



FASHIONS LIMITED
A Govt. Recognised Export House

Men's fashion technology

August 31, 2024

To
General Manager
Department of Corporate Services
BSE Limited
Phiroze, Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
Scrip Code: 521206

Sub: Outcome of Board Meeting held today i.e. Saturday, August 31, 2024 pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sir/Madam,

Pursuant to the provisions of Regulation 30 read with schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions, if any, please note that the Board of Directors of the Company at its meeting held on today, i.e. **Saturday, August 31, 2024**, have inter-alia consider, approve and taken on record the following matters:

- 1) Approval of Notice of 31st Annual General Meeting of the Members of the Company to be held on **Saturday, September 28, 2024** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") as per the relevant circulars of Ministry of Corporate Affairs and SEBI. The Notice of AGM notice Complete Annual report will be submitted to stock exchange simultaneously when it will be circulated to Members of the Company.
- 2) Director's Report together with its annexures, including Corporate Governance Report, Management Discussion and Analysis Report for the financial year 2023-24.
- 3) **Appointment of Additional Director (Non- Executive, Independent):** Mrs. Pankila (DIN: 10752243) has been appointed as an Additional Director (Non-Executive, Independent) on the board of the Company with effect from 31st August, 2024 for a period of 5 years, pursuant to Section 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, subject to the approval of shareholders at the ensuring Annual General Meeting of the Company.

A brief profile of Mrs. Pankila is attached herewith as **Annexure- A**.

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- 4) **Appointment of Additional Director (Non- Executive, Independent):** Ms. Shweta Gautam (DIN: 10679234) has been appointed as an Additional Director (Non-Executive, Independent) on the board of the Company with effect from 31st August, 2024 for a period of 5 years, pursuant to Section 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.
A brief profile of Ms. Shweta Gautam is attached herewith as **Annexure- B**.
- 5) Appointment of Debananda Nayak, Company Secretary in Practice, as Internal Auditor of the Company for the financial year 2024-25. Further details are given under **Annexure- C**.
- 6) Appointment of M/S DMK Associates, Company Secretaries in Practice, as Secretarial Auditors of the Company for the financial year 2024-25. Further details are given under **Annexure-D**.

We further wish to inform you that the Board Meeting held on today commenced at 01:00 PM and concluded at 02:30 PM.

Kindly take the same on your official record.

With Best Regards,

For & on behalf of the Board
For SAMTEX FASHIONS LIMITED

RINKI RANI
Company Secretary
(M. No. A51516)

Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed:

II. For Mrs. Pankila (DIN: 10752243)

S. No.	Particular/ Requirement	Details
1	Reason for change i.e. Appointment / Re-appointment	Appointment
2	Date of Appointment/ Re-appointment	Mrs. Pankila (DIN: 10752243) is appointed as Additional Independent Director (Non-Executive) on the Board of the Company for a term of five (5) years w.e.f. 31 st August, 2024 subject to the approval of the members of the Company at the ensuring Annual General Meeting.
3	Qualification	Company Secretary, Masters in Commerce & Law Graduate.
4	Brief Profile	She is a Company Secretary and LLB Professional with more than 8 years of professional oriented, cross-functional experience ranging from Consulting, Company Affairs including MCA, ROCs, RD and NCLT etc.
5	Shareholding in the Company as on 31 st March, 2024: Equity shares in numbers	NIL
6	List of Directorship held in other Companies as on 31 st March, 2024.	NIL
7	Chairman/ member of the Committees of the Board of Public Companies on which he is a Director as on 31 st March, 2024	NIL
8	Disclosure of Relationship between Directors	NONE

Annexure-B

Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed:

III. For Ms. Shweta Gautam (DIN: 10679234)

S. No.	Particular/ Requirement	Details
1	Reason for change i.e. Appointment / Re-appointment	Appointment
2	Date of Appointment/ Re-appointment	Ms. Shweta Gautam (DIN: 10679234) is appointed as Additional Independent Director (Non-Executive) on the Board of the Company for a term of five (5) years w.e.f. 31 st August, 2024 subject to the approval of the members of the Company at the ensuing Annual General Meeting.
3	Qualification	B.Tech Graduate in Information Technology
4	Brief Profile	She is a B.Tech Graduate in Information Technology. She is a former Civil Service aspirant with a diverse background in the field of digital marketing as well as business development. She has been closely associated with multiple volunteer activities through various NGOs in and around NCR region. She had been actively involved in her Family business with over 3 years of experience in managing operations, budgeting, and coordinating various activities such as marketing. She is also an Independent Director in a Public Limited Company.
5	Shareholding in the Company as on 31 st March, 2024: Equity shares in numbers	NIL
6	List of Directorship held in other Companies as on 31 st March, 2024.	NIL
7	Chairman/ member of the Committees of the Board of Public Companies on which he is a Director as on 31 st March, 2024	NIL
8	Disclosure of Relationship between Directors	NONE

Annexure-C

Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed:

IV. For Mr. Debananda Nayak (Internal Auditor)

S. No.	Particular/ Requirement	Details
1	Reason for change i.e. Appointment / Re-appointment	Re-appointment
2	Date of Appointment/ Re-appointment	31 st August, 2024 for the Financial Year 2024-2025
3	Brief Profile	Mr. Debananda Nayak, Company Secretary in Practice having experience of more than a decade and is well versed in the field of Internal Audit Functions.
4	Disclosure of Relationship between Directors	NONE

Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed:

V. For M/S DMK Associates, Company Secretary in Practice (Secretarial Auditor)

S. No.	Particular/ Requirement	Details
1	Reason for change i.e. Appointment / Re-appointment	Appointment
2	Date of Appointment/ Re-appointment	31 st August, 2024 for the Financial Year 2024-2025
3	Brief Profile	DMK Associates (DMK), a peer reviewed firm of Practicing Company Secretaries registered with the Institute of Company Secretaries of India (ICSI), has over the years made headway and is one of the most reputed firms amongst professionals and several large corporations and multinationals. The firm, with experienced professionals and having close association with leading law firms, audit firms, tax consultants and advocates, merchant bankers, renders wide range of appropriate and feasible services and solutions to its clients in the most efficient and effective manner.
4	Disclosure of Relationship between Directors	NONE