

<b>MSEI Symbol</b>	
Scrip code	521151
NSE Symbol	
MSEI Symbol	
ISIN	INE953D01016
Name of the entity	DHANLAXMI FABRICS LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Yearly
Date of Report	31-03-2018
Risk management committee	Not Applicable

<b>Annexure I</b>	
<b>Annexure I to be submitted by listed entity on quarterly basis</b>	
<b>I. Composition of Board of Directors</b>	
Disclosure of notes on composition of board of directors explanatory	
Is there any change in information of board of directors compare to previous quarter	No

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	Yes

<b>Audit Committee Details</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00017670	DURGESH KUMAR KABRA	Non-Executive - Independent Director	Chairperson	
2	01520083	JAYASHREE IYER	Non-Executive - Independent Director	Member	
3	01877324	GOPAL MOHTA	Non-Executive - Independent Director	Member	
4	00002907	RAMAUTAR SOHANLAL JHAWAR	Non-Executive - Non Independent Director	Member	

<b>Nomination and remuneration committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00017670	DURGESH KUMAR KABRA	Non-Executive - Independent Director	Chairperson	
2	01520083	JAYASHREE IYER	Non-Executive - Independent Director	Member	
3	01877324	GOPAL MOHTA	Non-Executive - Independent Director	Member	
4	00002907	RAMAUTAR SOHANLAL JHAWAR	Non-Executive - Non Independent Director	Member	

<b>Stakeholders Relationship Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	01520083	JAYASHREE IYER	Non-Executive - Independent Director	Chairperson	
2	00002907	RAMAUTAR SOHANLAL JHAWAR	Non-Executive - Non Independent Director	Member	
3	01877324	GOPAL MOHTA	Non-Executive - Independent Director	Member	
4	00002908	MAHESH SOHANLAL JHAWAR	Executive Director	Member	

<b>Risk Management Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

<b>Corporate Social Responsibility Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks



<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

<b>Annexure 1</b>			
<b>Annexure 1</b>			
<b>III. Meeting of Board of Directors</b>			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	17-11-2017		
2		01-02-2018	75

<b>Annexure 1</b>							
<b>IV. Meeting of Committees</b>							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	01-02-2018	Yes	4	17-11-2017	75	

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	BHAVIIKA JAIN
2	Designation	Company Secretary and Compliance Office

<b>Text Block</b>	
Textual Information(1)	Our paid up capital is less than Rs.10 cr and Net worth is less than 25 Cr, therefore requirement of Corporate Governance as notified in Regulation 15(2) of the SEBI (LODR) regulation, 2015 not applicable to us.  We are filing Corporate Governance report Voluntarily.

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="http://dfi.net.in/profile.html">http://dfi.net.in/profile.html</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://dfi.net.in/company-profile.html">http://dfi.net.in/company-profile.html</a>
3	Composition of various committees of board of directors	Yes		<a href="http://dfi.net.in/manage.html">http://dfi.net.in/manage.html</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://dfi.net.in/company-profile.html">http://dfi.net.in/company-profile.html</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://dfi.net.in/company-profile.html">http://dfi.net.in/company-profile.html</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="http://dfi.net.in/company-profile.html">http://dfi.net.in/company-profile.html</a>
7	Policy on dealing with related party transactions	Yes		<a href="http://dfi.net.in/company-profile.html">http://dfi.net.in/company-profile.html</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="http://dfi.net.in/company-profile.html">http://dfi.net.in/company-profile.html</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="http://dfi.net.in/company-profile.html">http://dfi.net.in/company-profile.html</a>



<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://dfl.net.in/manage.html">http://dfl.net.in/manage.html</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="http://dfl.net.in/manage.html">http://dfl.net.in/manage.html</a>
12	Financial results	Yes		<a href="http://dfl.net.in/financial-result.html">http://dfl.net.in/financial-result.html</a>
13	Shareholding pattern	Yes		<a href="http://dfl.net.in/share_hold_patt.html">http://dfl.net.in/share_hold_patt.html</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]				Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	<p>Our paid up capital is less than Rs.10 cr and Net worth is less than 25 Cr, therefore requirement of Corporate Governance as notified in Regulation 15(2) of the SEBI (LODR) regulation, 2015 not applicable to us.</p> <p>We are filing Corporate Governance report Voluntarily.</p>

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	NA	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

<b>Annexure II</b>		
1	Name of signatory	
2	Designation	

<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

<b>Annexure II</b>		
1	Name of signatory	MRS. BHAVIIKA JAIN
2	Designation	Company Secretary and Compliance Office



<b>Signatory Details</b>	
Name of signatory	MRS. BHAVIIKA JAIN
Designation of person	Company Secretary and Compliance Office
Place	MUMBAI
Date	06-04-2018

