

MANOMAY TEX INDIA LIMITED  
[Formerly known as *Manomay Tex India Private Limited*]  
REGD. OFF. :- 32, HEERA PANNA MARKET  
PUR ROAD, BHILWARA - 311001 (RAJ)  
Website: [www.manomaytexindia.com](http://www.manomaytexindia.com)

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CIN : L18101RJ2009PLC028647  
GSTIN: 08AAF99997C1ZX  
Mail Id : [ykladdha@hotmail.com](mailto:ykladdha@hotmail.com)  
Contact No. : 01482-246983

MTIL/BSE/2018-19

Date : 07.09.2018

The Secretary, Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001  
Scrip Code: 540396  
Symbol: MTIL

**Subject: Proceeding and Voting Result of 9<sup>th</sup> AGM of Manomay Tex India Limited.**

Dear Sir/Madam,

We would like to inform you that 9th Annual General Meeting of the Company was held on today, September 07, 2018 at the Registered Office of the company situated at 32, Heera Panna Market, Pur Road, Bhilwara-311001(Raj). Pursuant to the provision of section 103 of the Companies Act, 2013, necessary Quorum was present to consider the matter as specified in the Notice of the 9<sup>th</sup> AGM.

In this regard, please find enclosed the following :-

1. Summary of proceeding as required under Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 as **Annexure-I.**
2. Voting Results as required under Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 as **Annexure-II.**

We request you to take the information on your record for further needful.

Thanking you

Yours Faithfully

For: Manomay Tex India Limited  
**For MANOMAY TEX INDIA LTD**



**MANAGING DIRECTOR**

Mr. Yogesh Laddha  
Managing Director  
[DIN: 02398508]



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Annexure-I

PROCEEDING OF ANNUAL GENERAL MEETING OF MANOMAY TEX INDIA LIMITED HELD AT REGISTERED OFFICE OF THE COMPANY SITUATED AT 32, HEERA PANNA MARKET, PUR ROAD, BHILWARA-311001(RAJ.) ON FRIDAY 07<sup>TH</sup> DAY OF SEPTEMBER, 2018 AT 1:30 P.M.

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**DIRECTORS PRESENTS:**

- |                                      |  |
|--------------------------------------|--|
| 1. Mr. Kailashchandra Hiralal Laddha | Chairman of the Company  |
| 2. Mr. Yogesh Laddha                 | Managing Director of the Company and Representative Of Chairman of the Audit Committee |
| 3. Ms. Pallavi Laddha                | Whole time Director of the Company   |

**ABSENTEE DIRECTOR:**

- |  |  |
|--|--|
| 4. Mr. Maheshchandra Kailashchandra Laddha | Whole Time Director of the Company   |
| 5. Mr. Dilip Balkrishan Porwal             | Independent Director of the Company and Chairman Of Stakeholders' Relationship Committee |
| 6. Mr. Kamlesh Kailashchand Ladha          | Whole time Director of the Company   |
| 7. Mr. Basant Kishangopal Porwal           | Independent Director of the Company and Chairman Of the Audit Committee                  |
| 8. Mr. Shriniwas Shivraj Bhattad           | Independent Director of the Company  |

**INVITEE**

- |                         |  |
|-------------------------|--|
| 1. CA Vikas Darak       | Authorised Representative of Statutory Auditor |
| 2. CA Chhotu Lal Sharma | Internal Auditor of the Company                |
| 3. Mr. Bharat Agal      | Chief Financial Officer (CFO) of the Company   |
| 4. Mr. Avinash Nolkha   | Secretarial Auditor of the Company             |

**MEMBERS ATTENDANCE**

Total number of shareholders as on cut-off date: 331 shareholders holding 1,26,83,350 shares.

Shareholders Present in Person in the Annual General Meeting:	40
Shareholders Present by proxy in the Annual General Meeting:	NIL

Since, quorum being present as per companies Act, 2013, the Chairman commenced the proceedings.





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## WELCOME

Mr. Kailashchandra Hiralal Laddha, Chairman of the company took the chair & welcomes the shareholders and introduces the directors on the dais.

## INSPECTION OF STATUTORY RECORDS

The chairperson informed the shareholders that the statutory records i.e. Register of Members, Register of Directors' shareholding and other books and records are available for inspection of the members at the place of the meeting.

## NOTICE OF THE MEETING

With the consent of the members present at the meeting the Notice convening the meeting was taken as read.

The chairman informed the members that E-voting is not applicable to the company pursuant to the Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014. Hence, the voting in the AGM shall be done by show of hand. He further enumerated the procedure of conduct of voting by show of hand as per the provisions of Companies Act, 2013 to the members.

