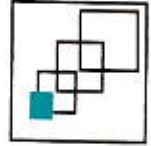


Blue Chip

TEX
INDUSTRIES LTD.



Regd. Office : Jasville, 2nd Floor, Opp. Liberty Cinema,
9, New Marine Lines, Mumbai - 400 020.

Office Nos. 15, 16 & 17, Maker Chambers-III, 1st Floor, Jamnalal Bajaj Road, Nariman Point, Mumbai 400 021.
Tel.: 4353 0400 • E-mail : bluechiptex@gmail.com • Website : bluechiptexindustrieslimited.com
CIN : L17100MH1985PLC037514

29th August 2017.

Corporate Relationship Department
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sirs,

Sub:-Proceedings of the 32nd Annual General Meeting

With reference to the captioned subject matter, enclosed herewith please find the Proceedings of the 32nd Annual General Meeting of the Company held on Tuesday, 29th August 2017.

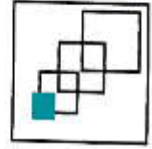
Kindly take the same on record.

Thanking you,

Yours faithfully,
For Blue Chip Tex Industries Ltd.,

(Ashok Khemani)
Managing Director.
DIN: 00053623

Encl.: a/a



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9, New Marine Lines, Mumbai - 400 020.

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**PROCEEDINGS OF THE 32ND ANNUAL GENERAL MEETING
OF BLUE CHIP TEX INDUSTRIES LIMITED HELD ON
TUESDAY, 29TH AUGUST, 2017 AT 10:00 A.M. AND
CONCLUDED AT 12:45 P.M. AT M. C. GHIA HALL,
BHOGILAL HARGOVINDAS BUILDING, 18/20,
K. DUBASH MARG, MUMBAI 400 001.**

PRESENT:

Mr. Ashok Khemani	- Chairman & Managing Director
Mr. Nand Khemani	- Director
Mr. Shahin Khemani	- Director
Mr. Kumar Nathani	- Director
Mr. Manmohan Anand	- Director
Mr. Maulin Gandhi	- Director
Ms. Shraddha Teli	- Director
Mr. Rahul Khemani	- Director and Chief Financial Officer

In attendance:

Mr. Akshay Shah from M/s. Rajendra & Co.	- Statutory Auditors
Mr. Hitesh Kavediya	- Company Secretary
Mr. Saurabh Shah	- Practising Company Secretary
(Representing M/s. Pramod S. Shah & Associates)	

89 Members were present in Person

7 Members were present in proxy

[Handwritten signature]



Mr. Ashok Khemani chaired the meeting and announced that since the requisite quorum for the meeting was present, the formal proceedings of the meeting could commence. He then extended a warm welcome to the members present.

The Chairman announced that the Company has received 7 proxy forms. He further stated that the Register of Proxies and the Register of Directors' Shareholding were open for inspection to the members during the meeting. He then introduced his colleagues on the Board to the members.

With the consent of the members present, the notice convening the Meeting along with the Audited Accounts and the Directors' Report were taken as read. Thereafter the Chairman informed that there are no qualifications in the Audit Report.

1. The first resolution was an Ordinary resolution:

"RESOLVED THAT the Audited Balance Sheet as at 31st March 2017 and Profit & Loss Account for the year ended on that date and the Directors' Report and the Auditor's Report thereon, be and are hereby approved and adopted."

The Chairman invited queries from the Shareholders. Some of the shareholders raised queries on the financials of the Company. The Chairman of the Company suitably and satisfactorily clarified / replied to the queries. The resolution was then put to vote after addressing to the queries of the Shareholders.

2. The second resolution was an Ordinary Resolution.

"RESOLVED THAT the members hereby declare dividend @ 15% (Rupees 1.50/- per fully paid equity share of INR 10 each) on the equity share capital of the Company for the financial year ended March 31, 2017".

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3. The third resolution was an Ordinary Resolution.

"RESOLVED THAT Mr. Nand Kishinchand Khemani (DIN: 00053671), Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company and that the period of office of the Director shall be liable to determination by retirement by rotation."

4. The fourth Resolution is an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, re-enactment and amendments made from time to time), consent of the members be and is hereby accorded to appoint M/s. D K P & Associates, Chartered Accountants, bearing (Firm registration number 126305W), as Statutory Auditors of the Company to hold office from the conclusion of 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting, subject to ratification at every Annual General Meeting of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors and the Auditors.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to take all such steps as may be deemed necessary and to do all such acts, deeds and things as may be considered necessary and incidental to give effect to the above resolutions."

5. The fifth Resolution is a Special Resolution.

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and



the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. Shraddha Mangesh Teli (DIN: 06976334), Independent Director of the Company whose period of office is liable to expire on 32nd Annual General Meeting of the Company, who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, be and is hereby re-appointed as an Independent Director to hold office for 5 (Five) consecutive years for a term up to the conclusion of the 37th Annual General Meeting of the Company, and she shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby authorized to do all such acts, deeds, things such as intimation to the relevant authorities and other matters which are necessary, incidental, ancillary to give effect to aforesaid resolution including filing of relevant e-forms with the Registrar of Companies."

6. The Sixth Resolution is a Ordinary Resolution.

"**RESOLVED THAT** pursuant to provisions of Section 148 of the Companies Act, 2013 and all other applicable provisions of Companies Act, 2013 and the Companies (Audit and Accounts) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), remuneration payable during the year 2017-2018 to M/s. NKJ & Associates, Practising Cost Accountants, Navi Mumbai, (Firm Registration No.101893) appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2017-2018, amounting to INR 40,000/- exclusive of Goods and Service Tax and reimbursement of out of pocket expenses at actuals, if any, incurred in connection with the Audit be and is hereby ratified and confirmed.



RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby authorized to do all such acts, deeds, things such as intimation to the relevant authorities and other matters which are necessary, incidental, ancillary to give effect to aforesaid resolution including filing of relevant forms with the Registrar of Companies."

The Chairman declared the meeting closed at 12.45 p.m.

The meeting terminated with a Vote of Thanks to the Chair.

Date: 29th August, 2017

Place : Mumbai



Ashok Khemani

Ashok K. Khemani

Chairman and Managing Director

DIN: 00053623

Address: 32 Elcid, 13 Ridge Road,
Malabar Hill,
Mumbai 400 006,
Maharashtra, India.