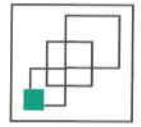




TEX INDUSTRIES LTD.



Blue Chip

Corporate Office : 15,16 & 17, Maker Chambers-III, 1st Floor, Jamnalal Bajaj Road, Nariman Point, Mumbai 400 021
Tel.: 91 22 4353 0400 • E-mail : bluechiptex@gmail.com • Website : bluechiptexindustrieslimited.com
CIN : L17100DN1985PLC005561

Date: 30th September, 2020

To,
Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code: 506981

Dear Sir / Madam,

Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings of the 35th Annual General Meeting held on 29th September, 2020

Dear Sir,

With reference to the captioned subject, please find attached herewith a copy of the proceedings of the 35th Annual General Meeting of the Company held on Tuesday, 29th September, 2020 at 12.03 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide its General Circulars dated 5th May, 2020, 13th April, 2020 and 8th April, 2020 read with the Securities and Exchange Board of India (SEBI) Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, on account of pandemic of COVID-19.

Kindly take the above on your record and oblige.

Thanking you,

Yours faithfully,

For Blue Chip Tex Industries Limited

Bhumit .M. Dharod

Bhumit .M. Dharod
Company Secretary
Membership No. A51555



Encl: as above

PROCEEDINGS OF THE 35TH ANNUAL GENERAL MEETING (AGM) OF BLUE CHIP TEX INDUSTRIES LIMITED HELD THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM) ON TUESDAY, 29TH SEPTEMBER, 2020 AT 12:03 P.M.

Following Directors were present:

- | | |
|-------------------------------|--------------------------------------|
| 1. Ms. Shraddha .M. Teli | - Chairperson & Independent Director |
| 2. Mr. Shahin .N. Khemani | - Managing Director |
| 3. Mr. Rahul .A. Khemani | - Chief Financial Officer & Director |
| 4. Mr. Shatrughun .N. Jiwnani | - Independent Director |
| 5. Mr. Rohit .P. Bajaj | - Independent Director |

In attendance:

- | | |
|----------------------------|--|
| 1. Mr. Bhumit .M. Dharod | - Company Secretary |
| 2. Mr. Ashok .K. Khemani | - Former Director of the Company |
| 3. Mr. Deepak Doshi | - Partner, DKP & Associates, Statutory Auditors |
| 4. Mr. Pramod .S. Shah | - Partner, Pramod S. Shah & Associates, Secretarial Auditors |
| 5. Ms. Shivani .S. More | - From Pramod .S. Shah & Associates, Secretarial Auditors |
| 6. Mr. Naresh .K. Jethwani | - Proprietor, NKJ & Associates, Cost Auditors |
| 7. Mr. Raghunath .P. Gupta | - Proprietor, Raju Gupta & Associates, Internal Auditors |

Members present:

35 Members attended through Video conferencing

Since the 35th AGM of the Company was convened through VC / OAVM, without physical attendance of Members and the requirement of appointment of proxies pursuant to the provisions of Section 105 of the Companies Act, 2013 (the Act) had been dispensed with, the facility for appointment of proxies by Members was not available for this AGM.

At 12:03 p.m., Ms. Shraddha .M. Teli, the Chairperson commenced the meeting by welcoming the shareholders to the 35th AGM which was convened through VC / OAVM.

She informed that company has arranged for the shareholders to join the meeting through video conference and other audio visual means and view the proceedings in compliance with the directions of the Ministry of Corporate Affairs and thanked all the shareholders for attending the AGM of the Company inspite of the challenging times.

She then announced that the requisite quorum was present and thereafter she called the meeting to order.

She introduced all the Board Members, Chief Financial Officer and Company Secretary of the Company present in the meeting through Video Conferencing from Mumbai.

She also introduced Statutory Auditors, Secretarial Auditors, Cost Auditors and Internal Auditors present in the meeting through Video Conferencing.



She then bid farewell to Mr. Ashok .K. Khemani, longest serving Executive Director on the board and invited him to say few words.

