31-A, Noble Chambers,
4th Floor, Janmabhoomi Marg,
Fort, Mumbai - 400 001.
Tel: 022-4347 6017
Email ID : compliance.dsj@gmail.com
www.dsjcommunication.com

DSJ COMMUNICATIONS LTD.
(CIN : L22120MH1989PLC054329)

6th September, 2019

To
The Manager – CRD,
BSE Limited
PhirozeJeejeebhoy Towers,
2nd Floor, Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 526677

To
The Manager – Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, BandraKurla Complex,
Bandra (East),
Mumbai – 400 051
SYMBOL: DALALSTCOM

Dear Sir(s),

Sub: Intimation of 29th Annual General Meeting to be held on Monday, 30th September, 2019 and Book Closure.

With reference to the above captioned subject, we wish to inform you that the 29th Annual General Meeting ("AGM") of the Company will be held on Monday, 30th September, 2019 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 – 400 001 to transact the Ordinary and Special Business as set out in the Notice convening the 29th AGM, dated 30th August, 2019. A Copy of the Notice of 29th AGM along with the copy of Attendance Slip and Proxy form is attached with this letter.

Further, pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 24th September, 2019 to Monday, 30th September, 2019 (both days inclusive) for the purpose of AGM. Intimation of book closure in prescribed format is also enclosed herewith.

Kindly take the same on your records.

Thanking You,

Yours faithfully,

For DSJ CommunicationsLimited

DSJ COMMUNICATIONS LTD. MUMBAI

Arvind Manor
Chief Financial Officer

Encl : A/a

31-A, Noble Chambers,
4th Floor, Janmabhoomi Marg,
Fort, Mumbai - 400 001.
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DSJ COMMUNICATIONS LTD.
(CIN : L22120MH1989PLC054329)

Attn. Market Operations Department

Name of the Company: DSJ Communications Limited

Scrip Code	Type of Security	Book Closure		Record date	Purpose
		From	To		
526677	Equity	Tuesday, 24th September, 2019	Monday, 30th September, 2019	N.A.	Annual General Meeting

For DSJ CommunicationsLimited

Arvind Manor
Chief Financial Officer

Encl : A/a

DSJ COMMUNICATIONS LIMITED
CIN: L22120MH1989PLC054329
Regd. Off.: 31-A, Noble Chambers, 4th Floor, Janmabhoomi Marg, Fort, Mumbai – 400 001
Tel: 022 43476012/13, **E-mail:** compliance.dsj@gmail.com,
Website: www.dsjcommunication.com

NOTICE

NOTICE is hereby given that the 29th Annual General Meeting of the members of **DSJ COMMUNICATIONS LIMITED** will be held on Monday, 30th day of September, 2019 at 11 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 – 400 001 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors' and Auditors' thereon.

2. To appoint a Director in place of Mr. Sanjay Padode, Director (DIN: 00338514), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **APPOINTMENT OF MR. GANESH PAWAR AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT Mr. Ganesh Pawar (DIN: 07547400), who was appointed as an Additional (Independent) Director of the Company with effect from 14th November, 2018 pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ('the Act') read with Companies (Appointment and Qualification of Directors) Rules, 2014 and in accordance with the provisions of Articles of Association of the Company and who holds office as such upto the date of this ensuing Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from a member as required under Section 160 of the Act signifying his intention to propose the candidature of Mr. Ganesh Pawar for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act and Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act (including any statutory modifications or re-enactments thereon for the time being in force) to hold office for a term of 5 (five) years i.e. up to 13th November, 2023, who shall not be liable to retire by rotation."

