



Dhanlaxmi FABRICS LTD.



Bhopar Village, Manpada Road, Dombivli (East) - 421 204.
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e-mail : info@dfi.net.in • Website : www.dfi.net.in

Date: 29-07-2019

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: Notice of Calling Board Meeting

Dear Madam /Sir,

In terms of **Regulation 29 & 47(1)** of Securities & Exchange Board of India (Listing Obligations and Disclosures) Regulations, 2015, this is to inform that the meeting of the Board of Directors of **M/s. Dhanlaxmi Fabrics Limited** will be held on **06th August, 2019** on **Tuesday** at 285, C.J House, 2nd Floor, Princess Street, Mumbai - Maharashtra - 400002 at **04.30 p.m.** to consider and approve the following:

Item No.	Agenda Item
1	Appointment of Mr. Vinod Jhawar as a Chairman of the Company with immediate effect
2	To take note on Status of Minutes of previous Board and Committees Meeting held along with Statutory Registers
3	To consider & approve un-audited Standalone and Consolidated Financial Results of the company for the quarter ended 30th June, 2019
4	To appoint, Mr. Mahesh S. Jhawar , Director who retires by rotation and eligible for re-appointment.
5	To take Note on Compliances on Listing Obligation & Disclosure Requirements Regulation 2015 for the quarter ended 30th June 2019 .
6	To re-appoint Mr. Durgesh Kabra, (DIN: 00017670) as an Independent Director of the Company for next 5 years for second term (existing term expiring on 18-09-2019) subject to approval from shareholders of the company
7	To appoint 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	To appoint Mr. Mukul Jhawar as a Additional -Executive Director in sales (Marketing) of the Company and to fix remuneration with immediate effect:

Admn. Office : 285, Princess Street, C.J. House, 2nd Floor, Mumbai - 400 002.


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CIN No. : L17120MH1992PLC068861

9	To appoint Mr. Purshottam Randad as a Chief Financial Officer of the Company with immediate effect
10	To Approve of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013
11	To appoint Scrutinizer for conducting e-voting and poll process for 27 th Annual General Meeting of the Company
12	To review and take note on Comments/Qualification, made by Secretarial auditors in their Audit Report for the F.Y 2018 2019.
13	To give authority to the Director/Promoter/Authorized Representative of the Company to attend general meeting of other Companies
14	To re-constitute Committees due to change in directorate
15	To approve Cost Audit report for financial year ended 31.03.2019
16	To approve 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	To approve 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	To review & consider changes in Whistle Blower policy & Code of Conduct for Directors and Senior Management
19	Any other items with the permission of Chairman.
	<p>Further, pursuant to the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and as per the terms of "Code of Conduct for Prevention of Insider Trading" of the Company, the Trading Window shall remain closed from 01st July, 2019 till 48 hours for Directors and Designated Employees as defined in the Code after the public announcement of Audited Financial Results of the Company for the financial year ended on 30th June, 2019.</p> <p>Further, in terms of Regulation 46 of the Securities & Exchange Board of India (Listing Obligations and Disclosures) Regulations, 2015, the Notice has been displayed on the website of the company.</p> <p>We shall forward the audited results immediately after conclusion of the Board meeting. We shall also arrange to publish the audited results in newspapers in terms of Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements Regulations), 2015 immediately after approval by the Board</p>

Kindly acknowledge the Receipt.

Thanking You
Yours Faithfully
For Dhanlaxmi Fabrics Limited


Bhaviika Jain
(Company Secretary)

