

<b>BSE Ltd.</b> Corporate Relationship Department 1st Floor New Trading Rotunda Building, P J Towers, Dalal Street Fort, Mumbai – 400001	<b>National Stock Exchange of India Ltd.</b> Listing Department, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051
Scrip Code – 530517	Scrip Code – RELAXO

**Sub: Summary of Proceedings of 35<sup>th</sup> Annual General Meeting (“AGM”)**

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“SEBI Listing Regulations”], please find enclosed a summary of proceedings of the 35<sup>th</sup> Annual General Meeting of the Company held on Thursday, 26<sup>th</sup> September, 2019 at Sri Sathya Sai International Centre, Lodhi Road, Institutional Area, Pragati Vihar, New Delhi – 110003.

Furthermore, pursuant to Regulation 44 of the SEBI Listing Regulations read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, voting results of the businesses transacted at the AGM along with report of the Scrutinizer shall be submitted in due course of time.

Request you to please take the above information on your record.

Thanking You,

For **Relaxo Footwears Limited**



**Vikas Kumar Tak**  
Company Secretary and Compliance Officer  
Membership No.: FCS 6618

Encl. as above

## RELAXO FOOTWEARS LIMITED

**Registered Office:** Aggarwal City Square, Plot No. 10, Manglam Place,  
District Centre, Sector-3, Rohini, Delhi-110085. Phones: 46800 600, 46800 700  
Fax: 46800 692 E-mail: rfi@relaxofootwear.com  
**CIN L74899DL1984PLC019097**





**SUMMARY OF PROCEEDINGS OF 35TH ANNUAL GENERAL MEETING OF RELAXO FOOTWEARS LIMITED HELD ON THURSDAY, 26TH SEPTEMBER 2019 AT 10:30 A.M. AT SRI SATHYA SAI INTERNATIONAL CENTRE LODHI ROAD, INSTITUTIONAL AREA, PRAGATI VIHAR, NEW DELHI – 110003**

The 35<sup>th</sup> Annual General Meeting was held on Thursday, 26<sup>th</sup> September, 2019 at 10:30 a.m. at Sri Sathya Sai International Centre, Lodhi Road, Institutional Area, Pragati Vihar, New Delhi- 110003.

Members present elected Mr. Ramesh Kumar Dua, Managing Director of the Company as Chairman of the Meeting. Mr. Ramesh Kumar Dua chaired the meeting. All the Directors of the Company were present in the meeting except Mr. Rajeev Rupendra Bhadauria, Independent Director. Mr. Rajeev Rupendra Bhadauria could not attend the meeting due to certain pre-occupations.

137 members were present in person. After declaring the requisite quorum to be present, the Chairman called the meeting to order. The Directors attending the meeting were introduced.

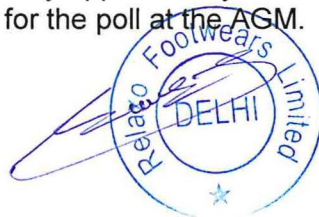
Mr. Sudhir Maheshwari, Partner, B R Maheshwari & Co. LLP, Chartered Accountants, Statutory Auditor of the Company was also present at the meeting.

The Chairman delivered his speech and briefly reported the working and performance of the Company during the year under review.

With the consent of the members present, the Notice convening the 35th Annual General Meeting along with the Audited Financial Statements of the Company for the year ended 31st March, 2019, including Balance Sheet as at 31st March, 2019 and the statement of Profit and Loss Account for the year ended on that date together with the Reports of Directors and Auditors thereon, have already been dispatched to the members were taken as read. It was informed that the Statutory Auditor's Report and Secretarial Auditor's Report does not contain any qualification or adverse remarks.

The Company Secretary informed the members that in compliance with provisions of Section 108 of the Companies Act, 2013 and rules made thereunder read with Regulation 44 of SEBI Listing Regulations', the Company had provided e-voting facility to the members entitled to cast their vote on all resolutions. E-voting facility provided by the Company was available from 23<sup>rd</sup> September, 2019 (09:00 Hours) to 25<sup>th</sup> September, 2019 (17:00 Hours) and also the members who did not vote through e-voting can exercise their votes at the Annual General Meeting through a polling process. The members who already casted their vote through e-voting were not entitled to participate in the poll, the vote casted through e-voting shall be considered as final.

The Company Secretary further informed that Mr. Baldev Singh Kashtwal, Company Secretary in whole time practice was duly appointed by the Board of Directors to act as a 'Scrutinizer' for e- voting process & for the poll at the AGM.



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Thereafter, the Chairman ordered to start the poll proceeding and requested all the members present to cast their votes and put the ballot paper in the ballot box.

All the five resolutions as stated below were moved for consideration and approval of the members:

S. No.	Item No.
<b>ORDINARY RESOLUTION</b>	
1.	To consider, approve and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2019, which includes Balance Sheet as at 31st March, 2019 and the statement of Profit and Loss Account for the year ended on that date together with the Reports of Directors and Auditors thereon.
2.	To declare final dividend @ 180% equivalent to Rs. 1.80/- per equity share of the Face Value of Rs. 1/- each for the Financial Year 2018-19. (If the proposed bonus issue in the ratio of 1:1 is approved by the members, dividend will be accordingly adjusted i.e. @ 90% equivalent to Rs. 0.90/- per equity share of face value of Rs. 1/ each.)
3.	To re-appoint Mr. Nikhil Dua (DIN - 00157919) who retires by rotation and being eligible offers himself for reappointment.
<b>SPECIAL RESOLUTION</b>	
4.	Re-appointment of Ms. Deepa Verma (DIN: 06944281) as Non-Executive Independent Director of the Company
5.	Appointment of Mr. Rajeev Rupendra Bhadauria (DIN - 00376562) as a Non-Executive Independent Director of the Company

The Company Secretary informed the members that consolidated voting results along with Scrutinizer Report will be disseminated to the Stock Exchanges where the shares of the Company are listed and also on the website of the Company within 48 hours from the conclusion of this meeting.

Members present at the meeting were given an opportunity to ask questions. The Chairman appropriately responded to the questions raised.

Post the question and answer session, the Chairman thanked the members and Directors present in the AGM.

The meeting concluded at 11:30 a.m. with vote of thanks to the chair.

Thanking You,

For Relaxo Footwears Limited



**Vikas Kumar Tak**  
Company Secretary and Compliance Officer  
Membership No.: FCS 6618

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