



Date: 20th September, 2018

To,

**The Compliance Department
BSE Limited,
P.J. Towers,
Dalal Street, Fort,
Mumbai - 400001.**

Subject: Proceedings of the 33rd Annual General Meeting (AGM) of the Company held on Thursday, 20th September, 2018.

Ref.: Vishal Fabrics Limited, Scrip Code: 538598, Security ID: VISHAL

Dear Sir/Ma'am,

In terms of Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015, we enclose herewith the proceedings of the 33rd Annual General Meeting (AGM) of the Company held on Thursday, 20th September, 2018 at 03:00 p.m. at Chiripal Bungalow, Beside Hira rupa Hall, Opposite Landmark Hotel, Bopal, Ambli Road, Ahmedabad - 380058

You are requested to kindly take the same on record.

Thanking You,
Yours Sincerely

For Vishal Fabrics Limited

**Deepak Vyas
Company Secretary & Compliance Officer**



Encl.:as above



Gist of the proceedings of the 33rd Annual General Meeting of the members of the Company held on Thursday, 20th September, 2018 at 03:00 p.m. at Chiripal Bungalow, Beside Hira Rupa Hall, Opposite Landmark Hotel, Bopal, Ambli Road, Ahmedabad – 380058

The 33rd Annual General Meeting of the members of the Company was held on Thursday, 20th September, 2018 at 03:00 p.m. at Chiripal Bungalow, Beside Hira rupa Hall, Opposite Landmark Hotel, Bopal, Ambli Road, Ahmedabad - 380058 The meeting commenced at 03:00 p.m. & concluded at 04:10 p.m.

At 3:00 p.m. Mr. Deepak Vyas Company Secretary of the company welcomed the members to the 33rd Annual General Meeting of the Company. He introduced the respected dignities present at the meeting.

Mr. Brijmohan D. Chiripal was elected as Chairman of the meeting and he chaired the proceedings of the Meeting.

The following Dignitaries were present at the AGM:

- | | |
|---------------------------|------------------------------------|
| 1. Mr. Brijmohan Chiripal | Managing Director |
| 2. Mr. Shunhankar Jha | Independent Director |
| 3. Mr Amit Kadmawala | Whole time Director of the company |
| 4. Mr. Tanuj Agarwal | CEO of the company |
| 5. Mr. Mahesh Kawat | CFO of the company |
| 6. Mr. Vinod Ajmera | Vice President |

Thereafter the company secretary announced that 19 members of the company were present in person and there were no proxies received.

The Secretarial Auditor was also present at the Annual General Meeting.

The following documents and Registers were placed during the AGM:

- I. Audited Financial Statements for the financial year ended on 31st March, 2018, Directors' Report and Report of Auditors' thereon.
- II. Statutory Register
- III. Proxy Register and other documents as require under Companies Act, 2013.

Then Company Secretary invited Chairman to give the speech wherein he shared with the members financial performance, achievements and future plans of the Company and thanked for the faith and confidence reposed by them in the Company, its business and management.

The Chairman then invited the company secretary to commence the further proceedings.

Corporate Office :

Chiripal House, Near Shivranjani
Cross Roads, Satellite, Ahmedabad - 380015,
Gujarat, India | Ph.: 079-26734660/2/3
Email : info@vishalfabricsltd.com

Vishal Fabrics Limited
(Formerly known as Vishal Fabrics Private Limited)
Corporate Identity Number: U17110GJ1985PLC008206



Registered Office :
Ranipur, Narol Road,
Ahmedabad-382405, Gujarat, India.
Ph.: 079-25353977/78/79/80
Website : www.vishalfabricsltd.com

The company secretary informed that Pursuant to the provisions of Section 108 read with relevant Rules and Regulation 44 of SEBI (LODR) Regulations 2015, the Company had extended the e-voting facility to the members of the Company in respect of business to be transacted at the Annual General Meeting. The voting period commenced on 17th September, 2018 and concluded on 19th September, 2018 and Mr. Jatin Kapadia Practicing Company Secretary was appointed as the scrutinizer for scrutinizing the e-voting process in fair and transparent manner and he also declared that who had not availed e-voting facility can vote by ballot paper

Notice convening the 33rd Annual General Meeting, Directors' Report and Auditor's Report for the year ended 31st March, 2018 having already been circulated were taken as read.

Thereafter the following resolutions were put to vote:

Sr. No.	Particulars	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the reports of the Board of Directors and the Auditors thereon.	Ordinary Resolution
2.	To appoint a Director in place of Mr. Brijmohan D. Chiripal (DIN: 00290426), who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution
3.	To appointment of M/s. Nahta Jain and Associates, Chartered Accountants (FRN: 106801W), Ahmedabad as Statutory Auditors of the Company and fix their remuneration.	Ordinary Resolution
Special Business		
4.	Ratification and approval of remuneration of M/s. A.G. Tulsian and Co., Practicing Cost Accountants (FRN: 100629) Cost Auditors of the Company	Ordinary Resolution
5.	Appointment of Mr. Ponnusmay Raja (DIN: 08013737) as Whole-time Director of the company	Ordinary Resolution
6.	Increase in NRI Investment limit from 10% to 24% of the paid-up capital of the company.	Special Resolution
7.	Increase in the limit of Foreign Institutional Investors from 24% to 49% of the Paid-Up Capital of the Company.	Special Resolution

The Directors and Key persons also provided clarity to the member with respect to Operation of the Company.



All the business as mentioned in the Notice of the Annual General Meeting have being transacted, Company Secretary gave the vote of thanks to all the members for their continuous support, cooperation and confidence towards the Company.

Mr. Brijmohan D. Chiripal, Chairman of the meeting declared the meeting as closed.

The company secretary announced that the results of e-voting and results of voting conducted at AGM along with scrutinizer's report shall be announced within 48 hours of the conclusion of the meeting and will be displayed on the website of the Vishal Fabrics Limited, CDSL & BSE Limited.

Thanking you,

Yours Sincerely,
For Vishal Fabrics Limited



Deepak Vyas
Company Secretary & Compliance Officer

