

MR. SHAHIN:

Good Afternoon everyone and a very warm welcome to each and every one of you!

I am Shahin Khemani, the Managing Director of the Company and it's my privilege to address all of you as the Chairman of this Meeting. It gives me immense pleasure to greet you all at the 39th Annual General Meeting of Blue Chip Tex Industries Limited. I extend a very warm welcome to you on behalf of the entire Board of Directors and I thank you all for making it convenient to attend this meeting. It is for a Fifth year in a row that our shareholders are able to participate in the AGM from the comfort of their locations through this virtual format.

I hope all of you are keeping well, fit & Healthy!

This Meeting is being conducted through Video Conference as per Circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India.

As we convene this Meeting in virtual setting once again, I extend my appreciation for your valuable time and presence, regardless of your location and for your continued faith in our Company

As the requisite quorum is present through video conferencing, I call the meeting to order.

The e-Voting facility is open now and available for the Members attending this AGM who have not voted on the resolutions earlier through Remote e-Voting.

Now let me introduce to the Members of the Board present with us today:

1. Independent Director and Chairman of the Audit Committee, Stakeholders Relationship Committee and member of Nomination and Remuneration Committee, **Mr. Abhishek Kamdar**
2. Independent Director and Chairperson of Nomination and Remuneration Committee, **Mrs. Tanya Singh**
3. Independent Director and Member of Audit Committee and Nomination and Remuneration Committee, **Mr. Rohit Bajaj**
4. Chief Financial Officer and Director and Member of Audit Committee and Stakeholders Relationship Committee, **Mr. Rahul Khemani**
5. Non-Executive, Non Independent Director and Member of Nomination and Remuneration Committee and Stakeholders Relationship Committee, **Mr. Siddharth Khemani**

All the members of the Board are present at the Meeting from Mumbai.

In addition we also have:

1. **Mr. Deepak Doshi**, Partner DKP & Associates, the Statutory Auditors.
2. **Mr. Naresh Jethwani** from NKJ & Associates, the Cost Auditor.
3. **Mr. Raghunath Gupta** from Raju Gupta & Associates, the Internal Auditor.

Ms. Meena Jain, the Company Secretary of the Company is also participating in the Meeting through video conferencing.

Now I would like to highlight the performance of your Company during the financial year 2023-24. Revenue from Operations during the financial year 2023-24 was up by 1.13% and stood at Rupees 255.58 crores

compared to Rupees 252.72 crores in the previous financial year. The Profit after tax for the financial year 23-24 was down by 42.58% and stood at Rupees 52.36 crores as compared to Rupees 91.20 crores in the previous financial year. For the full year the EPS was Rupees 2.66 per share down 42.54 % year on year.

The Statutory Registers and other documents as required to be kept at AGM which are mentioned in the AGM Notice are available for inspection on the website of the Company under 'General Meeting' tab.

The notice of the 39th AGM along with the copies of financial statements for the financial year ended 31st March, 2024 together with the Directors and Auditors Report have been emailed within the statutory period to all the shareholders whose email addresses were available with the Company.

With the permission of the members I now take the notice of the 39th AGM and the Board's Report which has circulated to all shareholders as read.

As the Statutory Auditors Report on the financial statements of the Company for the financial year ended 31st March, 2024 and Secretarial Auditors Report for the financial year ended 31st March, 2024 do not contain any qualifications, observations, comments or other remark, the same are also taken as read.

The AGM is held through VC / OAVM and the resolutions being considered are:

Number 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and Auditors thereon;

Number 2: To declare dividend of Re. 1.00 /- per equity share for the financial year ended 31st March, 2024;

Number 3: To appoint a Director in place of Mr. Rahul Khemani, who retires by rotation and, being eligible, offers himself for re-appointment;

Number 4: To ratify remuneration of Cost Auditors for the financial year 2024-25.

Number 5: To reclassify the promoter Mr. Roop Khemani from the Promoters Group to 'Public category'.

As mentioned in the notice the resolutions have been put to vote through Remote e-Voting and in view of this there will be no proposing or seconding of resolutions.

The objectives and implications of the resolution proposed at the AGM are already set out in the notice of the AGM and explanatory statement and for the sake of the brevity are not being repeated again.

I now request Mrs. Meena Jain, the Company Secretary to take us through the regulatory matters and general instructions pertaining to the Annual General Meeting and invite speaker shareholders to raise questions or express their views.

Over to you Meena.

Ms. Meena:

Thank you Mr. Shahin. Good afternoon everyone, Shareholders may note that this Annual General Meeting is being held through video conferencing in accordance with the Companies Act, 2013 and circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. Facility for joining this Meeting is made available through video conferencing for the Members.

As per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company has provided the facility of Remote e-Voting to shareholders to enable them to cast their vote

electronically as per the timelines mentioned in the AGM notice. The Remote e-Voting facility was provided from 23rd September, 2024 9 a.m. onwards which concluded on 25th September at 5 p.m. yesterday.

