

# Candour Techtex Limited

(Formerly known as Chandni Textiles Engineering Industries Ltd)

Regd Office: 108/109, T.V. Industrial Estate, 52, S.K.Ahira Marg, Worli, Mumbai-400030, Maharashtra, India

Phone:022-24950328; Mobile no.: 9324802995 / 9324802991. Email: [jrgroup@jrmehta.com](mailto:jrgroup@jrmehta.com); [sales@cteil.com](mailto:sales@cteil.com)

CIN: L25209MH1986PLC040119

## CANDOUR TECHTEX LIMITED

**Transcript of the 38<sup>th</sup> Annual General Meeting (“AGM”) of Candour Techtex Limited held at 3.00 PM on Friday, 27<sup>th</sup> September, 2024 through video conferencing**

- **Mr. Jayesh R Mehta- Chairman and Managing Director of the Company:**

Good after-noon, I am **Jayesh R Mehta**, Managing Director and Chairman of the Company and I am attending the Meeting from the registered office of the Company, Mumbai.

I welcome all the Members, Directors & Auditors of the Company who have joined the Meeting.

It is **3:00 P.M.** and the Company Secretary has informed me that the requisite quorum is present for the meeting. The Meeting is called to order.

On behalf of the Company and the Board of Directors, I extend you all a very warm welcome to this 38<sup>th</sup> Annual General Meeting of **Candour Techtex Limited**.

In compliance with the Circulars issued by the Ministry of Corporate Affairs and SEBI, this Meeting is being conducted through Video Conferencing or Other Audio Visual Means without the physical presence of the Members at a common venue, to transact business as specified in the notice of the Meeting. Since the Annual General Meeting is being conducted through Video Conferencing or Other Audio Visual Means, the facility for appointment of proxies by the members will not be available.

The Company has taken all feasible efforts to enable Members to participate through Video Conference and to vote at Annual General Meeting.

The Notice of Annual General Meeting has been sent on **September 04 2024** by electronic mode to those Members whose e-mail addresses are registered with the Company or the Depository Participants in accordance with the Circulars issued by the Ministry of Corporate Affairs and SEBI.

As per the provisions of Section - 101 (4) of the Companies Act, 2013, any accidental omission to give notice to, or the non-receipt of such notice by, any member or other person who is entitled to receive the notice for any Meeting shall not invalidate the proceedings of the Meeting.

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Before we start the Meeting, I would like to apprise you of certain rules to be followed for this Annual General Meeting.

As you are aware, the Meeting is being held through Video Conference means and in compliance with the Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

In Compliance with the relevant provisions of the Companies Act, 2013, Rules made thereunder and SEBI Listing Regulations, the Company has provided the facility to the Members to exercise their right to vote on the business proposed to be transacted at this Annual General Meeting through remote e-voting which was made available **from September 24, 2024 to September 26, 2024**. In order to facilitate voting to those Members, who have not exercised their right to vote through remote e-voting, the Company has also provided facility to vote at this Annual General Meeting through same e-voting platform.

***Mr. Ashutosh Somani , Partner of M/s. S P K G & Co. LLP, Chartered Accountants, has been appointed as the Scrutinizer for remote e-voting and voting at this AGM.***

Having regard to the above, the result of voting along with Scrutinizer's Report, shall be uploaded on the website of the Company within 48 hours of the declaration of results, pursuant to the directions of SEBI and/or Stock Exchange(s) and shall also be submitted to the Stock Exchanges where the equity shares of the company are listed.

The purpose of this Annual General Meeting is to seek approval from our Shareholders through an Ordinary / Special Resolution on specific agenda item of Annual General Meeting.

Now I propose to take up **Ordinary Businesses** of the Meeting, in accordance with the Notice of AGM:

**Item No.1:** To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and the Auditors thereon.

Resolution approving to receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Auditors and Board of Directors thereon has been furnished in the Notice, with your consent, I take the Notice convening this meeting as read.

