

Dhanlaxmi FABRICS LTD.

Corporate Office : 401/402, Kailash Coporate Lounge, Park Site, Vikhroli (West) Mumbai - 400 078.
Phone : 022-25181103 / 25181102 • CIN No. : L17120MH1992PLC068861

Date: 10-02-2020

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 Sir,

This is to inform that the Meeting of the Board of Directors of the Company was held, today, on **10th February, 2020, Monday**, at 401, Kailash Corporate Loungh, Opp Kailiash Business Park, Vikroli (West), - 400079 at **03.00 p.m.** and concluded **05.15 p.m.** The Board discussed and approved as follows.

1. Took the note on Status of Minutes of previous Board and Committees Meeting held & signed along with Statutory Registers.
2. Approved & Consider Unaudited Standalone and Consolidated Financial Results for the quarter & Nine months ended **31st December, 2019** along with Limited Review Report thereon.
3. Took note on Compliance on Listing Obligation & Disclosure Requirements Regulation 2015 for the quarter ended **31st December, 2019**.
4. Approved the appointment of Mr. Athul Runghta (DIN: 00305731) as an Independent Director of the Company.
5. Approved the appointment of Mr. Vishnu Harjivanbhai Thaker (Membership No.A60441) as Company Secretary and Compliance Officer of the Company in compliance of Section 203 of the Companies Act, 2013 and Regulation 6 of the SEBI (LODR) Regulation, 2015.

6. Authorized Mr. Vishnu Harjivanbhai Thaker (Membership No.A60441) as Company Secretary and Compliance Officer (KMP) of the Company to inform the exchange materiality of events or information and to make disclosures to the exchange in terms of Regulation 30(5) of the SEBI (LODR) Regulations, 2015.

Name	Vishnu Thaker
Designation	Company Secretary cum Compliance Officer
Contact Details	8460085505
Email Id	cscompliance@dfi.net.in
Address for Communication	Bhopar Village, Manpada Road, Dombivli (E), Thane, Maharashtra, 421204

7. Confirmed the appointment of Mr. Lalit Jhawar as a Chief Operating Officer (COO) of the Company.
8. Confirmed the appointment of M/s. Pankaj Trivedi & Co. Practicing Company Secretaries for conducting Secretarial Audit in terms of Section 204 of the Companies Act, 2013 and for conducting Audit under Regulation 24AA of the SEBI (LODR) Regulations, 2015 for F.Y. 2019-20.
9. Approved the expenditure to be incurred for the year on CSR Activity for the Financial year 2019-2020.
10. Took a note on Related Party Transactions during the quarter.
11. Re-constituted the Committees of Board of Director as follows.

A) Audit Committee:

Name of Committee Member	Category
Durgesh Kumar Kabra	Chairperson
Ayushi Gilra	Member
Athul Runghta	Member

B) Nomination and Remuneration Committee:

Name of Committee Member	Category
Durgesh Kumar Kabra	Chairperson
Ayushi Gilra	Member
Athul Runghta	Member

C) Stakeholder Relationship Committee:

Name of Committee Member	Category
Ayushi Gilra	Chairperson
Durgesh Kumar Kabra	Member
Athul Runghta	Member

D) Corporate Social Responsibility Committee:

Name of Committee Member	Category
Ayushi Gilra	Chairperson
Durgesh Kumar Kabra	Member
Athul Runghta	Member

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

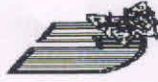
Vinod S. Jhavar



Mr. Vinod Jhavar
(Managing Director)

Encl:

1. Standalone and Consolidated Financial Results for 31.12.2019
2. Limited Review Certificate thereon
3. Profile of Mr. Athul Runghta and Mr. Vishnu Thaker



Dhanlaxmi Fabrics Ltd.



CIN : L17120MH1992PLC068861

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

Part 1 Statement of Un-Audited Standalone Financial Results for the Quarter and Nine Months ended on December 31, 2019

(Rs. In Lacs except EPS)