Particulars of the Resolutions moved at the Annual General Meeting:

### ORDINARY BUSINESS

1. TO RECEIVE AND ADOPT THE DIRECTOR'S REPORT AND THE AUDITED STATEMENT OF ACCOUNTS TOGETHER WITH AUDITOR'S REPORT THEREON FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2018.

**"RESOLVED THAT** the Audited financial statements of the company for the year ended on 31<sup>st</sup> March, 2018 together with notes on accounts and reports of Board of Director and Auditors thereon for the period ended on that date as placed before the meeting be and is hereby received considered and adopted."

On being put to vote, the resolution was passed as **"Ordinary Resolution"**.

2. APPOINTMENT OF M/S B. MAHESHWARI & CO., CHARTERED ACCOUNTANT (FIRM REGISTRATION NO. 105839W), AS STATUTORY AUDITORS OF THE COMPANY

**"RESOLVED THAT** pursuant to the provisions of section 139 and any other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the Company hereby appointment of M/s B. Maheshwari & CO., Chartered Accountant (Firm Registration No. 105839W), as the statutory auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the AGM of the Company to be held in the year 2023, at such remuneration, as may be mutually agreed between the Board of Directors and the Auditors."

On being put to vote, the resolution was passed as **"Ordinary Resolution"**.





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3. RE-APPOINTMENT OF MR. KAMLESH KAILASHCHAND LADHA AS DIRECTOR OF COMPANY WHO RETIRES BY ROTATION:

**RESOLVED THAT** MR. KAMLESH KAILASHCHAND LADHA, Director of the Company, who retire by rotation as per provisions of Companies Act 2013, and being eligible, be and is hereby reappointed as director of the Company.

On being put to vote, the resolution was passed as "**Ordinary Resolution**".

**SPECIAL BUSINESS:**

1. RATIFICATION OF COST AUDITORS' REMUNERATION:

**"RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory, modification or re-enactment thereof for the time being in force) and the Rules made there under, as amended from time to time, the Company hereby ratifies the remuneration as mutually agreed plus GST & re-imbursement of out-of-pocket expenses payable to M/s Avnesh Jain & Co., who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2018-19."

On being put to vote, the resolution was passed as "**Ordinary Resolution**".

2. APPROVAL FOR APPOINTMENT OF MR. MAHESHCHANDRA KAILASHCHANDRA LADHA AS WHOLE TIME DIRECTOR:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 & 203 read with Schedule V of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof for the time being in force) or any other law and subject to such consent, approval and permission as may be necessary in this regard, the company hereby approves the appointment and terms of remuneration of Mr. Maheshchandra Kailaschandra Ladha [DIN : 02333125] S/o Mr. Kailashchandra Hiralal Laddha, as an Executive Director, designated as Whole Time Director of the Company whose appointment was made by the board in their meeting held on 09.08.2018 for the period from 09.08.2018 to 08.08.2021, upon the terms & conditions set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Directors to alter and vary such terms of appointment and remuneration so as to not exceed the limits specified in Schedule V of the Companies Act, 2013, as may be agreed to by the Board of Directors and Mr. Maheshchandra Kailaschandra Ladha."

**"RESOLVED FURTHER THAT** the said remuneration by way of salary and perquisites shall also be paid to Mr. Maheshchandra Kailaschandra Ladha, in the event of loss or inadequacy of profit in any financial year."

On being put to vote, the resolution was passed as "**Ordinary Resolution**".





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As there was no other matter, the meeting was ended with a vote of thanks to the chair.

Thanking You,

Yours Faithfully,

For Manomay Tex India Limited

**For MANOMAY TEX INDIA LTD**

*Kc Laddha*

**DIRECTOR**

Mr. Kailashchandra Hiralal Laddha  
Chairman  
[DIN 01880516]

Date: 07-09-2018

Place: Bhilwara



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**Annexure-II**

**VOTING RESULTS OF THE AGM HELD ON 07-09-2018 OF MANOMAY TEX INDIA LIMITED**

Date of the AGM	07-09-2018
Total number of shareholders on record date	331
No. of shareholders present in the meeting either in person or through proxy:	40
Promoters and Promoter Group:	6
Public:	34
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable

**ORDINARY BUSINESS**

1. TO RECEIVE AND ADOPT THE DIRECTOR'S REPORT AND THE AUDITED STATEMENT OF ACCOUNTS TOGETHER WITH AUDITOR'S REPORT THEREON FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2018.