4. **APPOINTMENT OF MR. SANJAY PADODE AS MANAGING DIRECTOR OF THE COMPANY:**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule V to the Act and Articles of Association of the Company, Mr. Sanjay Padode (DIN: 00338514) be and is hereby appointed as a Managing Director, designated as Chairman & Managing Director of the Company, for a term of 5 (five) years w.e.f. 30th August, 2019 without any remuneration and the period of his office shall be liable to determination by retirement of directors by rotation and the Board of Directors be and is hereby authorised to alter and vary such terms of appointment as may be agreed to by the Board of Directors and Mr. Sanjay Padode.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. **APPROVAL FOR RELATED PARTY TRANSACTIONS:**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meetings of Board and its Power) Rules, 2014 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members of the Company be and is hereby accorded to continue/enter into following material related party transactions in which directors of the Company are interested as per details given below:

Name of the Related Parties	Nature of Transaction	Approximate Value of Transaction (₹ In Lakhs)		
		01.10.2019 to 31.03.2020	2020-21	2021-22
New Bonanza Impex Private Limited	Borrowings	1000	1000	1000
	Income from Research of Company Data	20	20	20
Centre for Developmental Education	Commission on advertisement	25	25	25
	Income from Research of Company Data	20	20	20
DSIJ Private Limited	Commission on advertisement	25	25	25
	Income from Research of Company Data	20	20	20
Get Ahead Education Limited	Commission on advertisement	25	25	25
	Income from Research of Company Data	20	20	20
Mr. Sanjay Padode, Chairman & Managing Director and Promoter of the Company.	Borrowings	20	20	20

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors

Sanjay Padode
Chairman & Managing Director
DIN: 00338514

Place: Mumbai
Date: 30th August, 2019

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE, IN CASE OF POLL ONLY, ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES, IN ORDER TO BE VALID, SHOULD BE DULY COMPLETED, STAMPED AND SIGNED AND MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A person can act as Proxy on behalf of member(s) not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights provided that a member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or member.

2. The Statement pursuant to Section 102 of the Companies Act, 2013 in respect of special business is annexed hereto and forms part of this notice.

3. Members/Proxies are requested to bring duly filled in Attendance Slip along with their copy of Annual Report at the Annual General Meeting (AGM). Corporate members are requested to send duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote at the Annual General Meeting (including through e-voting).

4. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

5. Brief resume of the Director proposed to be appointed/re-appointed at the ensuing Annual General Meeting in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), is annexed to the Notice. The Company is in receipt of relevant disclosures/consents from the Directors pertaining to their appointment/re-appointment.

6. Pursuant to provisions of Section 91 of the Companies Act, 2013 and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members & Share Transfer Books of the Company will remain closed from Tuesday, 24th September, 2019 to Monday, 30th September, 2019 (both days inclusive) for the purpose of ensuing Annual General Meeting.

7. The Register of Directors and Key Managerial Personnel and their Shareholdings, maintained under Section 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 are open for inspection at the Registered Office of the Company during the business hours on all working days, between 11.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting and will be open for inspection during the Annual General Meeting also.

8. Members holding shares in physical form are requested to notify immediately any change in their address or bank mandates to the Company/Registrar & Share Transfer Agents (RTA) quoting their Folio Number and Bank Account Details alongwith self-attested documentary proof. Members holding shares in the electronic form may update such details with their respective Depository Participants.

9. In terms of SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018 read with the SEBI press release PR No.: 51/2018 dated 3rd December, 2018, effective from 1st April, 2019, Company's shares can be transferred in dematerialized form only. Hence members, who hold shares in physical form, are requested to dematerialize their shares, so they can transfer their shares in future, if so desire.

10. Members holding shares in identical order of names in one or more than one folio are requested to write to the Company / RTA enclosing their Share Certificates to enable the Company to consolidate their holdings in one folio to facilitate better services.

11. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID for easier identification of attendance at the meeting.

12. Members desirous of getting any information about the accounts and operations of the Company are requested to address their queries to the Compliance Officer at the registered office of the Company at least seven days in advance of the meeting to enable the Company to provide the information required at the meeting.

13. Members are requested to bring their original photo ID (like PAN Card, Aadhar Card, Voter Identity Card, etc., having photo identity) while attending the meeting.

14. The Equity shares of the Company are listed at BSE Limited and National Stock Exchange of India Limited.

15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their respective PAN details to their respective Depository Participants with whom they have their demat account(s). Members holding shares in physical form can submit their PAN details to the RTA of the Company – M/s. Sharex Dynamic (India) Private Limited.

16. Non-Resident Indian members are requested to inform the Company's RTA, immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, IFSC and MICR Code, as applicable, if such details were not furnished earlier.