Sr. No.	PARTICULAR	Quarter ended on			Nine months ended on		Year ended on
		31-12-2019	30-09-2019	31-12-2018	31-12-2019	31-12-2018	31-03-2019
		Un-Audited	Un-Audited	Un-Audited	Un-Audited	Un-Audited	Audited
I	Income						
	(a) Revenue from Operations	2,078.75	1,761.13	2,055.68	6,104.52	5,504.83	7,414.94
	(b) Other Income	52.27	25.87	42.25	101.25	118.84	200.31
	Total Revenue (I)	2,131.02	1,787.00	2,097.93	6,205.77	5,623.67	7,615.25
II	Expenses:						
	(a) Cost of Materials Consumed	957.93	849.63	985.29	2,773.86	2,816.09	3,956.22
	(b) Purchase of stock in Trade	-	-	-	-	-	-
	(c) Changes in inventories of Finish Goods, work in Progress and Stock in trade	(40.09)	(123.22)	(49.03)	(7.73)	(197.71)	(206.46)
	(e) Employee benefits expenses	214.72	258.43	254.77	749.53	664.09	924.78
	(f) Finance Cost	36.64	40.36	58.42	122.65	164.60	225.10
	(g) Depreciation and Amortisation expenses	100.45	100.00	94.00	300.45	282.00	404.15
	(h) Other Expenses	666.99	471.54	594.90	1,522.90	1,471.46	1,946.30
	Total Expenses (II)	1,936.64	1,596.74	1,938.35	5,461.66	5,200.53	7,250.09
III	Profit before exceptional Items & taxes (I-II)	194.38	190.26	159.58	744.11	423.14	365.16
IV	Exceptional Items	146.51	28.20	-	363.22	(243.48)	(243.48)
V	Profit/ (Loss) before Tax (III-IV)	47.87	162.06	159.58	380.89	666.62	608.64
VI	Tax expenses						
	Current Tax	25.52	38.75	90.00	103.75	150.00	212.75
	Deferred Tax	(12.24)	(24.48)	-	(36.72)	-	(221.47)
VII	Profit for the Period (V-VI)	34.59	147.79	69.58	313.86	516.62	617.36
VIII	Other Comprehensive income						
	A. (i) Items that will not be reclassified to Profit or Loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss	-	-	-	-	-	-
	B. (i) Items that will not be reclassified to Profit or Loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss	-	-	-	-	-	-
	Total Other Comprehensive Income	-	-	-	-	-	-
IX	Total Comprehensive Income for the period (VII+VIII)	34.59	147.79	69.58	313.86	516.62	617.36
	Paid-up equity share capital (face value of Rs. 10/each full paid)	858.11	858.11	858.11	858.11	858.11	858.11
	Earning per share (EPS) (face value of Rs. 10/- each) Basic / Diluted EPS	0.40	1.72	0.81	3.66	6.02	7.19

Part 2 Segment wise Revenue, results, and assets and liabilities

Sr. No.	PARTICULAR	Quarter ended on			Nine months ended on		Year ended on
		31-12-2019	30-09-2019	31-12-2018	31-12-2019	31-12-2018	31-03-2019
		Un-Audited	Un-Audited	Un-Audited	Un-Audited	Un-Audited	Audited
1	Segment Revenue						
	Net Sales/ Income						
	Textile Division	2131.02	N.A.	N.A.	6205.77	N.A.	N.A.
	Real Estate Division	0.00	N.A.	N.A.	0.00	N.A.	N.A.
	Total	2131.02	N.A.	N.A.	6205.77	N.A.	N.A.
2	Segment Result						
	Profit before Tax						
	Textile Division	48.06	N.A.	N.A.	381.08	N.A.	N.A.
	Real Estate Division	(0.19)	N.A.	N.A.	(0.19)	N.A.	N.A.
	Total	47.87	N.A.	N.A.	380.89	N.A.	N.A.
3	Capital Employed						
	Textile Division	5616.33	N.A.	N.A.	5616.33	N.A.	N.A.
	Real Estate Division	205.55	N.A.	N.A.	205.55	N.A.	N.A.
	Total	5821.88	N.A.	N.A.	5821.88	N.A.	N.A.

Notes

- The above financial results of the Company were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 10th February, 2020.
- These Financial Results have been prepared in accordance with Indian Accounting Standards (IND-AS) as prescribed under section 133 of Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and relevant amendment thereafter
- The Limited Review of the above result for the quarter ended 31st December 2019 has been carried out by the Auditor in accordance with Regulation 33 of the SEBI's (LODR), Regulation, 2015
- The Exceptional Items comprises of Bad Debts written off amounting to Rs 146.51 Lacs
- The figures of quarter ended on 31.12.2019 are the balancing figures between Nine Months figures and published six months figures.
- The activities of the company relate to two Segment i.e. Textile, and Real estate division.
- Since Company has started Real Estate Division in Current Quarter hence Segment wise Comparable figures are not available
- Previous period figures have been regrouped and reclassified, where necessary, to make them comparable with current period figures.

Place : Mumbai
Date : 10th February 2020



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

Vinod S. Jhavar
Vinod S Jhavar
Managing Director
DIN: 00002903



Dhanlaxmi Fabrics Ltd.