Resolution required: (Ordinary/ Special)						Ordinary		
Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category of shareholder	Mode of Voting	No. of Share holders 1	No. of Share holders Voted 2	% of Voting Held $3=(2/1)*100$	No. of Votes cast in Favor 4	No. of Votes Cast Against 5	% of Voting Held in Favor $6=(4/2)*100$	% of Voting Held Against $7=(5/2)*100$
<b>Promoter &amp; Promoter Group</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	6	6	100	6	NIL	100	NIL
	<b>Total</b>	6	6	100	6	NIL	100	NIL
<b>Public-Institutions</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Public-Non Institutions</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	34	34	100	34	NIL	100	NIL
	<b>Total</b>	34	34	100	34	NIL	100	NIL
<b>GRAND TOTAL</b>		<b>40</b>	<b>40</b>	<b>100</b>	<b>40</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>





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Resolution required: (Ordinary/ Special)						Ordinary		
Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category of shareholder	Mode of Voting	No. of Share holders 1	No. of Share holders Voted 2	% of Voting Held 3=(2/1)*100	No. of Votes cast in Favor 4	No. of Votes Cast Against 5	% of Voting Held in Favor 6=(4/2)*100	% of Voting Held Against 7=(5/2)*100
<b>Promoter &amp; Promoter Group</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	6	6	100	6	NIL	100	NIL
	<b>Total</b>	6	6	100	6	NIL	100	NIL
<b>Public-Institutions</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Public-Non Institutions</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	34	34	100	34	NIL	100	NIL
	<b>Total</b>	34	34	100	34	NIL	100	NIL
<b>GRAND TOTAL</b>		<b>40</b>	<b>40</b>	<b>100</b>	<b>40</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>





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Resolution required: (Ordinary/ Special)						Ordinary		
Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category of shareholder	Mode of Voting	No. of Share holders 1	No. of Share holders Voted 2	% of Voting Held 3=(2/1)*100	No. of Votes cast in Favor 4	No. of Votes Cast Against 5	% of Voting Held in Favor 6=(4/2)*100	% of Voting Held Against 7=(5/2)*100
<b>Promoter &amp; Promoter Group</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	6	6	100	6	NIL	100	NIL
	<b>Total</b>	6	6	100	6	NIL	100	NIL
<b>Public-Institutions</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Public-Non Institutions</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	34	34	100	34	NIL	100	NIL
	<b>Total</b>	34	34	100	34	NIL	100	NIL
<b>GRAND TOTAL</b>		<b>40</b>	<b>40</b>	<b>100</b>	<b>40</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>





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## SPECIAL BUSINESS

### 1. RATIFICATION OF COST AUDITORS' REMUNERATION:

Resolution required: (Ordinary/ Special)						Ordinary		
Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category of shareholder	Mode of Voting	No. of Share holders 1	No. of Share holders Voted 2	% of Voting Held 3=(2/1)*100	No. of Votes cast in Favor 4	No. of Votes Cast Against 5	% of Voting Held in Favor 6=(4/2)*100	% of Voting Held Against 7=(5/2)*100
<b>Promoter &amp; Promoter Group</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	6	6	100	6	NIL	100	NIL
	<b>Total</b>	6	6	100	6	NIL	100	NIL
<b>Public-Institutions</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Public-Non Institutions</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	34	34	100	34	NIL	100	NIL
	<b>Total</b>	34	34	100	34	NIL	100	NIL
<b>GRAND TOTAL</b>		<b>40</b>	<b>40</b>	<b>100</b>	<b>40</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>





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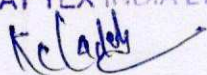
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Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category of shareholder	Mode of Voting	No. of Share holders 1	No. of Share holders Voted 2	% of Voting Held 3=(2/1)*100	No. of Votes cast in Favor 4	No. of Votes Cast Against 5	% of Voting Held in Favor 6=(4/2)*100	% of Voting Held Against 7=(5/2)*100
<b>Promoter &amp; Promoter Group</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	6	6	100	6	NIL	100	NIL
	<b>Total</b>	6	6	100	6	NIL	100	NIL
<b>Public-Institutions</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Public-Non Institutions</b>	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Show of Hands	34	34	100	34	NIL	100	NIL
	<b>Total</b>	34	34	100	34	NIL	100	NIL
<b>GRAND TOTAL</b>		<b>40</b>	<b>40</b>	<b>100</b>	<b>40</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

On Behalf of Board,

Manomay Tex India Limited

For MANOMAY TEX INDIA LTD



**DIRECTOR**

Mr. Kailashchandra Hiralal Laddha

Chairman

[DIN 01880516]