



September 27, 2018

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

Sub: 34th Annual General Meeting Proceedings in terms of Regulation 30 Part A of Schedule III of SEBI (LODR) Regulations, 2015.

Dear Sir,

Please find enclosed 34th Annual General meeting proceeding of Relaxo Footwears Limited in compliance with the provisions of Regulation 30 Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 mentioned information on our record.

Thanking You

For Relaxo Footwears Limited



Vikas Kumar Tak
Company Secretary

Encl : AGM Proceedings

RELAXO FOOTWEARS LIMITED

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SUMMARY OF PROCEEDINGS OF 34TH ANNUAL GENERAL MEETING OF RELAXO FOOTWEARS LIMITED HELD ON 27TH SEPTEMBER, 2018 AT 10:30 A.M. AT SRI SATHYA SAI INTERNATIONAL CENTRE, LODHI ROAD, INSTITUTIONAL AREA, PRAGATI VIHAR, NEW DELHI- 110003

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, we wish to inform you that the 34th Annual General Meeting was held on 27th September, 2018 at 10:30 a.m. at Sri Sathya Sai International Centre, Lodhi Road, Institutional Area, Pragati Vihar, New Delhi- 110003.

Total 140 members (including Proxies) attended the meeting as per the attendance records prepared by Registrar and Transfer Agent (**Karvy Computershare Pvt Ltd**).

Mr. Ramesh Kumar Dua, Managing Director of the Company was appointed as Chairman of the Meeting. After confirming the quorum was present the Chairman called the meeting in order.

Mr. Ramesh Kumar Dua, Managing Director Chaired the meeting.

The Chairman informed that the Notice convening the 34th Annual General Meeting along with the Balance Sheet as on 31st March 2018, Profit and Loss Account, Cash Flow Statement, Auditors Report and Directors' Report for the year ended 31st March, 2018 have already been dispatched to the members and with the permission of the members the same were taken as read.

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

The following items of the business as provided in the Notice of 34th AGM was transacted at the meeting.

S No	Particulars
Ordinary Resolutions	
1	To Adopt the Audited Balance Sheet as at 31 st March, 2018 and Statement of Profit & Loss for the Year Ended on that date along with the Reports of Auditors and the Directors thereon.
2	To declare dividend at the rate 150% i.e Re 1.50 per equity share of Face Value of Re 1.00 each for the Financial Year 2017-18.
3	Appointment of Director in place of Mr. Ramesh Kumar Dua (DIN-00157872) who retires by rotation and being eligible offers himself for reappointment.
4	Appointment of Director in place of Mr. Mukand Lal Dua (DIN-00157898) who retires by rotation and being eligible offers himself for reappointment.
Special Resolutions	
5	Reappointment of Mr. Ramesh Kumar Dua (DIN-00157872) as Managing Director of the Company.
6	Reappointment of Mr. Mukand Lal Dua (DIN-00157898), as Whole Time Director of the Company.
7	Reappointment of Mr. Deval Ganguly (DIN-00152585), as Whole Time Director of the Company.
8	Reappointment of Mr. Vivek Kumar (DIN-00206819) as an Independent Director of the Company.

A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "Relaxo Footwears Limited" around the perimeter and "Delhi" in the center. There is a small star symbol at the bottom of the stamp.

9	Reappointment of Pankaj Shrimali (DIN-00013142) as an Independent Director of the Company.
10	Reappointment of Mr. Kuruvila Kuriakose (DIN-00881039) as an Independent Director of the Company.
11	Approval for payment of commission on net profits to non-executive directors of the Company.

Company Secretary informed the shareholders that Company had provided E- Voting facility to the shareholders and the shareholders might have cast their vote through remote e-voting facility which was available from 24th to 26th September, 2018 and those shareholders who did not participate in e- voting, can cast their vote by Poll provided by the Company at the Annual General Meeting.

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

Queries of the members were replied by the Mr. Ramesh Kumar Dua, Chairman of the Meeting and Mr. Sushil Batra, Chief Financial Officer of the Company.

The meeting concluded with vote of thanks to the chair.

Thanking you,

For **Relaxo Footwears Limited**



Vikas Kumar Tak
Company Secretary