



FASHIONS LIMITED

A Govt. Recognised Export House

Men's fashion technology

Date: 24.09.2019

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

SCRIP CODE: 521206

Sub : Proceeding of the 26th Annual General Meeting of the Company held on Tuesday, the 24th September , 2019 at 10.00 a.m at Rajdhani Party Lawn, Khasara No. 228, opp. Pathway School, Village Hazipur, Sector-104, Noida, Gautam Buddha Nagar UP 201304 .

Dear Sir,

In compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to state that the 26th Annual General Meeting of the Company of Samtex Fashions Limited was duly held today, Tuesday, the 24th September, 2019 commenced at 10.00 a.m at Rajdhani Party Lawn, Khasara No. 228, opp. Pathway School, Village Hazipur, Sector-104, Noida, Gautam Buddha Nagar UP 201304 and concluded at 10.50 AM

Mr. Atul Mittal, Chairman and Managing Director welcomed the Members of the Company and commenced the proceedings.

The Chairman confirmed with the Company Secretary whether the meeting has been constituted as per the provisions of the Companies Act, 2013, Articles of Association and Secretarial Standards. After having confirmation that the meeting has been duly constituted and the requisite quorum for the meeting being present, the Chairman called the meeting to order.

The Chairman informed that Mr. Raman Ohri Independent & Non-Executive Director and Ms. Arti Srivastava Independent & Non-Executive Director both were unable to attend the meeting due to some urgent prior commitments.

No. of Members Present: 36

No. of Directors Present : 2

In Attendance : 1) Mr. Kapil Aggarwal
Partner
Kapil Kumar & Co.
Chartered Accountants
Statutory Auditors

2) Mr. Deepak Kukreja
Practicing Company Secretary
Scrutinizer



Regd. Office & Works : Plot No. 163, Udyog Vihar, Greater Noida, Uttar Pradesh-201308

Delhi Office : Unit No. 137, DLF Prime Tower, F Block, Okhla Phase-1, New Delhi- 110020, Telephone No. 011-49025972

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- 3) Ms. Monika Kohli
Practicing Company Secretary
Secretarial Auditor
- 4) Ms. Kamini Gupta
Company Secretary & GM Finance

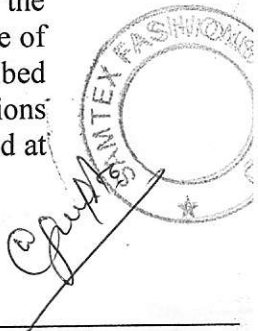
The Chairman apprised the Members about the performance of the Company and its future prospects and answered all queries raised by the Shareholders.

With the consent of the members, the Notice of Annual General Meeting, the Directors' Report, the Annual Accounts for the financial year ended March 31, 2019 with Auditor's Report were taken as read. Company Secretary then informed the members about the observations of the Secretarial Auditors in the Secretarial Audit Report and the replies made by the Board in this regard in the Board's Report.

For the information of the members present in the meeting, the Chairman informed that the Register of Directors and Key Managerial Personnel and their shareholding in terms of Section 170 read with Section 171 of the Companies Act, 2013, the Registers of Contracts in terms of Section 189 of Companies Act, 2013, the Directors' report with the annexure there to for the financial year ended March 31, 2019 and the Auditors' Report for the year ended on that date, were made available for their inspection till the conclusion of the meeting.

It was informed that Pursuant to the Provision of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and any amendments thereon, the Company has extended Remote e-voting facility to the members via CDSL (Agency) in respect to business transacted at the 26th Annual General Meeting of the Company. The Remote e-voting was commenced on Saturday, 21st September, 2019 (10:00am) and concluded on Monday, 23rd September, 2019 (5.00 p.m). Further the member and the proxy holders, who attended the AGM, were also provided the facility of voting through ballot paper at the AGM premises.

It was further informed that Mr. Deepak Kukreja from Deepak Kukreja & Associates, Practicing Company Secretaries FCS No. 4140, C.P No. 8265, was appointed as Scrutinizer and Mr. Deepak Kukreja has scrutinized the process of Remote e-voting and Physical Voting at AGM through ballots, in affair and transparent manner. The results of voting through ballot paper at the AGM and Remote e- Voting opted by the members on the resolution as placed in the Notice of AGM will be forwarded separately on declaration of voting results in the format prescribed under Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and the same will be hosted at website of the company at www.samtexfashions.com and at www.evotingindia.com



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The Chairman requested to the shareholders to cast their votes by poll on the following items of business included in the Notice of 26th Annual General Meeting.

Ordinary Business

1. Considered and adopted the Audited Financial Statement of the Company for the year ended 31st March, 2019 including the Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit & Loss for the Financial Year ended on that date, together with the Directors' Report and Auditors' Report thereon and also the consolidated Audited Balance Sheet as at 31st March, 2019 and consolidated Statement of Profit and Loss for the year ended 31st March, 2019.
2. Reappointment of Director of the Company Mr. Atul Mittal (DIN 00223366), who retires by rotation and being eligible, offer himself for re-appointment.

Special Business

3. Reappointment of Non-executive Independent Director Mr. S K Gupta (DIN : 00223035) for further five years on non- rotational basis also simultaneously for waiving the normal provisions for limiting the age to 75 years.
4. Reappointment of Non-executive Independent Director Mr. Raman Ohri (DIN : 002534078)for further five years on non-rotational basis.
5. Regularisation of Ms. Arti Srivastava,(DIN : 08271421) appointed earlier as Additional Director -independent women director as Non-executive Independent Director for five years on non- rotational basis.
6. Reappointment of Mr. Atul Mittal (DIN : 00223366), as Chairman and Managing Director with remuneration for 3 years.

The meeting concluded with a vote of thanks to the Chair.

This intimation is given pursuant to Regulation 30 of SEBI (Listing obligations and Disclosure Requirements) Regulation,2015.

Thanking You

For **Samtex Fashions Limited**



Kamini Gupta
Company Secretary & GM Finance
FCS :5882