



Dhanlaxmi FABRICS LTD.



Bhopar Village, Manpada Road, Dombivli (East) - 421 204.
Phone : 0251-2870589 / 2870590 / 91/ 92 • Fax : 0251-2870545
e-mail : info@dfi.net.in • Website : www.dfi.net.in

Date: 06.08.2019

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: 521151
Sub: Outcome of Board Meeting

Dear Madam/Sir,

This is to inform that the Meeting of the Board of Directors of the Company was held, today, on **06th August, 2019** on **Tuesday**, at the administrative office at 285, Chaturbhuj Jivandas House, 2nd Floor, Princess Street, Mumbai - Maharashtra - 400002 at **04.30 p.m.** and concluded at **6.00 p.m.** The Board discussed and approved as follows.

1. Appointment of Mr. Vinod Jhavar as a Chairman of the Company with immediate effect.
2. Took the note on Status of Minutes of previous Board and Committees Meeting held & signed along with Statutory Registers.
3. Approved the Un-audited Standalone and Consolidated Financial Results for the quarter ended 30th June, 2019 along with Auditors Report thereon.
4. Approved re-appointment of **Mr. Mahesh S. Jhavar**, Director who retires by rotation and eligible for re-appointment.
5. Took note on Compliance on Listing Obligation & Disclosure Requirements Regulation 2015 for the quarter ended **30.06.2019**.

6. Approved re- appointment of **Mr. Durgesh Kabra,(DIN: 00017670)** as an Independent Director of the Company for next 5 years for second term subject to approval from shareholders of the company.
7. Approved appointment of **Ms. Ayushi Gilra (DIN: 08511294)** as an Additional (Non-Executive) Independent Director of the Company for next 5 years subject to approval from shareholders of the company.
8. Approved appointment of **Mr. Mukul Jhawar** as a Additional –Executive Director of the Company for period of 5 years & to fix remuneration with immediate effect subject to approval from shareholders of the company
9. Approved appointment of **Mr. Purshottam Randad** as a Chief Financial Officer of the Company with immediate effect.
10. Approved Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013
11. Appointed **Mr. Pankaj Trivedi & Co.,** Scrutinizer for conducting e-voting and poll process for **27th Annual General Meeting of the Company**
12. Reviewed and took note on Comments/Qualification, made by Secretarial auditors in their Audit Report for the F.Y **2018-2019.**
13. Given authority to the each Director as Authorized Representative of the Company to attend general meeting of other Companies.
14. Took note on re-constitute Committees due to change in directorate
15. Took note on approve Cost Audit report for financial year ended 31.03.2019
16. Approved related party transaction under Section 188 of the Companies Act, 2013 with Promtech Impex Private Limited (Buying Land), subjects to shareholder approval ensuing AGM
17. Approved 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 and approval of the Members of the Company
18. Approved & Considered changes in Whistle Blower policy & Code of Conduct for Directors and Senior Management
19. Other Business items with permission of Chairman

We have already made the arrangement to publish the financial results in the newspaper in accordance with Regulation 47 of SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly acknowledge the Receipt.

Thanking You
Yours Faithfully

For Dhanlaxmi Fabrics Limited
For Dhanfaxmi Fabrics Ltd

Vinod S. Jhawar

Mr. Vinod Jhawar **Authorised Signatory**
(Managing Director)

Encl:

1. Standalone and Consolidated Financial Results for 30.06.2019
2. Limited Review Auditor Report



Dhanlaxmi Fabrics Ltd.



CIN : L17120MH1992PLC068861

Manpada Road, Bhopar village, Dombivli -E Dist Thane- 421204

Statement of Un-Audited Consolidated Financial Results for the Quarter ended on June 30, 2019

(Rs. In Lacs)

