company, who retires by rotation and being eligible, offers himself for reappointment.
SPECIAL BUSINESS (SPECIAL RESOLUTIONS)	
4.	To re-appoint Mr. Ramesh Kumar Dua (DIN- 00157872) as Managing Director of the company
5.	To re-appoint Mr. Mukand Lal Dua (DIN- 00157898) as a Whole Time Director of the Company
6.	To re-appoint Mr. Nikhil Dua (DIN – 00157919) as a Whole Time Director of the Company
7.	To re-appoint Mr. Gaurav Dua (DIN-09674786) as a Whole Time Director of the Company
8.	To re-appoint Mr. Ritesh Dua (relative of Directors) as an Executive Vice President (Finance) of the Company
9.	To re-appoint Mr. Nitin Dua (relative of Directors) as an Executive Vice President (Retail) of the Company
10.	To re-appoint Mr. Rahul Dua (relative of Directors) as an Executive Vice President (Manufacturing) of the Company

Thereafter, the Company Secretary opened the stage for 'Questions & Answers' for the Members who had registered themselves as the speakers to ask questions or express their views. The management duly responded the queries of the Members.

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Thereafter, the Chairman informed that the voting would continue for next 15 minutes to enable the Members who did not cast vote through remote e-voting to exercise their votes at the Meeting through InstaPoll. He ordered to start the InstaPoll proceeding and requested the members to cast their votes, if not voted earlier.

The web-link to connect to the Meeting was disabled at 10:57 a.m. and Instapoll option was disabled at 11:12 a.m.

Furthermore, pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, voting results of the businesses transacted at the AGM along with report of the Scrutinizer shall be submitted in due course of time.

Request you to take the above information on your record.

Thanking You,

For **Relaxo Footwears Limited**

Ankit Jain
Company Secretary and Compliance Officer

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