Further in compliance with the rules on e-Voting framed under the Companies Act, 2013 and the circulars of MCA, the voting at the AGM will also be conducted by the same e-Voting system of CDSL which was used during Remote e-Voting. The shareholders who have not cast their vote through Remote e-Voting process and otherwise not barred from doing so shall be eligible to vote through e-Voting system during the AGM.

The results of the e-Voting along with the scrutinizers report shall 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 48 hours from the conclusion of this Meeting.

Mr. Pramod Shah, partner at Pramod S. Shah & Associates, Practicing Company Secretary has been appointed as the scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.

All the Members who have joined this Meeting are by default placed on mute by the host to avoid any disturbance arising from the background noise and to ensure smooth and seamless conduct of the meeting. Once the name of the speaker shareholder is called out the person will be unmuted by the host to enable him to speak.

Before speaking the shareholder is requested to click on the video as well as audio icon appearing on the screen to switch it on and if for some reason the shareholder is not able to join through video mode, he can still speak using the audio mode.

While speaking, we request shareholders to use earphones so that they are clearly audible and it would also minimize their noise in the background. They are also requested to ensure that Wi-Fi is not connected to any other devices, no other background applications are running and proper light is available to have clarity in video and audio.

If there is connectivity problem at speakers end the host will mute such speakers and the next speaker will be invited to speak.

Please note that the questions raised by the shareholders through email were duly answered to them on email.

I now invite the speaker shareholders to raise the questions or express their views that may have on the items of the business of the Meeting. We will first listen to the questions raise by all the speaker shareholders and then will provide our response. I request the host of the Meeting to enable the speaker shareholders:

1. Speaker Number **one**: Mr. Naresh Ratilal Kachalia – Not Present
2. Speaker Number **two**: Mr. Kishor Ratilal Kachalia– Not Present
3. Speaker Number **Three** Mr.Rajendra Seth – Present
4. Speaker Number **four** Mr. Anil Mehta- Not Present
5. Speaker Number **five** : Mr. Abhishek –Present
6. Speaker Number **six**: Mr. Keshav Garg – What's the expectation for the current year in terms of topline & bottomline - ?Why is our EBITDA down from Rs.12cr in FY20 to Rs.3cr in FY24 - ?Why has our EBITDA fallen from the peak of Rs.12cr in FY20 to Rs.4cr in FY23 - ? Why has our OPM reduced from 6% in FY18 to 5% in FY20 to 4% in FY21 to 2% in FY23 to an all time low of 1% in FY24 & 0.5% in Q1FY25 & what's the sustainable steady state EBITDA margin that we should expect going forward? What were our sales volume & realisation/T during FY18, FY19, FY20, FY21, FY22, FY23, FY24 & Q1FY25 - ? Why have our payables reduced from Rs.15cr in FY18 to Rs.6.2cr in FY24 despite our revenues increasing from Rs.181cr to Rs.255cr during this period - ? Why have our payable days reduced from 57 days in FY15 to 41 days in FY17 to 36 days in FY21 to 11 days in FY24 whereas the inventory days have increased from 9 days in FY16 to 24 days in FY24, thereby severely denting our cash flows - ? How come our payable days to Beekaylon Synthetics

reduced from 42 days in FY16 to 1 day in FY24 - ? Barring this drastic reduction in trade payables, we would have become debt free by now. What was our capacity utilisation in FY24 & when do we aim to reach full capacity utilisation & What is the maximum revenue that we can generate at peak capacity utilisation - ? What are your capex plans in FY25 & FY26 - ? What is our stake in Beekaylon Synthetics & why aren't we consolidating our share of profits in Beekaylon Synthetics - ? What is the scope for value addition & increasing realizations/units in our business - ? Are we considering forward integrating into dying or fabric manufacturing - ? What are our export prospects - ? Any plans to install roof top solar panels to reduce our power cost of ~ Rs.12.6 cr p.a. - ? What are the constraints in scaling up the business - ? In your judgement, at what rate can we grow our business over the next 5 years - ? What are the key strengths & USP of our company - ?

Ms Meena :

Thank you. Please note that mostly all the questions are already answered to you on email. Rest of the queries we have noted down and our Management will suitably reply to you after the AGM.

With this all the items of business as per the Notice of the 39th Annual General Meeting have been taken up.

I now declare the proceedings of the Annual General Meeting as completed. The e-Voting process will be continue for the next 15 minutes and will be disabled thereafter.

So at the end dear shareholders, I conclude this meeting with my sincere thanks for all your support and co-operation. I would also like to thank our esteemed Board members, our Chairman for his participation and to colleagues for their efforts in making this event a successful one.

Thank you once again and wish all of you a very healthy and safe future.

Thank you.