Sr. No.	PARTICULAR	Quarter ended on			Year ended on
		30/06/2019	31/03/2019	30/06/2018	31/03/2019
		Un-Audited	Audited	Un-Audited	Audited
I	Income				
	(a) Revenue from Operations	2483.69	2039.06	2076.09	8158.42
	(b) Other Income	79.08	74.32	50.33	208.37
	Total Revenue	2562.77	2113.38	2126.42	8366.79
II	Expenses:				
	(a) Cost of Materials Consumed	966.30	1140.13	1005.10	3956.22
	(b) Purchase of stock in Trade	173.77	1.37	67.24	473.95
	(c) Changes in Inventories of Finish Goods, work in Progress and Stock in trade	175.58	(42.12)	94.47	(223.91)
	(e) Employee benefits expenses	283.53	275.34	199.08	963.78
	(f) Finance Cost	48.48	59.79	49.16	232.29
	(g) Depreciation and Amortisation expenses	102.62	132.59	94.00	415.06
	(h) other Expenses	390.93	629.31	492.77	2142.06
	Total Expenses	2141.21	2196.41	2001.82	7959.45
III	Profit before exceptional Items & taxes (I-II)	421.56	(83.03)	124.60	407.34
IV	Exceptional Items	(241.64)	0.00	243.48	243.48
V	Profit/ (Loss) before Tax (III-IV)	179.92	(83.03)	368.08	650.82
VI	Tax expenses				
	Current Tax	41.35	67.72	29.00	228.22
	Deferred Tax	0.00	(221.35)	0.00	(221.35)
VII	Profit for the Period (V-VI)	138.57	70.60	339.08	643.95
VIII	Other Comprehensive income				
	A. (i) Items that will not be reclassified to Profit or Loss	0.00	0.00	0.00	0.00
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss	0.00	0.00	0.00	0.00
	B. (i) Items that will not be reclassified to Profit or Loss	0.00	0.00	0.00	0.00
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss	0.00	0.00	0.00	0.00
	Total Other Comprehensive Income	0.00	0.00	0.00	0.00
IX	Total Comprehensive Income for the period (VII+VIII)	138.57	70.60	339.08	643.95
	Paid-up equity share capital (face value of Rs. 10/each full paid)	858.11	858.11	858.11	858.11
	Earning per share (EPS) (face value of Rs. 10/- each) Basic / Diluted EPS	1.62	0.82	3.95	7.51

Notes

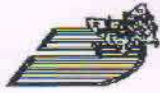
- The results for the Quarter ended 30th June, 2019 were reviewed by the Audit Committee and approved by the Board of Directors in its meeting held on 06 August, 2019. The Company has adopted Indian Accounting Standards (IND-AS) from 1st April, 2017. The above financial results have been prepared following the IND-AS recognition and measurement principals. The above financial results have been restated based on the
- This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (IND-AS) prescribed under section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable beginning April, 2017
- The Limited Review of the above result for the quarter ended 30th June 2019 has been carried out by the Auditor in accordance with Regulation 33 of the SEBI's (LODR), Regulation, 2015
- Provision for Deferred Tax will be made at the end of the year.
- The Company operates under one business segment therefore segment reporting is not applicable to the Company
- The Exceptional Items comprises of Bad Debts written off amounting to Rs 241.64 Lacs
- Figures of the earlier periods have been regrouped/ recast/ reclassified wherever necessary

Place : Mumbai
Date : 6th August 2019



For and on behalf of the Board of Directors of
Dhanlaxmi Fabrics Limited

Vinod S. Jhawal
Vinod S Jhawal
Managing Director



Dhanlaxmi Fabrics Ltd.



CIN : L17120MH1992PLC068861

Manpada Road, Bhopar village, Dombivli -E Dist Thane- 421204

Statement of Un-Audited Standalone Financial Results for the Quarter ended on June 30, 2019

(Rs. In Lacs)

Sr. No.	PARTICULAR	Quarter ended on			Year ended on
		30/06/2019	31/03/2019	30/06/2018	31/03/2019
		Un-Audited	Audited	Un-Audited	Audited
I	Income				
	(a) Revenue from Operations	2264.64	1910.11	1816.26	7414.94
	(b) Other Income	76.24	70.34	43.60	189.18
	Total Revenue	2340.88	1980.45	1859.86	7604.12
II	Expenses:				
	(a) Cost of Materials Consumed	966.30	1140.13	879.45	3956.22
	(b) Purchase of stock in Trade	0.00	0.00	0.00	0.00
	(c) Changes in Inventories of Finish Goods, work in Progress and Stock in trade	155.58	(8.75)	51.17	(206.46)
	(e) Employee benefits expenses	276.38	260.69	192.41	924.78
	(f) Finance Cost	45.65	52.59	45.96	217.19
	(g) Depreciation and Amortisation expenses	100.00	122.15	94.00	404.15
	(h) Other Expenses	384.37	471.95	485.42	1943.41
	Total Expenses	1928.28	2038.76	1748.41	7239.29
III	Profit before exceptional Items & taxes (I-II)	412.60	(58.31)	111.45	364.83
IV	Exceptional Items	(241.64)	0.00	243.48	243.48
V	Profit/ (Loss) before Tax (III-IV)	170.96	(58.31)	354.93	608.31
VI	Tax expenses				
	Current Tax	39.48	62.75	25.00	212.75
	Deferred Tax	0.00	(221.47)		(221.47)
VII	Profit for the Period (V-VI)	131.48	100.41	329.93	617.03
VIII	Other Comprehensive income				
	A. (i) Items that will not be reclassified to Profit or Loss	0.00	0.00		0.00
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss	0.00	0.00		0.00
	B. (i) Items that will not be reclassified to Profit or Loss	0.00	0.00	0.00	0.00
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss	0.00	0.00		0.00
	Total Other Comprehensive Income	0.00	0.00		0.00
IX	Total Comprehensive Income for the period (VII+VIII)	131.48	100.41	329.93	617.03
	Paid-up equity share capital (face value of Rs. 10/each full paid)	858.11	858.11	858.11	858.11
	Earning per share (EPS) (face value of Rs. 10/- each) Basic / Diluted EPS	1.53	1.17	3.85	7.19

