

Dhanlaxmi FABRICS LTD.



Bhopar Village, Manpada Road, Dombivli (East) - 421 204.
Phone : 0251-2870589 / 2870590 / 91/ 92 • Fax : 0251-2870545
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Date: 28th September, 2019

To,
The Bombay Stock Exchange Ltd
Corporate Relationship Dept,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai – 400 001

Ref: BSE Scrip Code: 521151

**Sub: Proceedings of 27th Annual General Meeting under Regulation 30 of SEBI (Listing
Obligation and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we submit the AGM Proceedings of **27th Annual General Meeting of the company held on Saturday, 28th September, 2019** commenced at 1:00 P.M., at the registered office of the Company Manpada Road, Bhopar Village, Dombivali (East), Mumbai – 421204.

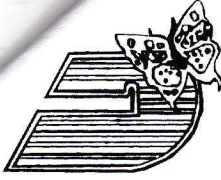
We hereby attached the AGM Proceedings of the Company.

We are requested to take this on record.

Yours faithfully,
For Dhanlaxmi Fabrics Limited

Vinod S. Jhavar
Vinod Jhavar
(Managing Director)





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Sub: Gist of Proceeding of the 27th Annual General Meeting of Dhanlaxmi Fabrics Limited held on 28th September, 2019

Day, Date, Time and Venue of the Meeting:

The 27th Annual General Meeting of the Members of the Company was held on Saturday, 28th September, 2019 commenced at 1:00 P.M., at the registered office of the Company Manpada Road, Bhopar Village, and Dombivali (East), Mumbai – 421204. The meeting was concluded at 01.40 P.M. on the same day.

The Brief details of the items deliberated at the meeting and result thereof:

- Shri Vinod Sohanlal Jhavar, Managing Director of the Company, Chaired the proceedings of the meeting.
- The requisite quorum being present, the Chairman called the meeting to order.
- Mr. Vinod Jhavar, Chairman of 27th Annual General Meeting, then delivered his speech to the members present. He gave an overview of the financial performance of the Company for the financial year ended March 31, 2019 and its future outlook.
- The Chairman then invited the suggestions and queries if any, from members, which were replied by the Chairman.
- The Chairman further informed that the Board of Directors have engaged the services of Central Depository Services (India) Limited (CDSL) as the authorized agency to provide e-voting facility and appointed Mr. Pankaj Trivedi, Company Secretary In Practice (Membership No: 15301), Mumbai as the scrutinizer for the purpose of Scrutinizing the voting through Ballot paper and remote e-voting process.
- The Chairman informed the Members that **remote e-voting commenced at 9:00 a.m. 25th September, 2019 and ended at 5:00 p.m. on 27th September, 2019.**



- The chairman informed the members that the facility for voting through physical ballot form is available at the meeting for the members who have not cast their vote through remote e-voting. Thereafter all **12 resolutions** were voted through poll, the members were asked to put their polling paper in the ballot box. Then the ballot box was locked by the scrutinizer. The Chairman then announced that the combined result of e-voting and the Physical voting (poll) will be put on BSE and Company's website on or before **30th September, 2019**.
- Thereafter following resolutions as set out in notice calling the 27th AGM were put for the members approval:

Item No.	Resolutions
Ordinary Businesses	
1	Consideration and adoption of the Audited Standalone and Consolidated Financial Statements consisting of the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and Cash Flow Statement for the year ended together with the reports of the Board of Directors and the Auditors thereon.
2	Re-appointment of Director in place of Mr. Mahesh Jhavar DIN:00002908 , who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.
3	Appointment of Statutory Auditor M/s. Dinesh Bangar & Co. , Chartered Accountants, Mumbai (FRN:102588W), to fill the casual vacancy caused by the resignation of M/s. R. Soni & Co. Mumbai , (Firm Registration No130349W).
4	Appointment of Statutory Auditor M/s. Dinesh Bangar & Co. , Chartered Accountants from the conclusion of 27th Annual General Meeting , for a single tenure of 5 (five) years and to fix their remuneration
Special Businesses	
5	Ratification of appointment of Mr. Dilip Murlidhar Bathija. , Cost Accountants, as a Cost Auditors of the Company
6	Approval of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013
7	Re-appointment of Mr. Durgesh Kabra , (DIN: 00017670) as an Independent Director of the Company for next 5 years for second term
8	Appointment of Ms. Ayushi Gilra (DIN: 08511294) as an Independent Director of the Company
9	Appointment of Mr. Mukul Jhavar (DIN: 07966851) as an Executive Director of the Company and fix remuneration
10	Payment of remuneration to Executive Directors
11	Approve related party transaction under Section 188 of the Companies Act, 2013 with Promtech Impex Private Limited
12	Alteration of the Memorandum of Association of the Company

- The clarifications were provided to the queries raised by the members at the meeting.

After covering all the agenda the chairman bestowed his heart felt gratitude to the members who have allotted their precious time to the company for attending 27th Annual General Meeting and finally with the vote of thank to everyone he conclude the meeting at 1.40 p.m.



The result of the e-voting and poll will be disseminated to the exchange and CDSL and will also be posted on company's website once the company receives scrutinizers report (*within 48 hours of the conclusion of the meeting.*)

**Yours faithfully,
For Dhanlaxmi Fabrics Limited**

Vinod S. Jhawar
Vinod Jhawar
(Managing Director)



**CC To,
The Manager
Central Depository Services (India) Ltd,
16th Floor, P. J. Tower, Dalal Street, Fort, Mumbai -400 001**