

Ref- BSE/2020-21/06

Date: June 25, 2020

To,  
Corporate Relationship Department,  
BSE Limited  
Phioze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai - 400 001

**Sub:** Outcome of the Board Meeting

**Scrip Code-** 539399

**Dear Sir/Ma'am**

In continuation of our letter dated 17<sup>th</sup> June, 2020, we wish to inform you that the Board of Directors of the Company at its meeting held today i.e. Thursday, 25<sup>th</sup> June, 2020 at registered office of the Company has approved the following businesses:

1) **Audited Financial Results**

The audited financial results of the company for the quarter and year ended on 31<sup>st</sup> March, 2020 and also took note of auditor's report thereon.

2) **Reappointment of Chairman & Whole-Time Director**

Re-appointment of Mr. Harish Kumar Gupta (DIN: 01323944) as Chairman & Whole-Time Director of the Company for a further period of five years effective from 31<sup>st</sup> July, 2020 to 30<sup>th</sup> July, 2025 on the recommendation of Nomination and Remuneration Committee subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.

3) **Reappointment of Managing Director**

Re-appointment of Mr. Pawan Kumar Gupta (DIN: 01543446) as Managing Director of the Company for a further period of five years effective from 31<sup>st</sup> July, 2020 to 30<sup>th</sup> July, 2025 on the recommendation of Nomination and Remuneration Committee subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.

4) **Reappointment of Whole-Time Director**

Re-appointment of Mr. Saurav Gupta (DIN: 07106619) as Whole-Time Director of the Company for a further period of five years effective from 31<sup>st</sup> July, 2020 to 30<sup>th</sup> July, 2025 on the recommendation of Nomination and Remuneration Committee subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company

5) **Reappointment of Whole-Time Director**

Re-appointment of Gaurav Gupta (DIN:07106587) as Whole-Time Director of the Company for a further period of five years effective from 31<sup>st</sup> July, 2020 to 30<sup>th</sup> July, 2025 on the recommendation of Nomination and Remuneration Committee subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company



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JAIPUR

**6) Reappointment of Independent Director**

Re-appointment of Mr. Sharad Mangal (DIN: 01127317) as Independent Director of the Company for a second term of five years effective from 15<sup>th</sup> July, 2020 to 14<sup>th</sup> July, 2025 on the recommendation of Nomination and Remuneration Committee subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.

**7) Reappointment of Independent Director**

Re-appointment of Ms. Kalpana Juneja (DIN: 07226135) as Independent Director of the Company for a second term of five years effective from 15<sup>th</sup> July, 2020 to 14<sup>th</sup> July, 2025 on the recommendation of Nomination and Remuneration Committee subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.

**8) Reappointment of Independent Director**

Re-appointment of Mr. Gunjan Jain (DIN: 07223400) as Independent Director of the Company for a second term of five years effective from 15<sup>th</sup> July, 2020 to 14<sup>th</sup> July, 2025 on the recommendation of Nomination and Remuneration Committee subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.

**9) Reappointment of Independent Director**

Re-appointment of the Mr. Vikas Mathur (DIN: 07252879) as Independent Director the Company for a second term of five years effective from 31<sup>st</sup> July, 2020 to 30<sup>th</sup> July, 2025 on the recommendation of Nomination and Remuneration Committee subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.

The details as required under the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed in Annexure A.

The meeting of Board of Directors of the Company commenced at 11:30 A.M. and concluded at 06:00 PM.

You are requested to kindly take the same on record and acknowledge.

Thanking You,

**For BELLA CASA FASHION & RETAIL LIMITED**



Sonika Gupta  
Company Secretary & Compliance officer  
Membership No.: A38676



Annexure A

S.no.	Particulars	Mr. Pawan Kumar Gupta, Harish Kumar Gupta, Saurav Gupta and Gaurav Gupta
a)	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointed as Directors by the Company for a period of five years with effect from 31 <sup>st</sup> July, 2015. Their present term will end on 30 <sup>th</sup> July, 2020. The Board approved the reappointment of Directors of the company for a term of 5 years w.e.f. 31 <sup>st</sup> July, 2020 to, subject to the shareholders' approval at the ensuing Annual General Meeting.
b)	Date of appointment/cessation (as applicable) & term of appointment;	The term as Directors of the Company will commence w.e.f. 31 <sup>st</sup> July, 2020 for a period of five years ending on 30 <sup>th</sup> July, 2025 subject to member's approval in the ensuing Annual General Meeting.
c)	Brief profile (in case of appointment);	Attached in Annexure B
d)	Disclosure of relationships between directors (in case of appointment of a director).	Mr. Harish Kumar Gupta, Mr. Pawan Kumar Gupta, Mr. Saurav Gupta and Mr. Gaurav Gupta are related to each other. Mr. Harish Kumar Gupta and Mr. Pawan Kumar Gupta are brothers. Mr. Gaurav Gupta is a son of Mr. Harish Kumar Gupta and Mr. Saurav Gupta is a son of Mr. Pawan Kumar Gupta.
e)	Affirmation that the Director being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	We hereby affirm that the Directors proposed to be reappointed are not debarred from holding the office of director by virtue of any SEBI order or any other such authority

