



# **Dhanlaxmi** FABRICS LTD.

**Corporate Office :** 401/402, Kailash Corporate Lounge, Veer Savarkar Marg, Park Site, Vikhroli (West) Mumbai - 400 079.  
Phone : 022-25181103 / 25181102 \* CIN No. : L17120MH1992PLC068861

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**Date: 28.05.2024**

**To,**  
**The Bombay Stock Exchange Ltd**  
Corporate Relationship Dept,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort, Mumbai – 400001.

**Ref: BSE Scrip Code: 521151**  
**Sub: Outcome of Board Meeting**

**Dear Madam/ Sir,**

In terms of Regulation 30 of SEBI (LODR) Regulations, 2015, this is to inform that the Meeting of the Board of Directors of **M/s. Dhanlaxmi Fabrics Limited** was held today on **28<sup>th</sup> May, 2024, Tuesday** at 401, Kailash Corporate Lounge, Opp Kailash Business Park, Vikhroli (West), Mumbai- 400079 at 03.00 p.m. and concluded at 04.35 p.m. The Board has inter alia considered, approved and taken on record as follows:

1. Audited Standalone and Consolidated Financial Results of the Company for the quarter and year ended 31<sup>st</sup> March, 2024 along with Auditors Report thereon in terms of Regulations 33 of SEBI (LODR) Regulations, 2015.
2. Subject to approval of the members of the Company, the Board decided to make suitable amendments to the Main Object of the Company by way of deletion of existing 2<sup>nd</sup> main object of the Company pertaining to Wind mill and replace with Realty activities and to carry out suitable changes to Ancillary objects and deletion of Other objects, subject to other necessary approvals and concerns.
3. Complete closure of textile processing division of the Company.
4. Approved Internal Financials Control Report prepared by Management and the Internal Auditors of the Company for F.Y. 2023-24.
5. The Annual Secretarial Compliance Report issued by M/s. Pankaj Trivedi and Co. for F.Y. 2023-24 pursuant to provision of Regulation 24A of Listing Regulations, 2015.
6. Considered the proposals of sale or disposal of subsidiaries / sale of stakes in subsidiaries Viz. DFL Fabrics Private Limited and Dhanesh Fabrics Private Limited to Mr. Mahesh Sohanlal Jhawar and Mr. Mukul Vinod Jhawar, respectively or such other person outside the promoter group on such terms and condition as to be decided between the Board and the Buyers in the best interest of the Company, subject to necessary approvals and concerns.

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**Regd. Office :** Bhopar Village, Manpada Road, Dombivli (East) - 421 204.

Phone : 022-2870590 / 2870590 / 01/00 - E-mail: info@dflect.in - Website: www.dflect.in

7. Resignation of Ms. Ushma Dudani (Mem No. A21452), w.e.f. 31.05.2024 from the post of Company Secretary cum Compliance officer of the Company.

We request you to kindly take the above information on record for the purpose of dissemination to the Shareholders of the Company.

Thanking You.

Yours Faithfully,

**For Dhanlaxmi Fabrics Limited**

*Vinod S. Jhavar*  
VINOD  
SOHANLAL  
JHAWAR

**Vinod S. Jhavar**  
**(Managing Director)**

**DIN: 00002903**

**Place: Mumbai**



**Encl:**

1. Standalone and Consolidated AFR along with Auditors Reports
2. Declaration pursuant to Regulation 33(3)(d) of SEBI (LODR) Regulations, 2015
3. Resignation Letter of Company Secretary
4. Meeting Updates



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**Ref: BSE Scrip Code: 521151**

**Sub: Meeting Update under Regulation 30 of SEBI (LODR) Regulations, 2015, for proposed changes in the Memorandum of Association of the Company**

**Dear Madam/ Sir,**

In terms of Regulation 30 of SEBI (LODR) Regulations, 2015, this is to inform that the Board of Directors of Company in its held today on 28<sup>th</sup> May, 2024 have discussed and resolved to carry out following changes in the Memorandum of Association of the Company as follows.

**(A) To change by way of deletion and replacing following Clause III (A) (2) of the Main Object pertains to Wind / Energy Generation Activity with new object in Reality Division as below**

2. To engage in the business of generation, transmission, selling and distribution of electric energy, generated using the various natural resources, whether exhaustible, combustible or any other renewable natural resources such as wind power, solar energy, tidal waves, etc. and/or such other modes of generation of electricity as may be prescribed under the Technology Upgradation Fund Scheme (TUFS) as may be framed and prescribed by the Ministry of Textiles, Government of India, from time to time, to the State Electricity Boards, State Government, appropriate authorities and license anywhere in India as may be specified by the State Government, Central Government, Local Authorities, State Electricity Boards and any other competent authorities in accordance with the provisions of Indian Electricity Act, 1910 and/or Electricity Supply Act, 1948 or any other enactment being in force from time to time.

**Replaced with new Clause III (A) (2) in Reality Division as below**

2. To acquire, own, built, construct, deal, develop, renovate, improve, maintain, exchange run, franchise, lease, letting/renting out or otherwise, lands, buildings, complexes, shopping malls/centres, stores, boutiques plazas, office premises, food courts, entertainment zone, parking spaces, hereditaments, flats, garages, houses, halls, godowns, shops, warehouses, mills, factories, dwelling houses, residential accommodation or other immovable properties and to turn the same to account as may be expedient and in particular by laying out and

preparing land for building purposes and preparing building site by planting, paving, draining and cultivating land and by demolishing, constructing, reconstructing, altering, improving, furnishing, maintaining, administering, equipping or subdividing properties by leasing or otherwise disposing of the same and to enter into contracts and agreements with builders, tenants, occupiers, either in India or in any part of the world to purchase, sell, deal in land, estates or other landed properties of any tenure whether freehold, leasehold or otherwise and to act as promoters, organizers and developers of land, estates, property, cooperative housing societies, residential housing schemes, shopping centres, commercial complex, farm houses, holiday resorts, hotels, swimming pools, amusement parks and to finance with or without security for the same and to deal with and improve such properties either as owner or as agents and to join any other person, partnership firm or company in carrying the above objects.

**(B) To carry out suitable changes by way of additions / deletions / replacements in Clauses III (B) (I.e. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:**

**(C) To delete the other Objects clauses of the Company.**

The Board discussed in the meeting that the Company wants to close down its Textile Processing Division Completely rather than continuing and hence the present activity mentioned in the Main Object in Clause III (A) (2) of the Company is no longer required for the Company as the Company had stopped generating such power and energy within the organisation and started purchasing from the outside.

Keeping the same in mind it would be advantages for the Company to explore the new activities in the field of Reality Division and hence it was proposed to carry of suitable changes in Clause III (A) (2) of the MOA of the Company, subject to necessary approvals and permissions.

Kindly place the same on your record.

Thanking You.

Yours Faithfully,

**For Dhanlaxmi Fabrics Limited**

*Vinod S. Jhavar* VINOD  
SOHANLAL  
VINOD S. JHAWAR  
(Managing Director)  
DIN: 00002903  
Place: Mumbai