17. To comply with the provisions of Section 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rules, 2014, the Company is required to update its database by incorporating some additional details of its members.

    Accordingly members are requested to kindly submit their e-mail ID and other details vide the e-mail updation form attached in this Annual Report. The same could be done by filling up and signing at the appropriate place in the said form and returning the same by post.

    The e-mail ID provided shall be updated subject to successful verification of their signatures as per record available with the RTA of the Company.

18. The Notice of the 29th Annual General Meeting and instructions for e-voting along with the Attendance Slip and Proxy Form are being sent by electronic mode to all members whose email addresses are registered with the Company / Depository Participant(s) unless a member has requested for hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents is being sent by courier. Members

may also note that 29th Annual Report for the Year 2018-19 is also available on the website of the Company at www.dsjcommunication.com.

19. Route Map for the venue of the ensuing Annual General Meeting of the Company is appearing at the end of the Annual Report.

20. Information Relating to E-Voting process:

In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations and Secretarial Standard on General Meetings (SS2) issued by the ICSI, the Company is pleased to provide e-voting facility to its members to cast their vote electronically on the resolutions mentioned in the Notice of the 29th Annual General Meeting (AGM) of the Company dated 30th August, 2019. The members may cast their vote using an electronic voting system from a place other than the venue of the meeting. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as agency to provide the e-voting facility.

The facility for voting through polling paper shall also be made available at the venue of the 29th AGM. The members who have already cast their vote through e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM. In case, members cast their vote through both the modes, voting done by remote e-voting shall be considered and vote cast through polling paper shall be treated as invalid.

The Company has appointed M/s. Manish Ghia & Associates, Company Secretaries, Mumbai as the Scrutinizer to scrutinize the e-voting and the voting process at the AGM in a fair and transparent manner. In terms of requirements of the Companies Act, 2013 and the relevant Rules, the Company has fixed Monday, 23rd September, 2019 as the ‘Cut-off Date’. The e-voting /voting rights of the shareholders/ beneficial owners shall be reckoned on the equity shares held by them as on the Cut-off Date i.e. Monday, 23rd September, 2019 only. E-voting is optional.

The e-voting facility is available at the link www.evotingindia.com.

(A) Procedure/ Instructions for e-voting are as under:

(i) The voting period begins on Friday, 27th September, 2019 (09.00 a.m.) and ends on 29th, September, 2019 (05.00 p.m.). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, 23rd September, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 5.00 pm on Sunday, 29th September, 2019. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on “Shareholders/ Members” to cast vote.

(v) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
	• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. (Sequence Number is printed on address sticker)
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
	• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) If members are holding shares in Demat form and logged on to www.evotingindia.com and casted vote earlier for EVSN of any company then the existing login id and password are to be used.

(xiii) Click on the EVSN for "DSJ Communications Limited" on which you choose to vote.

(xiv) On the voting page, members will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that the member assents to the Resolution and option NO implies that the member dissents to the Resolution.

(xv) Click on the "RESOLUTIONS FILE LINK" if member wish to view the entire Resolution details.

(xvi) After selecting the resolution, the member decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If member wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xvii) Once the members "CONFIRM" their vote on the resolution, you will not be allowed to modify their vote.

(xviii) Members can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xix) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xx) Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. i Phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xxi) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

These details and instructions form an integral part of the Notice for the Annual General Meeting to be held on Monday, 30th September, 2019.

(B) General:

(i) In case you have any queries or issues regarding e-voting, members may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

(ii) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Monday, 23rd September, 2019.

(iii) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Monday, 23rd September, 2019, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.

(iv) However, if members are already registered with CDSL for e-voting then they can use their existing user ID and password for casting the vote. If they forget their password, they can reset their password by using “Forgot User Details/Password” option available on www.evotingindia.com.

(v) A member may participate in the AGM even after exercising his right to vote through e-voting but shall not be allowed to vote again at the AGM.

(vi) The facility of voting through polling papers shall also be made available at the venue of the 29th AGM for all those members who are present at the AGM but have not cast their votes by availing the e-voting facility.

(vii) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of e-voting as well as voting at the AGM through polling paper.