CIN : L17120MH1992PLC068861

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

Part 1 Statement of Un-Audited Consolidated Financial Results for the Quarter and Nine Months ended on December 31, 2019

(Rs. In Lacs except EPS)

Sr. No.	PARTICULAR	Quarter ended on			Nine months ended on		Year ended on
		31-12-2019	30-09-2019	31-12-2018	31-12-2019	31-12-2018	31-03-2019
		Un-Audited	Un-Audited	Un-Audited	Un-Audited	Un-Audited	Audited
I	Income						
	(a) Revenue from Operations	2,181.60	1,903.18	2,300.59	6,568.47	6,119.36	8,158.34
	(b) Other Income	58.33	32.37	48.86	116.65	134.05	218.74
	Total Revenue (I)	2,239.93	1,935.55	2,349.45	6,685.12	6,253.41	8,377.08
II	Expenses:						
	(a) Cost of Materials Consumed	957.93	849.63	985.29	2,773.86	2,816.09	3,956.22
	(b) Purchase of stock in Trade	93.98	114.03	160.54	381.78	472.58	473.91
	(c) Changes in Inventories of Finish Goods, work in Progress and Stock in trade	(53.50)	(108.14)	(21.25)	13.94	(181.79)	(223.91)
	(e) Employee benefits expenses	227.20	265.79	262.81	776.52	688.44	963.88
	(f) Finance Cost	37.69	42.13	60.76	128.30	172.50	240.32
	(g) Depreciation and Amortisation expenses	103.07	102.62	94.47	308.31	282.47	415.06
	(h) other Expenses	678.01	481.42	603.69	1,550.36	1,512.73	2,143.94
	Total Expenses (II)	2,044.38	1,747.48	2,146.31	5,933.07	5,763.04	7,969.42
III	Profit before exceptional Items & taxes (I-II)	195.55	188.07	203.14	752.05	490.37	407.66
IV	Exceptional Items	146.51	28.20	-	363.22	(243.48)	(243.48)
V	Profit/ (Loss) before Tax (III-IV)	49.04	159.87	203.14	388.83	733.85	651.14
VI	Tax expenses						
	Current Tax	25.95	39.07	93.50	106.37	160.50	228.22
	Deferred Tax	(12.24)	(24.48)	-	(36.72)	-	(222.20)
VII	Profit for the Period (V-VI)	35.33	145.28	109.64	319.18	573.35	645.12
VIII	Other Comprehensive income						
	A. (i) Items that will not be reclassified to Profit or Loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss	-	-	-	-	-	-
	B. (i) Items that will not be reclassified to Profit or Loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss	-	-	-	-	-	-
	Total Other Comprehensive Income	-	-	-	-	-	-
IX	Total Comprehensive Income for the period (VII+VIII)	35.33	145.28	109.64	319.18	573.35	645.12
	Paid-up equity share capital (face value of Rs. 10/each full paid)	858.11	858.11	858.11	858.11	858.11	858.11
	Earning per share (EPS) (face value of Rs. 10/- each) Basic / Diluted EPS	0.41	1.69	1.28	3.72	6.68	7.52

Part 2 Segment wise Revenue, results, and assets and liabilities

Sr. No.	PARTICULAR	Quarter ended on			Nine months ended on		Year ended on
		31-12-2019	30-09-2019	31-12-2018	31-12-2019	31-12-2018	31-03-2019
		Un-Audited	Un-Audited	Un-Audited	Un-Audited	Un-Audited	Audited
1	Segment Revenue						
	Net Sales/ Income						
	Textile Division	2239.93	N.A.	N.A.	6685.12	N.A.	N.A.
	Real Estate Division	0.00	N.A.	N.A.	0.00	N.A.	N.A.
	Total	2239.93	N.A.	N.A.	6685.12	N.A.	N.A.
2	Segment Result						
	Profit before Tax						
	Textile Division	49.23	N.A.	N.A.	389.02	N.A.	N.A.
	Real Estate Division	(0.19)	N.A.	N.A.	(0.19)	N.A.	N.A.
	Total	49.04	N.A.	N.A.	388.83	N.A.	N.A.
3	Capital Employed						
	Textile Division	6221.41	N.A.	N.A.	6221.41	N.A.	N.A.
	Real Estate Division	205.55	N.A.	N.A.	205.55	N.A.	N.A.
	Total	6426.96	N.A.	N.A.	6426.96	N.A.	N.A.

Note

- The above financial results of the Company were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 10th February, 2020.
- These Financial Results have been prepared in accordance with Indian Accounting Standards (IND-AS) as prescribed under section 133 of Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and relevant amendment thereafter
- The Limited Review of the above result for the quarter ended 31st December 2019 has been carried out by the Auditor in accordance with Regulation 33 of the SEBI's (LODR), Regulation, 2015
- The Exceptional Items comprises of Bad Debts written off amounting to Rs 146.51 Lacs
- The figures of quarter ended on 31.12.2019 are the balancing figures between Nine Months figures and published six months figures.
- The activities of the company relate to two Segment i.e. Textile, and Real estate division.
- Since Company has started Real Estate Division in Current Quarter hence Segment wise Comparable figures are not available
- Previous period figures have been regrouped and reclassified, where necessary, to make them comparable with current period figures.
- Consolidated result represent the combine result of M/s Dhanlaxmi Fabrics Limited and its subsidiary Companies M/s Western Chloride & Chemicals Pvt Ltd, M/s. Dhanesh Fabrics Pvt Ltd and M/s. DFL Fabrics Pvt Ltd



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

Vinod S. Jhavar

Vinod S Jhavar
Managing Director
DIN: 00002903

Place : Mumbai
Date : 10th February 2020



DINESH BANGAR & CO.

