



CIN: L17110GJ1935PLC000494

# shri dinesh mills Ltd.

REGD. OFFICE: P.O. Box 2501, Padra Road, Vadodara 390 020, Gujarat, India  
Tel.: +91 265 2330060/61/62/63/64/65, 3290938 Mobile: 9974005975  
Fax: +91 265 2336195 Email: dinesh@dineshmills.com Website: www.dineshmills.com

September 28, 2018

Dept. of Corporate Services,  
BSE Limited,  
Floor – 1, Rotunda Bldg., Dalal Street,  
MUMBAI – 400 001

By ON-LINE

Dear Sir,

**Sub: Proceedings of 83<sup>rd</sup> Annual General Meeting (AGM) of the Company  
held on 28<sup>th</sup> September, 2018**

**Ref.: Script Code - 503804**

Pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we enclose herewith the proceedings of 83<sup>rd</sup> AGM of the Company held on Friday, 28<sup>th</sup> September, 2018 at 11.00 a.m. at the Registered Office of the Company, Padra Road, Vadodara – 390 020.

We request you to take the same on your record.

Thanking You,

Yours faithfully,  
For Shri Dinesh Mills Limited,

**J. B. Sojitra**  
Company Secretary

Encl.: As stated above

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Subject to Vadodara Jurisdiction

**dinesh**



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## **PROCEEDINGS OF 83<sup>RD</sup> ANNUAL GENERAL MEETING (AGM) OF SHRI DINESH MILLS LIMITED HELD ON FRIDAY, 28<sup>TH</sup> SEPTEMBER, 2018**

The 83<sup>rd</sup> AGM of the members of Shri Dinesh Mills Limited was held on Friday, 28<sup>th</sup> September, 2018 at 11.00 a.m. at the Registered Office of the Company situated at Padra Road, Vadodara – 390 020.

Shri Bharatbhai Patel, Chairman & Managing Director of the Company chaired the meeting. All Directors, except Shri Sanjiv M. Shah attended the AGM. Shri Yash Shah, Statutory Auditors and Shri Kashyap Shah, Secretarial Auditor of the Company also attended the AGM.

The Chairman welcomed all the members and informed that 14 (Fourteen only) proxies representing 6,92582 equity shares have been received by the Company and since the requisite quorum being present; he called the meeting to order and started the 83<sup>rd</sup> A.G.M. proceedings.

The Chairman informed that:

1. Shri Rakesh Agrawal Chairman of the Audit Committee and Stakeholders Relationship Committee and Shri Tanuj Patel, Chairman of Nomination, Remuneration & Compensation Committee and Mrs. Tarunaben Patel, member of Stakeholders Relationship Committee & Audit Committee are present in the meeting.
2. The Statutory Registers are available in the meeting including the Certificate dated 15<sup>th</sup> September, 2018 received from Statutory Auditors certifying that, the Company has implemented ESOP – 2016 Scheme in accordance with SEBI (Share Based Employee Benefits) Regulations, 2014 and Special Resolution passed by the members of the Company at their 81<sup>st</sup> AGM held on September, 2016.
3. The Notice convening this AGM and Auditors Report for F. Y. 2017–2018 is taken as read with the consent of the members present.
4. The Auditors' Report for the F.Y. 2017–2018 does not contain any qualification / reservation / adverse remark.

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5. The Secretarial Audit Report for the F.Y. 2017–2018 does not contain any qualification / reservation / adverse remark.
6. The “Remote E – Voting” facility was given to shareholders to cast their votes electronically from 25<sup>th</sup> September, 2018 to 27<sup>th</sup> September, 2018.
7. Shri Kashyap Shah, Practicing Company Secretary is appointed as Scrutinizer for the purpose of Poll and Remote E – Voting process.

Thereafter, Shri Bharatbhai Patel, Chairman invited members to raise the queries, if any, relating to any of the Agenda items given in the Notice of this AGM. The queries raised by members were replied by the Chairman.

Thereafter, the following Agenda items were put to vote through Poll (Ballot paper) and M/s. Kashyap Shah & Co., Scrutinizer briefed the members about the procedure for conducting the Poll.

## Ordinary Business

**Item No. 1** – Ordinary Resolution regarding adoption of Audited Standalone Financial Statement of the Company, the Reports of the Board of Directors and Auditors' thereon including consolidated Financial Statements together with Auditors Reports thereon for the Financial Year ended 31<sup>st</sup> March, 2018.

**Item No. 2** – Ordinary Resolution for Declaration of Dividend on equity shares.

**Item No.3** – Ordinary Resolution regarding re-appointment of Shri Nimishbhai Patel (DIN–00039549), who retires by rotation and being eligible, offers himself for re-appointment.

**Item No.4** – Ordinary Resolution regarding appointment of M/s. Dhirubhai Shah & Co., Chartered Accountants, Ahmedabad as Auditors and fix their remuneration.



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### Special Business

**Item No. 5** – Special Resolution regarding re-appointment of Shri Bharatbhai Patel as Chairman & Managing Director and fix the Remuneration w.e.f. 1<sup>st</sup> April, 2018.

**Item No. 6** – Special Resolution regarding payment of the Remuneration to Shri Nimishbhai Patel, Managing Director of the Company from 1<sup>st</sup> April, 2018 to 13<sup>th</sup> January, 2020.

The Chairman informed that, the Consolidated Results (i.e. E-voting + Ballot Papers) of the above referred Resolutions would be declared within 48 hours from the conclusion of this AGM and the Results along with the Scrutinizer's Report shall be placed on the website of the Company, BSE Limited and NSDL.

After the Poll, the meeting was concluded with a vote of thanks to the Chairman @ 11.45 a.m.

For Shri Dinesh Mills Limited,

**J. B. Sojitra**  
Company Secretary