(viii) In case, shareholders cast their vote through both e-voting and voting through polling paper, then vote casted through e-voting shall be considered and vote casted through polling paper shall be treated as invalid.

(ix) M/s. Manish Ghia & Associates, Company Secretaries, Mumbai has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and e-voting process in a fair and transparent manner.

(x) The Scrutinizer shall after scrutinizing the votes cast at the meeting through polling papers and e-voting, not later than 48 hours of conclusion of voting at the meeting, make a consolidated scrutinizer’s report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer’s report shall be placed on the website of the company www.dsjcommunication.com and on the website of the CDSL www.evotingindia.com. The results shall also be immediately forwarded to the Stock Exchanges.

STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO: 3

Mr. Ganesh Pawar has been appointed as an Additional (Independent) Director of the Company for a term of 5 (five) consecutive years with effect from 14th November, 2018, subject to approval of shareholders at the ensuing Annual General Meeting. He has vast knowledge and expertise in the field of financial services and information vending.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Ganesh Pawar holds office as such up to the date of this ensuing Annual General Meeting. In accordance with the provisions of Section 149 read with Schedule IV to the Companies Act, 2013 ("the Act"), an Independent Director can be appointed for a term of 5 (five) consecutive years and shall not be liable to retire by rotation.

Mr. Ganesh Pawar has given requisite declaration pursuant to Section 149(7) of the Act, to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act. The Company has also received notice from a member as per the provisions of Section 160 of the Act, proposing his candidature for the office of Independent Director. Further, he is not disqualified from being appointed as director in terms of Section 164 of the Act and has given his consent to act as such.

In the opinion of the Board, Mr. Ganesh Pawar fulfills the conditions specified in the Act, the Rules made there under and Listing Regulations for appointment as an Independent Director and he is independent of the management. The Nomination & Remuneration Committee has also recommended his appointment as an Independent Director for a term of 5 (five) consecutive years.

Brief resume of Mr. Ganesh Pawar as stipulated under Regulation 36(3) of Listing Regulations and SS-2 issued by the ICSI forms part of the Notice. The draft letter of appointment is available for inspection to members at the Registered Office of the Company between 11.00 a.m. to 1.00 p.m. on all working days of the Company.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail the expertise of Mr. Ganesh Pawar as an Independent Director.

The Board recommends the Ordinary Resolution as set out at Item No. 3 of the Notice for approval of the shareholders.

Mr. Ganesh Pawar is not holding any shares in the Company. Except Mr. Ganesh Pawar, being an appointee, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the said resolution.

ITEM NO: 4

Mr. Sanjay Padode is the son of late Mr. Vijaysingh Padode, former Chairman & Managing Director of the Company. With the sad demise of Mr. Vijaysingh Padode on 13th August, 2019, it was decided that Mr. Sanjay Padode took over the control of the Company's management. Based on recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting held on 30th August, 2019, decided to appoint Mr. Sanjay Padode, Non-Executive Director of the Company as the Chairman & Managing Director of the Company for a term of 5 years with effect from 30th August, 2019 to 29th August, 2024 without any remuneration, and whose period of office shall be liable to retirement by rotation.

Mr. Sanjay Padode is aged 54 years has vast experience in print and media industries and also specialized in IT Skills and has worked on large projects like implementing paperless offices, Office automation and workflow management.

The Board recommends the Ordinary Resolution as set out at Item No. 4 of the Notice for approval of the shareholders.

Except Mr. Sanjay Padode, being the appointee, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the said resolution.

ITEM NO. 5

The Company proposes to enter into informal agreements with M/s. New Bonanza Impex Private Limited, M/s. DSIJ Private Limited, M/s. Get Ahead Education Limited, Associate Companies and M/s. Centre for Developmental Education, Trust in which Directors of the Company are interested for providing services for the period of three years effective from 01st October, 2019 to 31st March, 2022.

Also, the Company proposes to obtain loans from M/s. New Bonanza Impex Private Limited, an entity where Directors and Promoters have significant influence as per the applicable Accounting Standards and from Mr. Sanjay Padode, Chairman & Managing Director and Promoter of the Company as and when required.

