Dhanlaxmi FABRICS LTD.

Bhopar Village, Manpada Road, Dombivli (East) - 421 204.
Phone : 0251-2870589 / 2870590 / 91/ 92 • Fax : 0251-2870545
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BM TRADA CERTIFICATION ISO 9001:2008 UKAS QUALITY MANAGEMENT

Date: 11/10/2016

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: Submission of Report on Corporate Governance
For the quarter ended 30.09.2016

Dear Sir,
In terms of regulation 27 (2) of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015, we are enclosing herewith corporate Governance Report in the prescribed format for the quarter ended 30.09.2016 for your information and record.
Kindly place the same in your records, and acknowledge the receipt

Thanking You

For Dhanlaxmi Fabrics Limited

Vinod S. Jhawar

Vinod S. Jhawar
(Managing Director)

DHANLAXMI FABRICS LTD. MUMBAI

Shri KP Shamai
Pls keep in your second file

Place: Mumbai

Encl: a/a

ACKNOWLEDGEMENT

Acknowledgement No	: 1410201601403127	Date & Time :	14/10/2016 01:40:46 PM
Scrip Code	: 521151		
Entity Name	: Dhanlaxmi Fabrics Limited		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 30/09/2016		
Mode	: E-Filing		

General information about company	
Scrip code	521151
Name of the entity	Dhanlaxmi Fabrics Limited
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Half Yearly
Date of Report	30-09-2016
Risk management committee	Not Applicable

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	30-05-2016		
2		27-07-2016	57
3		09-08-2016	12

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	09-08-2016	Yes	Yes	28-05-2016	72	
2	Audit Committee		Yes	Yes	01-04-2016	56	

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure III

Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I. Affirmations

Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
	Any other information to be provided			

Signatory Details	
Name of signatory	VINOD SOHANLAL JHAWAR
Designation of person	Managing Director
Place	THANE
Date	14-10-2016

General information about company	
Scrip code	521151
Name of the entity	Dhanlaxmi Fabrics Limited
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Quarterly
Date of Report	30-06-2016
Risk management committee	Not Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Is there any change in composition of board of directors compare to previous quarter

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Notes
1	Mr	VINOD SOHANLAL JHAWAR	AEFPJ6178M	00002903	Executive Director	Not Applicable	MD	01-11-2009			1	0	0	
2	Mr	RAMAUTAR SOHANLAL JHAWAR	AABPJ8706F	00002907	Non-Executive - Non Independent Director	Chairperson		01-10-1992			2	4	0	
3	Mr	MAHESH SOHANLAL JHAWAR	AABPJ1860C	00002908	Non-Executive - Non Independent Director	Not Applicable		01-10-1992			2	1	1	
4	Mr	NARAYANPRASAD SHARMA	ADAPS0477N	00003178	Non-Executive - Independent Director	Not Applicable		23-03-2003		159	1	2	1	

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Notes
5	Mr	DURGESH SHYAMLAL KABRA	AADPK7098M	00017670	Non-Executive - Independent Director	Not Applicable		28-05-2005		133	1	1	0	
6	Mrs	JAYASHREE IYER	AAVPH8593E	01520083	Non-Executive - Independent Director	Not Applicable		29-09-2014		21	1	0	0	

Annexure 1					
II. Composition of Committees					
Disclosure of notes on composition of committees explanatory					
Is there any change in composition of committees compare to previous quarter					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Mr. Narayanprasad Sharma	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Mr. Durgesh Kabra	Non-Executive - Independent Director	Member	
3	Audit Committee	Mr. Ramautar S. Jhawar	Non-Executive - Non Independent Director	Member	
4	Nomination and remuneration committee	Mr. Narayanprasad Sharma	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	Mr. Durgesh Kabra	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	Mr. Ramautar S. Jhawar	Non-Executive - Non Independent Director	Member	
7	Stakeholders Relationship Committee	Mr. Mahesh S. Jhawar	Non-Executive - Independent Director	Chairperson	
8	Stakeholders Relationship Committee	Mr. Narayanprasad Sharma	Non-Executive - Independent Director	Member	
9	Stakeholders Relationship Committee	Mr. Ramautar S. Jhawar	Non-Executive - Non Independent Director	Member	

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	09-02-2016		
2	16-02-2016		6
3	11-03-2016		23
4		30-05-2016	79

Annexure 1						
IV. Meeting of Committees						
Disclosure of notes on meeting of committees explanatory						
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1	Audit Committee	01-04-2016	Yes		08-02-2016	52
2	Audit Committee	28-05-2016	Yes			56

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Signatory Details	
Name of signatory	Narayan Prasad Sharma
Designation of person	Compliance Officer
Place	Mumbai
Date	15-07-2016