



CIN: L67120TZ1994PLC005030

Shop No. 2, First Floor, Building No. 45-47, Pavalam Street, Big Bazaar, Coimbatore – 641001.
Email – info@djsstocks.com djss2011@gmail.com Website – www.djsstocks.com

Date: 29th September, 2018

To,
BSE Limited
Corporate Relation Department,
Phiroze Jeejeebhoy Towers,
Dalai Street, Fort,
Mumbai - 400 001.

Script Code: 511636

Sub: Disclosure under Regulation 30(2) – Schedule III – Part A (13) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Proceedings of the 24th Annual General Meeting (AGM) held on Saturday, 29th September, 2018.

Dear Sir,

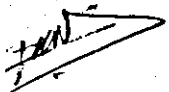
The 24th Annual General Meeting of DJS Stock And Shares Limited was held on Saturday, 29th September, 2018 at 09:00 a.m. at Shop No. 2, First Floor, Building No. 45-47, Pavalam Street, Big Bazaar, Coimbatore – 641 001.

Pursuant to Regulation 30(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby furnish the proceedings of the 24th Annual General Meeting of the Company.

Please take the same on your record.

Thanking You.

Yours faithfully,
For DJS Stock and Shares Limited


Harish Sharma
DIN: 07332874
Director



Corporate. Off. : Office No. 1/2, Casa Blanca, Old Raviraj Complex, Jesal Park,
Bhayander (E), Thane – 401 105.

Tel. No. : 022 28172324



CIN: L67120TZ1994PLC005030

Shop No. 2, First Floor, Building No. 45-47, Pavalam Street, Big Bazaar, Coimbatore – 641001.
Email – Info@djsstocks.com djss2011@gmail.com Website – www.djsstocks.com

**PROCEEDINGS OF 24TH ANNUAL GENERAL MEETING (AGM) HELD
ON 29TH SEPTEMBER, 2018.**

The 24th Annual General Meeting of the Company was held on 29th September, 2018 at 09:00 a.m. at Shop. No. 2, First Floor, Building No. 45-47, Pavlam Street, Big Bazaar, Coimbatore – 641 001.

Mr. Harish Sharma chaired the meeting. As the requisite quorum was present, Chairman called the meeting to order. He further declared that the Register of Directors' shareholding was available for inspection and would remain open till the end of the Meeting. Auditor's Report was accepted as read.

The Chairman briefed the members on the performance and future plans of the Company. He informed that, in accordance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility to its members to vote on the matters transacted at the 24th Annual General Meeting. Further, to facilitate the voting at AGM to the members present thereat and did not cast their vote earlier through remote e-voting, the Company provided polling papers to enable them to vote in respect of items of business as set out in the Notice of the 24th Annual General Meeting.

Ms. Anjana Sharma, Proprietor, Anjana Sharma & Associates, Practicing Company Secretaries, was appointed as Scrutinizer for the remote e-voting process and conducting the Poll by way of polling papers.

The following business was transacted at the Annual General Meeting:

Item # 1, Adoption of Audited Financial Statements:

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 Including the Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement for the year ended as on that date together with the report of Directors' and Auditors' thereon as placed before this meeting be and are hereby approved and adopted."

Corporate. Off. : Office No. 1/2, Casa Blanca, Old Raviraj Complex, Jesal Park,
Bhayander (E), Thane – 401 105.

Tel. No. : 022 28172324



CIN: L67120TZ1994PLC005030

Shop No. 2, First Floor, Building No. 45-47, Pavalam Street, Big Bazaar, Coimbatore – 641001.
Email – info@djsstocks.com djss2011@gmail.com Website – www.djsstocks.com

Item # 2, Reappointment of Director Mr. Vinesh Pandya (holding DIN 07337061) who retires by rotation:

“RESOLVED THAT Mr. Vinesh Pandya (holding DIN 07337061), who retires by rotation, be and is hereby reappointed as Director of the Company.”

Item # 3, Appointment of Ms. Shweta Bharadwaja (holding DIN 08114392) as Independent Director of the Company:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, Ms. Shweta Bharadwaja, (holding DIN 08114392), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 26th April, 2018 pursuant to provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing her candidature for the office of the Director, be and is hereby appointed as a Non-executive Independent Director of the Company, not subject to retirement by rotation, to hold office for a term of 5 (five) consecutive years commencing from the date of her appointment as Additional Director i.e. 26th April, 2018 up to the conclusion of Annual General Meeting (AGM) to be held for the F.Y. 2022-23 or 25th April, 2023, whichever is earlier.”

Item # 4, Appointment of Mr. Hitesh Shah (holding DIN 06770329) as Independent Director of the Company:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, Mr. Hitesh Shah, (holding DIN 06770329), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 28th June, 2018 pursuant to provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, Corporate. Off. : Office No. 1/2, Casa Blanca, Old Raviraj Complex, Jesal Park, Bhayander (E), Thane – 401 105.