The Company intends to revise the monetary value of said transactions for the upcoming years, for which Company proposes to enter into arrangements w.e.f. 1st October, 2019.

As per the provisions of Section 188 of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 and provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of members by Ordinary Resolution is required for all material related party transaction(s).

Currently, the Company is not carrying any profitable business. Hence, the turnover of the Company is less since quite some years. The Company obtains loan for making the payment of day to day administrative expenses. Hence, all transactions of the Company with its related parties are in ordinary course of business and at arms' length basis and being material in nature, per se, require approval of the unrelated shareholders of the Company in a general meeting by an Ordinary Resolution.

The details regarding proposed agreements with the said parties are as follows:

a.	Name of the related party	M/s. DSIJ Pvt. Ltd.	M/s. New Bonanza Impex Pvt. Ltd.	M/s. Get Ahead Education Limited	Centre for Developmental Education	Mr. Sanjay Padode
b.	Name of Director and KMP interested	Mr. Sanjay Padode Mr. Rajesh Padode	Mr. Sanjay Padode Mr. Rajesh Padode	Mr. Sanjay Padode Mr. Rajesh Padode	Mr. Sanjay Padode Mr. Rajesh Padode	N.A.
c.	Nature of Relationship	Entity where Directors and Promoters have significant influence as per the applicable Indian Accounting Standards	Entity where Directors and Promoters have significant influence as per the applicable Indian Accounting Standards	Entity where Directors and Promoters have significant influence as per the applicable Indian Accounting Standards	Entity where Directors and Promoters have significant influence as per the applicable Indian Accounting Standards	Chairman & Managing Director and Promoter
d.	Nature of contract	Commission on Advertisement and Income from Research of Company Data	Borrowings and Income from Research of Company Data	Commission on Advertisement and Income from Research of Company Data	Commission on Advertisement and Income from Research of Company Data	N.A.
e.	Terms of contract	1st October, 2019 to 31st March, 2022.	1st October, 2019 to 31st March, 2022.	1st October, 2019 to 31st March, 2022.	1st October, 2019 to 31st March, 2022.	1st October, 2019 to 31st March, 2022.
f.	Monetary Value	**Commission on advertisement** 1. 01.10.2019 to 31.03.2020 – ₹ 25 lakhs 2. 2020-21 – ₹ 25 lakhs 3. 2021-22- ₹25 lakhs **Income from Research of Company Data** 1. 01.10.2019 to 31.03.2020 – ₹ 20 lakhs 2. 2020-21 – ₹ 20 lakhs 3. 2021-22- ₹ 20 lakhs	**Borrowings** 1. 01.10.2019 to 31.03.2020 – ₹ 1000 lakhs 2. 2020-21 – ₹ 1000 lakhs 3. 2021-22-₹1000 lakhs **Income from Research of Company Data** 1. 01.10.2019 to 31.03.2020 – ₹ 20 lakhs 2. 2020-21 – ₹ 20 lakhs 3. 2021-22- ₹20 lakhs	**Commission on advertisement** 1. 01.10.2019 to 31.03.2020 – ₹ 25 lakhs 2. 2020-21 – ₹ 25 lakhs 3. 2021-22- ₹25 lakhs **Income from Research of Company Data** 1. 01.10.2019 to 31.03.2020 – ₹ 20 lakhs 2. 2020-21 – ₹ 20 lakhs 3. 2021-22- ₹ 20 lakhs	**Commission on advertisement** 1. 01.10.2019 to 31.03.2020 – ₹ 25 lakhs 2. 2020-21 – ₹ 25 lakhs 3. 2021-22-₹25 lakhs **Income from Research of Company Data** 1. 01.10.2019 to 31.03.2020 – ₹ 20 lakhs 2. 2020-21 – ₹ 20 lakhs 3. 2021-22-₹20 lakhs	**Borrowings** 1. 01.10.2019 to 31.03.2020 – ₹ 20 lakhs 2. 2020-21 – ₹ 20 lakhs 3. 2021-22 - ₹20 lakhs
g.	Any other relevant information	The above related party transactions will be done at prevailing market price which will be at an arm's length basis.				

