

**Date: 30<sup>th</sup> September, 2019**

To,

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

**Subject: Proceedings of the 34<sup>th</sup> Annual General Meeting (AGM) of the  
Company held on Monday, 30<sup>th</sup> September, 2019.**

**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 34<sup>th</sup> Annual General Meeting (AGM) of the Company held on Monday, 30<sup>th</sup> September, 2019 at 03:00 p.m. at Shanti Corporate House, 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**



**Encl: as above**

**Corporate Office :**

Shanti Corporate House, Nr. Hira Rupa Hall, Bopal-Ambli Rd,  
Bopal, Ahmedabad - 380058, Gujarat, India.  
Ph : +91 6359701763 | 6359701796

**Registered Address :**

Ranipur, Narol road, Ahmedabad - 382405,  
Gujarat, India.

denim@chiripalgroup.com | info.vfl@chiripalgroup.com | www.vishalfabricsltd.com | CIN : L17110GJ1985PLC008206

**Gist of the proceedings of the 34<sup>th</sup> Annual General Meeting of the members of the Vishal Fabrics Limited held on Monday, 30<sup>th</sup> September, 2019 at 03:00 p.m. at Shanti Corporate House, Beside Hira Rupa Hall, Opposite Landmark Hotel, Bopal, Ambli Road, Ahmedabad – 380058**

The 34<sup>th</sup> Annual General Meeting of the members of the Company was held on Monday, 30<sup>th</sup> September, 2019 at 03:00 p.m. at Shanti Corporate House, Beside Hira rupa Hall, Opposite Landmark Hotel, Bopal, Ambli Road, Ahmedabad - 380058 The meeting commenced at 03:00 p.m. & concluded at 04:30 p.m.

At 3:00 p.m. Mr. Deepak Vyas - Company Secretary of the company welcomed the members to the 34<sup>th</sup> Annual General Meeting of the Company. He introduced the respected dignitaries 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. Shubhankar Jha     | Independent Director |
| 3. Mr. Chitranjan Singh   | Independent Director |
| 4. Mr. Tanuj Agarwal      | CEO of the company   |
| 5. Mr. Vinay Thadani      | CFO of the company   |

Thereafter the company secretary announced that 11 members of the company were present in person and one proxy 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 31<sup>st</sup> March, 2019, 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

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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.

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 27<sup>th</sup> September, 2019 and concluded on 29<sup>th</sup> September, 2019 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 34<sup>th</sup> Annual General Meeting, Directors' Report and Auditor's Report for the year ended 31<sup>st</sup> March, 2019 having already been circulated were taken as read.

Thereafter the following resolutions were put to vote:

| Sr. No.                  | Particulars   | Type of Resolution  |
|--------------------------|---|---------------------|
| <b>Ordinary Business</b> |   |                     |
| 1.                       | To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the reports of the Board of Directors and the Auditors thereon. | Ordinary Resolution |
| 2.                       | To appoint a Director in place of Mr. Amit Kadamawala (DIN: 07016454), who retires by rotation and being eligible offers himself for re-appointment.  | Ordinary Resolution |
| <b>Special Business</b>  |   |                     |
| 3.                       | 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 |
| 4.                       | Appointment of Mr. Ravindra Bajaj (DIN: 08243855) as Whole Time Director of the Company.  | Ordinary Resolution |
| 5.                       | Re-Appointment of Mr. Amit Kadmawala (DIN: 07016454) as whole Time Director of The Company.   | Ordinary Resolution |
| 6.                       | Re-Appointment of Mrs. Dhara Rupeshkumar Shah (DIN: 06983857) as Non-Executive Independent Director of The Company.   | Special Resolution  |
| 7.                       | Re-Appointment of Mr. Shubhankar Jha (DIN:  | Special Resolution  |



|  |  |
|--|--|
| 07208823) as Non-Executive Independent Director of<br>The Company. |  |
|--|--|

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, co-operation 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