Mr. Ashok .K. Khemani delivered a short speech and expressed gratitude towards the Company and its employees.

Thereafter, the Chairperson thanked Mr. Ashok .K. Khemani for his generous words.

The Chairperson then highlighted the performance of the Company during the financial year 2019-20.

The Chairperson further informed that Company had received four Board Resolutions from Corporate Shareholders appointing representatives under section 113 of the Companies Act, 2013.

She also informed that the Statutory Registers as required to be kept at AGM and other documents which are mentioned in the AGM Notice were available for the inspection by shareholders on the Company's website under the General Meeting tab.

The Chairperson thereafter informed that notice of the 35th AGM alongwith the copies of financial statements for the financial year ended 31st March, 2020 together with the Directors and Auditors Report were emailed within the statutory period to all the shareholders whose email addresses were registered with the Company or Bigshare Services Private Limited or their Depository Participants.

Thereafter, with the permission of the Members, notice of the 35th AGM and the Board's Report which were circulated to all shareholders were taken as read.

The Chairperson thereafter informed that as the Statutory Auditors Report on the financial statements of the Company for the financial year ended 31st March, 2020 and Secretarial Auditors Report for the financial year ended 31st March, 2020 do not contain any qualifications, observations, comments or other remark, the same were also taken as read.

The Chairperson further informed that remote e-voting arrangements had been made and the resolutions put to vote were as under:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon;
2. To declare final dividend of Rs. 1.80 /- per equity share for the financial year ended 31st March, 2020;
3. To appoint a Director in place of Mr. Rahul .A. Khemani, who retires by rotation and, being eligible, offers himself for re-appointment;
4. To ratify remuneration of Cost Auditors for the financial year 2020-21;
5. To appoint Mr. Rohit .P. Bajaj as an Independent Director;
6. To appoint Mr. Shatrughun .N. Jiwani as an Independent Director;
7. To re-designate and appoint Mr. Shahin .N. Khemani as the Managing Director of the Company;



8. To appoint Mr. Siddharth .A. Khemani as Non-Executive, Non Independent Director of the Company;
9. To increase the overall managerial remuneration;
10. To create charges, mortgages, hypothecation on the immovable and movable properties of the Company under clause a of sub-section 1 of section 180 of the Companies Act, 2013;
11. Keeping registers, returns, etc. at a place other than Registered Office.

Thereafter the Chairperson requested Mr. Bhunit .M. Dharod, the Company Secretary of the Company to explain regulatory matters and general instructions pertaining to the AGM.

Thereafter, the Company Secretary briefed the Members about the general instructions pertaining to the AGM and voting procedure at the AGM. He also informed the Members that the results of the e-voting along with the scrutinizers report will be communicated to BSE where the equity shares of the company are listed and will also be placed on the Company's website and on the website of CDSL within 48hours from the conclusion of the meeting.

Thereafter, the Company Secretary informed the Members that Mr. Pramod .S. Shah, Partner, M/s Pramod S. Shah & Associates, Practicing Company Secretaries were appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

Thereafter, the Chairperson invited speaker shareholders to speak few words, express their views and ask questions, if any.

Thereafter, the Chairperson requested Mr. Rahul .A. Khemani, CFO & Director of the Company to answer the questions / queries raised by the Members.

Thereafter, the Chairperson thanked all the Members, Directors and Invitees who attended the AGM through Video Conferencing.

Thereafter, Chairperson informed the Members that the e-voting process will continue only till 15 minutes from the conclusion of this AGM and thereafter the link would be disabled automatically. She also informed that results of the voting will be announced on or before 1st October, 2020 and the same will be intimated to stock exchange and also uploaded on the website of the Company and the CDSL.

Thereafter the meeting concluded at 12:25 p.m. with a vote of thanks to the Chair by Mr. Bhunit .M. Dharod, the Company Secretary.

Note:

The Company will separately intimate the results of e-voting to the stock exchange.

This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