The above transactions were approved by the Audit Committee at its meeting held on 14th August, 2019 and is recommended by the Board of Directors vide resolution passed at its meeting held on 14th August, 2019 to the unrelated shareholders of the Company for their approval.

The Board recommends the Ordinary Resolution as set out at item no. 5 to the Notice for approval of the members.

Except, Mr. Sanjay Padode, Chairman & Managing Director of the Company and Mr. Rajesh Padode, relative of Directors, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the said resolution.

By Order of the Board of Directors

Sanjay Padode
Chairman & Managing Director
DIN: 00338514

Place: Mumbai
Date: 30th August, 2019

In pursuance of the Regulation 36(3) of Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), details of Director seeking appointment at the ensuing Annual General Meeting are as follows:

Name of Director	Mr. Sanjay Padode	Mr. Ganesh Pawar
DIN	00338514	07547400
Date of Birth (Age)	31st August, 1965 (54 years)	04th December,1983 (35 years)
Nationality	Indian	Indian
Date of appointment as Director	11th June, 2011	14th November, 2018
Designation	Managing Director	Independent Director
Qualification	Master in Science (Math) and Bachelor of Engineering (B.E.)	M.B.A and Bachelor of Commerce (B.Com)
Experience/Expertise	He is specialized in IT Skills and has worked on large projects like implementing paperless offices, Office automation and workflow management.	He is having experience of more than 11 years in business of finance.
Terms and Conditions of appointment	Appointment as Managing Director liable to retire by rotation without any remuneration for a period of five years w.e.f. 30th August, 2019	Appointment as Independent Director for a period of five years w.e.f. 14th November, 2018 to 13th November, 2023
Number of Meetings of the Board attended during the year	5 (Five)	1 (One)
Justification for choosing the appointees for appointment as Independent Directors	NA	He has vast knowledge and expertise in the field of financial services and information vending which may be valuable to the Company.
Shareholding in the Company (Equity Shares of Re. 1/- each)	29,37,200 (3.71%) Equity Shares	NIL
List of directorships held in other Companies	1. Sphere Agrotech Limited 2. Dalal Street Press Limited 3. New Bonanza Impex Private Limited 4. Get Ahead Education Limited 5. Nine Media And Information Services Limited 6. Dataline And Research Technologies (India) Limited 7. Home Catering Services Private Limited 8. DSIJ Private Limited 9. Resolute Resource Solutions Private Limited 10. Tanveer Land Developers Private Limited 11. Artha Real Estate Corporation Limited 12. VijayBhoomi Education Foundation 13. Dalal Street Credit Capital Limited	1. Akkadian Commercial And Agencies Private Limited 2. Shree Ramdeoji Holdings And Leasing Private Limited 3. Laxmivijay Farms Private Limited 4. Laxmi Agrotech Private Limited
List of Chairmanship and Membership in Other Companies	NIL	NIL
Relationship with existing Directors of the company	Not related	Not related

DSJ COMMUNICATIONS LIMITED
CIN: L22120MH1989PLC054329
Regd. Off.: 31-A, Noble Chambers, 4th Floor, Janmabhoomi Marg, Fort – 400 001
Tel: 022 43476012/13, E-mail: compliance.dsj@gmail.com; Website: www.dsjcommunication.com

FOR KIND ATTENTION OF SHAREHOLDERS

Dear Shareholders,

As per the provisions of Section 88 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014, the Company needs to update its 'Register of Members' to incorporate certain additional details, as are required under the said provisions. Further, as per the "Green Initiative in the Corporate Governance" initiated by the Ministry of Corporate Affairs (MCA), vide its Circular No. 17/2011 dated 21/04/2011, the Company proposes to send all the notices, documents including Annual Report in electronic form to its members.

We, therefore request you to furnish the following details for updation of Register of Members and enable the Company to send all communication to you through electronic mode:

Folio No.	
Name of the Shareholder	
Name of Joint holders, if any	
Father's/Mother's/Spouse's Name	
Address (Registered Office Address in case the Member is a Body Corporate)	
E-mail Id	
PAN or CIN	
UIN (Aadhar Number)	
Occupation	
Residential Status	
Nationality	
In case member is a minor, name of the guardian	
Date of birth of Minor	

Place: _________________

Date: __________________

____

Signature of the Member

Kindly submit the above details duly filled in and signed at the appropriate place to the Registrar & Share Transfer Agent of the Company viz. **"Sharex India Dynamic Private Limited, C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai – 400 083"**. Member(s) are requested to submit photocopy of PAN card and Aadhar Card duly self-attested along with this form.