S. no.	Particulars	Mr. Sharad Mangal, Mr. Gunjan Jain, Ms. Kalpana Juneja	Mr. Vikas Mathur
a)	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointed as Independent Directors by the Company for a period of five years with effect from 15 <sup>th</sup> July, 2015. Their present term will end on 14 <sup>th</sup> July, 2020. The Board approved the reappointment of as Independent Directors of the company for a second term of 5 years w.e.f. 15 <sup>th</sup> July, 2020 to, subject to the shareholders' approval at the ensuing Annual General Meeting.	Appointed as Independent Director by the Company for a period of five years with effect from 31 <sup>st</sup> July, 2015. His present term will end on 30 <sup>th</sup> July, 2020. The Board approved the reappointment of as Independent Directors of the company for a second term of 5 years w.e.f. 31 <sup>st</sup> July, 2020 to, subject to the shareholders' approval at the ensuing Annual General Meeting.



E-102, 103, EPIP, Sitapura Industrial Area, Jaipur - 302022, INDIA

CIN : L17124RJ1996PLC011522

b)	Date of appointment/cessation (as applicable) & term of appointment;	The second term as an Independent Directors of the Company will commence w.e.f. 15 <sup>th</sup> July, 2020 for a period of five years ending on 14 <sup>th</sup> July, 2025 subject to member's approval in the ensuing Annual General Meeting.	The second term as an Independent Directors of the Company will commence w.e.f. 31 <sup>st</sup> July, 2020 for a period of five years ending on 30 <sup>th</sup> July, 2025 subject to member's approval in the ensuing Annual General Meeting.
c)	Brief profile (in case of appointment);	Attached in Annexure B	Attached in Annexure B
d)	Disclosure of relationships between directors (in case of appointment of a director).	NIL	NIL
e)	Affirmation that the Director being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	We hereby affirm that the Directors proposed to be reappointed are not debarred from holding the office of director by virtue of any SEBI order or any other such authority	We hereby affirm that the Director proposed to be reappointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority

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**Annexure B**

**Mr. Harish Kumar Gupta, Chairman & Whole time Director**

Mr. Harish Kumar Gupta aged approximately 62 years is the Chairman and Whole Time Director of our Company. Mr. Harish Kumar Gupta has acquired expertise in various areas of manufacturing of apparels and home furnishings. He is the founder promoter of the Company and has been responsible for growth and development of the company since its inception. Presently, his vast experience of more than 45 years in textile industry is enshrined on the company for formation of policies and developmental activities of the company. He is involved in identifying, developing and directing the implementation of business strategy. Further, he is heavily involved in maintaining the budget of the company and ensures that the expenditure does not cross the actual limit of the company.

**Mr. Pawan Kumar Gupta, Managing Director**

Pawan Kumar Gupta aged approximately 58 years is the Managing Director of our company. He has been on the Board since incorporation. He is the founder promoter of the Company and has more than 27 Years of experience in textile trading and 20 of experience in textile manufacturing. Under his dynamic leadership and vast experience, we are able to deliver constant value to our Company's projects and expansion strategy. Being the founder of the organization he has worked on almost all areas in the organization which helps him understand and handle major function of Purchasing and Resource Management of our company. He is responsible for building client relationship that results in revenue and profitability growth

**Mr. Gaurav Gupta, Whole-time Director**

Mr. Gaurav Gupta aged approximately 38 years is a Whole Time Director of our Company. He has a post graduate diploma in International Trade from Bhartiya Vidya Bhawan and also Diploma in textile design. He handles all the production related functions of the company from last 19 years. His expertise has promoted the company into home furnishing and exports.

**Mr. Saurav Gupta, Whole-time Director**

Mr. Saurav Gupta aged approximately 38 years is a Whole Time Director of our Company. He is a Post Graduate Diploma in Apparel Marketing & Merchandising from NIFT. He has been handling the marketing, merchandising and product development functions of the company from past 15 years. His expertise has helped in accelerating growth in the apparel section of the company.

**Mr. Gunjan Jain, Non-Executive & Independent Director**

Mr. Gunjan Jain aged approximately 37 Years is the Non-Executive Independent Director of our Company. He is a graduate and has wide experience of working for 14 years in International Journal House and is also a major partner in Overlay.

  




**BELLA CASA FASHION & RETAIL LIMITED**

Importers, Manufacturer & Exporters of :  
Home Furnishing, Garment & Fabrics

Ph. : 0141-2771844  
E-mail : info@bellacasa.in  
Website : www.bellacasa.in

E-102, 103, EPIP, Sitapura Industrial Area, Jaipur - 302022, INDIA

CIN : L17124RJ1996PLC011522

**Ms. Kalpana Juneja, Non-Executive & Independent Director**

Ms. Kalpana Juneja aged approximately 38 Years is the Non-Executive Independent Director of our Company. She is a graduate and has wide experience of working for 14 years in sales and marketing.

**Mr. Vikas Mathur, Non-Executive & Independent Director**

Mr. Vikas Mathur aged approximately 38 Years is the Non-Executive Independent Director of Our Company. He is a Master of Physiotherapy and has wide experience of working around 11 years.

Thanking You,

**For BELLA CASA FASHION & RETAIL LIMITED**

Sonika Gupta  
Company Secretary & Compliance officer  
Membership No.: A38676