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**Item No.2:** To appoint a Director in place of Ms. Sharmila Hiralal Amin (DIN: 06770401), who retires by rotation and being eligible offers himself/herself for re-appointment.

Resolution approving to appoint a Director in place of Ms. Sharmila Hiralal Amin (DIN: 06770401), who retires by rotation and being eligible offers herself for re-appointment has been furnished in the Notice, with your consent, I take the Notice convening this Meeting read.

Now I propose to take up the **Special Businesses** of the Meeting, in accordance with the Notice:

- **Ms. Shital S Gurav- Company Secretary of the Company:**

Mr. Jayesh Ramniklal Mehta will vacate the chair for the resolution no 3 being interested person & Mr. Shailesh Sankav hereby requested to take the chair and proceed further.

- **Mr. Shailesh P. Sankav- Chief Financial Officer of the Company:**

**Item No. 3:** Revision in terms of remuneration of Mr. Jayesh Ramniklal Mehta, Chairman and Managing Director of the company.

Resolution approving revision in the remuneration of Mr. Jayesh Ramniklal Mehta, Chairman and Managing Director of the Company has been furnished in the Notice, with your consent; I take the Notice convening this Meetings read.

I do hereby assigned the further proceeding of this meeting to Mr. Jayesh Ramniklal Mehta and request him to resume the chair

- **Mr. Jayesh R Mehta- Chairman and managing Director of the Company:**

**Item No. 4:** Appointment of Mr. Jayesh Bhanushali, as an Independent Director of the Company.

Resolution approving appointment Mr. Jayesh Bhanushali as Independent Director of the Company has been furnished in the Notice, with your consent, I take the Notice convening this Meeting read.

**Item No. 5:** Appointment of Mr. Zareer Dinshaw Colabavala, as an Independent Director of the Company.

Resolution approving appointment Mr. Zareer Dinshaw Colabavala as Independent Director of the Company has been furnished in the Notice, with your consent, I take the Notice convening this Meeting read.

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We now open the floor for Questions & answer session.

I now request moderator to invite and call out the names of Speaker Shareholders who have registered, one by one.

- **Moderator**

We now request 1<sup>st</sup> speaker to speak.

- **The 1st speaker is Mr. Anil Mehta**

Respected Chairman sir, all Directors and my fellow shareholders, good afternoon to all. I have gone through the Annual Report and nothing is left out so I don't have any question to ask. I am supporting all the resolutions of Today's meeting. With this I am thanking you sir.

Now I request our next speaker to unmute their self and speak.

- **The 2<sup>nd</sup> speaker is Mr. Dnyaneshwar K. Bhagwat**

1<sup>st</sup> of all thank you very much for allowing me to speak. Respective Chairman and Directors, myself D K Bhagwat from Mumbai. I am thanking to the Company Secretary for sending soft copy of Annual Report well in advance which is full of knowledge and facts. Thanks to you and your team for doing excellent work. Secondly chairman in opening remark has given all the details so no more question about the financial parts. Thirdly I support all the resolutions. Fourth, I have only one question 'What profit sharing ratio do we expect for coming Financial Years??' Rest for coming festival I wish good luck, thank you very much for patience hearing.

Since there are no speakers left you can continue.

- **Mr. Jayesh R Mehta- Chairman and managing Director of the Company:**

Thank you.

The Company had provided the facility to the Members to register themselves in advance by sending request from their registered email id to express their views/ask questions during the AGM.

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Now those Members, who have not voted through remote e-voting, may cast their votes during next 15 minutes. I authorize the Company Secretary to receive the combined voting results from the Scrutinizer and submit the same to the stock exchanges and also to host on the website of the Company.

All the compliances with respect to the Annual General Meeting have been adhered to by the Company.

Lastly, I thank all the Shareholders for their cooperation and active participation in the proceedings and for their valuable suggestions.

I now announce the conclusion of the 38<sup>th</sup> Annual General Meeting of the Company.

**End of Transcript**