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DSJ COMMUNICATIONS LTD.
(CIN : L22120MH1989PLC054329)

29th September, 2018

To,
The Manager
National Stock Exchange of India Limited
Exchange Plaza, Bandra - Kurla Complex,
Bandra (East), Mumbai - 400 051

Dear Sir,

SYMBOL: DALALSTCOM

Sub.: Proceedings of the 28th Annual General Meeting held on Saturday, 29th September, 2018.


Pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 28th Annual General Meeting (AGM) of the Company held on Saturday, 29th September, 2018 at 11.00 a.m. at Maharashtra Chamber of Commerce, Industry & Agriculture at Kasliwal Board Room, Oricon House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai - 400001.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For DSJ Communications Limited


Vijaysingh Padode
Chairman & Managing Director
DIN: 00393687



Encl.: As stated above.

PROCEEDINGS OF THE 28TH ANNUAL GENERAL MEETING OF THE COMPANY
HELD ON SATURDAY, 29TH SEPTEMBER, 2018

The 28th Annual General Meeting (AGM) of the Members of the Company was convened and duly held on Saturday, 29th September, 2018 at Maharashtra Chamber of Commerce, Industry & Agriculture at Kasliwal Board Room, Oricon House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai - 400 001 as per Notice dated 14th August, 2018 issued by the Company in this regard.

The meeting commenced at 11.00 A.M.

Mr. Vijaysingh Padode, Chairman of the Company, chaired the meeting.

Total 36 (Thirty-six) members were present.

As the requisite quorum was present, Chairman called the meeting to order. The Chairman introduced the Board Members present on the dais. He informed the members present that:

- The Company had received 1 (One) proxy u/s 105 of the Companies Act, 2013 and 4 (Four) representations from bodies corporate u/s 113 of the Companies Act, 2013.
- The Notice convening the AGM and the Annual Report containing the Audited Financial Statements for the Financial Year ended on 31st March, 2018, Board's Report and Auditors' Report thereon along with relevant annexure were duly dispatched to the shareholders by e-mail and courier.
- The relevant Registers under the applicable provisions of the Companies Act, 2013 and the rules made thereunder were laid on the table and were open for inspection during the AGM.
- The meeting was called, conveyed and conducted as per applicable provisions and Secretarial Standards.

The Chairman delivered his Speech to the members present at the meeting and briefed them about the progress of the Company during the financial year 2017-18. With the permission of the shareholders present, he took the notice of the AGM as read.

The Chairman read the qualifications in the Reports of the Statutory Auditors and Secretarial Auditors and the comments of the Board of Directors on the same.

He further informed that:

- As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all



the members were provided with the facility to exercise voting by electronic means through e-voting platform of Central Depository Services Limited (CDSL) on all the resolutions as set out in the Notice of 28th AGM.

- The e-voting period commenced on Wednesday, 26th September, 2018 at 09.00 a.m. and ended on Friday, 28th September, 2018 at 5.00 p.m.
- The Company had also provided facility for voting through Polling Papers to facilitate voting by those members who were present at the AGM, either personally or by proxy and who had not cast their vote earlier through e-voting on all the resolutions as set out in the Notice of AGM.
- The Board of Directors had appointed M/s. Manish Ghia & Associates, Company Secretaries, Mumbai as the scrutinizer to scrutinize the e-voting process and for conducting the Poll by way of Polling Papers in a fair and transparent manner.

The following items of business, as per the Notice of AGM dated 14th August, 2018, were then put to vote through Polling Paper (to be voted by only those shareholders who have not casted their vote earlier through e-voting):

Item No.	Agenda Items	Type of Resolution
1	Adoption of Audited Financial Statements for the year ended 31 st March, 2018 along with Reports of the Board and of the Auditors.	Ordinary
2	Appointment of Mr. Vijaysingh Padode, Director (DIN: 00338514), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3	Re-appointment of M/s. J. D. Jhaveri & Associates, Chartered Accountants, Mumbai (having FRN: 111850W), as Statutory Auditors of the Company to hold the office for a period of 5 (Five) consecutive years from the conclusion of this 28 th Annual General Meeting till the conclusion of the 33 rd Annual General Meeting of the Company to be held for the financial year 31 st March, 2023 and to fix their remuneration.	Ordinary
4	Appointment of Mrs. Sujata Poojari (DIN: 08159263) as an Independent Director of the Company for the term of 5 (Five) year with effect from 1 st July, 2018 to 30 th June, 2023.	Ordinary
5	Approval of related party transactions.	Ordinary
6	Re-appointment of Mr. Nitin Sawant (DIN: 00350449) as an Independent Director of the Company for Second term of 5 (five) consecutive years w.e.f. 1 st April, 2019 to 31 st March, 2024.	Special



Clarifications were provided to the queries raised by the members.

The Scrutinizer locked and sealed the empty Poll box in presence of the members. The members/ proxy shareholders after casting their votes deposited duly filled up Polling Papers in the Poll Box. The Poll box with the Polling Papers was handed over to the Scrutinizer.

The Chairman further informed the members present that the consolidated results of the voting will be declared within 48 hours of the conclusion of the AGM and will be displayed at the Registered Office of the Company situated at 31-A, Noble Chambers, 4th Floor, Janmabhoomi Marg, Fort, Mumbai - 400 001. The same will be available on the Company's website www.dscommunication.com and the website of CDSL viz. www.evotingindia.com and communicated to the Stock Exchanges where the shares of the Company are listed.

After conclusion of the voting process the meeting ended with a vote of thanks to the Chair.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For DSJ Communications Limited



Vijaysingh Padode
Chairman & Managing Director
DIN: 00393687