Notes

- The results for the Quarter ended 30th June, 2019 were reviewed by the Audit Committee and approved by the Board of Directors in its meeting held on 06 August, 2019. The Company has adopted Indian Accounting Standards (IND-AS) from 1st April, 2017. The above financial results have been prepared following the IND-AS recognition and measurement principals. The above financial results have been restated based on the IND-AS principals.
- This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (IND-AS) prescribed under section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable beginning April, 2017
- The Limited Review of the above result for the quarter ended 30th June 2019 has been carried out by the Auditor in accordance with Regulation 33 of the SEBI's (LODR), Regulation, 2015
- Provision for Deferred Tax will be made at the end of the year.
- The Company operates under one business segment therefore segment reporting is not applicable to the Company
- The Exceptional Items comprises of Bad Debts written off amounting to Rs 241.64 Lacs
- Figures of the earlier periods have been regrouped/ recast/ reclassified wherever necessary

Place : Mumbai
Date : 6th August 2019



For and on behalf of the Board of Directors of
Dhanlaxmi Fabrics Limited

Vinod S. Jhawar
Vinod S Jhawar
Managing Director



R. SONI & CO.

CHARTERED ACCOUNTANTS

1509, Ghanshyam Enclave, New Link Road, Near Lalji Pada Police Chowki,
Kandivali (West), Mumbai - 400 067.

UDIN - 19133240AAAAIA5932

Independent Auditor's Review Report On consolidated unaudited quarterly of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

TO THE BOARD OF DIRECTORS OF
DHANLAXMI FABRICS LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of M/s Dhanlaxmi Fabrics Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the net profit/(loss) after tax and total comprehensive income / loss of its associates and joint ventures for the quarter ended June 30th 2019 and for the period from 01st April 2019 to 30th June 2019 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. Attention is drawn to the fact that the consolidated figures for the corresponding quarter ended June 2018 and the corresponding period from 01st April 2018 to June 2018, as reported in these financial results have been approved by the Parent's Board of Directors, but have not been subjected to review.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would



become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:
 - a. DFL Fabrics Private Limited
 - b. Dhanesh Fabrics Private Limited
 - c. Western Chlorides & Chemicals Private Limited

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the branch auditors and other auditors referred to in paragraph 7 below, nothing has come to our attention that causes us 5 Regulations includes relevant circulars issued by SEBI from time to time.

6. We did not review the interim financial statements / financial information / financial results of aforesaid subsidiaries included in the consolidated unaudited financial results, whose interim financial statements / financial information / financial results reflect total revenues of Rs. Nil and Rs Nil, total net profit/(loss) after tax of Rs.Nil and Rs.Nil and total comprehensive income / loss of Rs.Nil and 7 Figures for total assets to be reported when balance sheet is also presented with the income statements.

Our conclusion on the Statement is not modified in respect of the above matter.

For R SONI & COMPANY

Chartered Accountants

FRN: 130349W


Rajesh Soni

Partner

Membership Number: 133240

Place of signature: Mumbai

Date: 06/08/2019





R. SONI & CO.

CHARTERED ACCOUNTANTS

1509, Ghanshyam Enclave, New Link Road, Near Lalji Pada Police Chowki,
Kandivali (West), Mumbai - 400 067.

UDIN - 19133240AAAAIA5932 .

Limited review Report

Review report to Board of Directors,
Dhanlaxmi Fabrics Limited

We have reviewed the accompanying statement of unaudited financial results of **M/s Dhanlaxmi Fabrics Limited** for the period ended June 30th 2019. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.


We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,



2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For R SONI & COMPANY
Chartered Accountants
FRN: 130349W


Rajesh Soni
Partner



Membership Number: 133240

Place of signature: Mumbai
Date: 06/08/2019