CHARTERED ACCOUNTANTS

Head Office : 2nd Floor, Apeejay House, 3 Dinshaw Vachha Road, Churchgate, Mumbai - 400020.

Branch Office : 304, Sohan Commercial Plaza, Near Rly. St. Vasai (E), Palghar - 401 210.

Tel.: 0250 - 2390804 | Mob.: 9326675367 | Email : dineshbv12@gmail.com / ankit_bangar06@yahoo.com

Independent Auditor's Review Report on the Quarterly Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to
The Board of Directors
Dhanlaxmi Fabrics Limited

- 1) We have reviewed the accompanying statement of unaudited standalone financial results of Dhanlaxmi Fabrics Limited (the 'Company') for the quarter ended December 31, 2019 (the 'Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation') as amended, read with SEBI Circular No. CIR/CFD/CMDI/44/2019 dated March 29, 2019 ('the Circular').
- 2) The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, ('Ind AS 34') "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 (the 'Act'), as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. 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. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is 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.
- 4) Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For RHAD & Co.
Chartered Accountants

Dinesh Bangar
Partner

M.No. 036247

UDIN: 20036247AAAAAJ7878



RHAD & CO.
Formerly Known as Dinesh Bangar & Co.
Chartered Accountants
FRN No. 102588W

Partner

Place:-Mumbai

Date: - February 10, 2020



DINESH BANGAR & CO.

CHARTERED ACCOUNTANTS

Head Office : 2nd Floor, Apeejay House, 3 Dinshaw Vachha Road, Churchgate, Mumbai - 400020.

Branch Office : 304, Sohan Commercial Plaza, Near Rly. St. Vasai (E), Palghar - 401 210.

Tel.: 0250 - 2390804 | Mob.: 9326675367 | Email : dineshbv12@gmail.com / ankit_bangar06@yahoo.com

Independent Auditor's Review Report on Quarterly and Year to date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

THE BOARD OF DIRECTOR OF
DHANLAXMI FABRICS LIMITED

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 for the quarter ended December 31, 2019 and for the period from 1st April 2019 to 31st December, 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 December, 2019 and the corresponding period from 01st April 2019 to 31st December, 2019, as reported in these financial results have been approved by the Parent's Board of Directors, but have not been subject to review.

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.

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.

a. The Statement includes the results of the following entities:

DFL Fabrics Private Limited

Dhanesh Fabrics Private Limited

Western Chlorides & Chemicals Private Limited



b. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and

c. gives a true and fair view in conformity with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the consolidated total comprehensive income (comprising of net [profit/loss] and other comprehensive income/ loss) and other financial information of the Group for the quarter ended and nine months ended 31-12-2019

d. Financial Results and other Financial information of certain subsidiaries which reflects total revenues of DFL Fabrics Private Limited is Rs. 205.14 lacs and Net profit/Loss after tax of Rs. (7.25) lacs included in the statement has been reviewed by other auditors and provided by management to us.

e. Financial Results and other financial information of two subsidiaries which reflect total Revenue of Rs. 274.21 and Net profit/Loss after tax of Rs.12.57 included in the statement are certified by the management.

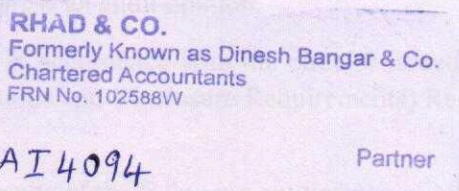
Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the information given by management referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard ("Ind As") specified under section 133 of the Companies Act, 2013, as amended, read with rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement

We did not review the interim financial statements / financial information / financial results of DFL Fabrics Private Limited included in the consolidated unaudited financial results, whose interim financial statements / financial information / financial results reflect total revenues of Rs. 205.14 lacs and total net profit/(loss) after tax of Rs. (7.25) lacs and total comprehensive income / loss of Rs. Nil. Our conclusion on the Statement is not modified in respect of the above matter.

For RHAD & Co.
Chartered Accountants



Dinesh Bangar
Partner
M.No. 036247



UDIN: 20036247AAAAAI4094

Place:-Mumbai
Date: - February 10, 2020