



DHANLAXMI COTEX LIMITED

285, PRINCESS STREET, CHATURBHUJ JIVANDAS HOUSE,
2ND FLOOR, MUMBAI - 400 002.
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Date: 01-08-2019

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: 512485

Sub: Notice of Calling Board Meeting

Dear Madam/ Sir,

In terms of **Regulation 29 & 47(1)** of Securities & Exchange Board of India (Listing Obligations and Disclosures) Regulations, 2015, this is to inform that the Meeting of the Board of Directors of **M/s. Dhanlaxmi Cotex Limited** will be held on **09th August, 2019** on **Friday** at the registered office of the Company at 285, Chatrabhuj Jivandas House, 2nd Floor, Princess Street, Mumbai - Maharashtra - 400002 at **12.30 p.m.** to consider and approve the following:

1. a. Appointment of Chairman of the Company
b. Ascertaining quorum of the Company
c. Leave of absence, if any
2. To take note on Status of Minutes of previous Board and Committees Meeting held along with Statutory Registers
3. To consider & approve un-audited Standalone Financial Results of the company for the quarter ended **30th June, 2019**
4. To appoint, **Mrs. Kamla R. Jhavar**, Director who retires by rotation and eligible for re-appointment.
5. To adopt Directors Report for F.Y. 2018-19 and Notice of **33rd Annual General meeting** of the Company for F.Y. 2018-2019 and recommend to the members Balance Sheet, Profit & Loss A/c, Cash Flow, Auditors Report and Notes thereon to the members.
6. To re-appoint **M/s. R. Soni & Co.** Statutory Auditor of the Company.
7. To appoint **M/s Biyani Kabra & Associates**, as an Internal Auditors of the Company for F.Y. 2019-20, pursuant to Section 138 of the Companies Act, 2013.

8. To resign **Mrs. Jayashree Iyer** as an Independent Director of the Company due other Family Commitment & Health Issues w.e.f **31st July, 2019**
9. To appoint **Mr. Rahul Jhavar** as an Additional Non-Executive Director of the Company with immediate effect.
10. To appoint **Mrs. Niyati Ketan Shah (Non-Executive)** as an Additional - Independent Director of the Company with immediate effect subject to approval of the members of the company.
11. To Approve of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013.
12. To appoint Scrutinizer for conducting e-voting and poll process for **33rd Annual General Meeting** of the Company.
13. To Consider and fix day, date, time and venue and calendar of events and Notice for Annual General Meeting of the Company.
14. To fix the dates for the closing of Register of Members and Transfer Books.
15. To review and take note on Comments/Qualification, made by Secretarial auditors in their Audit Report for the F.Y 2018-2019.
16. To give authority to the Director/Promoter/Authorized Representative of the Company to attend general meeting of other Companies.
17. To take Note on Compliances on Listing Obligation & Disclosure Requirements Regulation 2015 for the quarter ended **30th June 2019**.
18. To re-constitute Committees due to change in directorate.
19. To approve the Payment of remuneration to Executive Directors pursuant to Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to Section 197 and other applicable provisions of the Companies Act, 2013 & approval of the Members of the Company.
20. To review & consider changes in Whistle Blower policy & Code of Conduct for Directors and Senior Management.
21. Any other items with the permission of Chairman

Further, pursuant to the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and as per the terms of "Code of Conduct for Prevention of Insider Trading" of the Company, the Trading Window shall remain closed from **01st July, 2019** till 48 hours for Directors and Designated Employees as defined in the Code after the public announcement of Audited Financial Results of the Company for the financial year ended on **30th June, 2019**.

Further, in terms of Regulation 46 of the Securities & Exchange Board of India (Listing Obligations and Disclosures) Regulations, 2015, the Notice has been displayed on the website of the company.

We shall forward the audited results immediately after conclusion of the Board meeting. We shall also arrange to publish the audited results in newspapers in terms of Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements Regulations), 2015 immediately after approval by the Board

Kindly acknowledge the Receipt.

Thanking You
Yours Faithfully

For Dhanlaxmi Cotex Limited



Ramautar Jhavar
(Managing Director)