The E-mail ID provided shall be updated subject to successful verification of your signature. The members may receive Annual Reports in physical form free of cost by post by making request for the same.

Thanking you,
For DSJ Communications Limited

Sanjay Padode
Chairman & Managing Director
DIN: 00338514

Place: Mumbai
Date: 30th August, 2019

DSJ COMMUNICATIONS LIMITED
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FORM NO. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

29TH ANNUAL GENERAL MEETING ON 30TH SEPTEMBER, 2019

Name of the members (s)	
Name(s) of the Joint Holder, if any:	
Registered address	
E-mail Id	
Foilo No./DP ID*/Client ID	
(*Applicable to investors holding shares in Dematerialized Form	

I/We being a member(s) of …………… Shares of the above named Company hereby appoint:

(1) Name ……………………………………………………………………………………………

Address ……………………………………………………………………………………………

Email id: ……………………………………….. Signature: ……………………………., or failing him/her;

(2) Name ……………………………………………………………………………………………

Address ……………………………………………………………………………………………

Email id: ……………………………………….. Signature: ……………………………., or failing him/her;

(3) Name ……………………………………………………………………………………………

Address ……………………………………………………………………………………………

Email id: ……………………………………….. Signature: ……………………………………………

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29th Annual General Meeting of the Company to be held on Monday, 30th September, 2019 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 and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

Item No.	Description of the Resolution	Vote (Optional see Note 2) (Please mention no. of share)		
	Ordinary Business:	**For**	**Against**	**Abstain**
1	Ordinary Resolution for adoption of Audited Financial Statements of the Company, for the year ended 31st March, 2019 along with the Reports of the Board and of the Auditors thereon.			
2	Ordinary Resolution for appointment of a Director in the place of Mr. Sanjay Padode, Director who retires by rotation and being eligible, offers himself for re-appointment.			
	Special Business:			
3	Ordinary Resolution for appointment of Mr. Ganesh Pawar (DIN: 07547400) as an Independent Director of the Company for a term of 5 (five) years with effect from 14th November, 2018 to 13th November, 2023.			
4	Ordinary Resolution for appointment of Mr. Sanjay Padode as Managing Director of the Company for a period of 5 years w.e.f. 30th August, 2019.			
5	Ordinary Resolution for approval of related party transactions.			

Signed this …………. day of ………..…………., 2019

Signature of Member …………………………………...

Signature of Proxy holder(s) ……………………………….

Affix Revenue Stamp Re.0.15

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deemed appropriate.

DSJ COMMUNICATIONS LIMITED
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ATTENDANCE SLIP
29TH ANNUAL GENERAL MEETING ON 30TH SEPTEMBER, 2019

Registered Folio/	
DP ID & Client ID	
Name and address of shareholder(s)	
Joint Holder 1	
Joint Holder 2	
Number of Equity shares held	

I/we hereby record my/our presence at the 29th Annual General Meeting of the members of the Company held at Maharashtra Chamber of Commerce, Industry & Agriculture at Kasliwal Board Room, Oricon House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai – 400001 on Monday, 30th September, 2019 at 11.00 a.m.

…………………….................................…… ……………………………….....

Member's/Proxy's name (in Block Letters) Member's/Proxy's Signature

- Cut Here -

Notes:

1. Please fill in the Folio/DP ID-Client ID No., name and sign this Attendance Slip and hand it over at the Attendance Verification Counter at the **ENTRANCE OF THE MEETING HALL**.
2. Please read the instructions for remote e-voting given along with Annual Report. The remote e-voting period starts from Friday, 27th September, 2019 (9.00 a.m.) and ends on Sunday, 29th September, 2019 (5.00 p.m.). The voting module shall be disabled by CDSL for remote e-voting thereafter.

ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	User ID	PAN/Sequence Number

The Route Map for the venue of the AGM is given below.