Tel. No. : 022 28172324



CIN: L67120TZ1994PLC005030

Shop No. 2, First Floor, Building No. 45-47, Pavalam Street, Big Bazaar, Coimbatore – 641001.
Email – info@djsstocks.com djs2011@gmail.com Website – www.djsstocks.com

2013, proposing his candidature for the office of the Director, be and is hereby appointed as a Non-executive Independent Director of the Company, not subject to retirement by rotation, to hold office for a term of 5 (five) consecutive years commencing from the date of his appointment as Additional Director i.e. 28th June, 2018 up to the conclusion of Annual General Meeting (AGM) to be held for the F.Y. 2022-23 or 27th June, 2023, whichever is earlier.”

Item # 5, Appointment of Mr. Govind Chavan Sidda (holding DIN 01608768) as Independent Director of the Company:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, Mr. Govind Chavan Sidda (holding DIN 01608768), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 28th June, 2018 pursuant to provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of the Director, be and is hereby appointed as a Non-executive Independent Director of the Company, not subject to retirement by rotation, to hold office for a term of 5 (five) consecutive years commencing from the date of his appointment as Additional Director i.e. 28th June, 2018 up to the conclusion of Annual General Meeting (AGM) to be held for the F.Y. 2022-23 or 27th June, 2023, whichever is earlier.”

Item # 6, Appointment of Mr. Anish Kumar Sawarnya (holding DIN 08154578) as a Director of the Company:

“RESOLVED THAT pursuant to the provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) and the Article of Association of the Company Mr. Anish Kumar Sawarnya (holding DIN 08154578), who was appointed as an Additional Director of the Company by the Board of Directors as its meeting held on 18th June, 2018 and whose term of office expires at this Annual General Meeting and who had offered himself for appointment as Director and in respect of whom written Notice pursuant to Section 160 of the Companies Act, 2013, has been received from a member signifying his intention to propose Mr. Anish Kumar Sawarnya as a candidate for the office of Director of the Company, be and is hereby Corporate. Off. : Office No. 1/2, Casa Blanca, Old Raviraj Complex, Jesal Park,

Bhayander (E), Thane – 401 105.

Tel. No. : 022 28172324



CIN: L67120TZ1994PLC005030

Shop No. 2, First Floor, Building No. 45-47, Pavalam Street, Big Bazaar, Coimbatore – 641001.
Email – info@djsstocks.com djs2011@gmail.com Website – www.djsstocks.com

appointed as a Director of the Company, whose period of office shall be liable to retire by rotation.”

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Articles of Association of the Company, the consent of members of the Company be and is hereby accorded to the appointment of Mr. Anish Kumar Sawarnya (holding DIN 08154578) as an Executive Director of the Company for a period of 3 years w.e.f. 28-06-2018 without any remuneration with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include (any committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Anish Kumar Sawarnya.”

Item # 7, Shifting of Registered Office of the Company from State of Tamilnadu to State of Maharashtra:

“**RESOLVED THAT** pursuant to the provisions of Section 12, 13 read with Rule 30 of Companies (Incorporation) Rules, 2014, as amended and other applicable provisions, if any, of the Companies Act, 2013 and/or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to approval of Regional Director or the Central Government and such other approvals, permissions and sanction, as may be required under the provisions of the said laws or under any other law for the time being in force or any statutory modification or amendment thereof, consent of the members be and is hereby accorded to shift the registered office of the Company from “State of Tamil Nadu” to the “State of Maharashtra” and that Clause- II of the Memorandum of Association of the Company be substituted by the following Clause II.

‘II. The registered office of the Company will be situated in the State of Maharashtra.’

RESOLVED FURTHER THAT upon the approval of the Regional Director and the aforesaid resolution becoming effective, the Registered Office of the Company be shifted from the State of Tamil Nadu to such place in the State of Maharashtra as may be determined by the Board of Directors of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter called the “Board”, which term shall be deemed to include any person(s) authorized and/ or Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the Corporate. Off. : Office No. 1/2, Casa Blanca, Old Raviraj Complex, Jesal Park, Bhayander (E), Thane – 401 105.

Tel. No. : 022 28172324



CIN: L67120TZ1994PLC005030

Shop No. 2, First Floor, Building No. 45-47, Pavalam Street, Big Bazaar, Coimbatore – 641001.
Email – Info@djsstocks.com djss2011@gmail.com Website – www.djsstocks.com

powers conferred by this Resolution) or the Secretary of the Company, be and is hereby authorized to agree to and make and accept such conditions, modifications and alterations stipulated by any one of the authorities, statutory or otherwise, while according approval, consent as may be considered necessary and to appoint counsels and advisors, file applications/ petitions, issue notice, advertisements, obtain orders of shifting of Registered Office from the concerned authorities and take such steps and to do such acts, deeds and things as they may deem necessary and proper in this matter.”

Item # 8, Amendment of Title of Incidental Object Clause of the Memorandum of Association:

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with relevant rules applicable (including any statutory modification(s) thereto or reenactment(s) thereof for the time being in force), title of Clause III (B) of the objects incidental or ancillary to the attainment of the above main objects be and is hereby substituted with “MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:”

Item # 9, Deletion of Other Object Clause of the Memorandum of Association:

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with relevant rules applicable (including any statutory modification(s) thereto or reenactment(s) thereof for the time being in force), the Other Object Clause be and is hereby altered by deleting the Clause III (C) including sub-clauses 1 – 17 of the Memorandum of Association of the Company.”

Item # 10, Amendment of Liability Clause of the Memorandum of Association:

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with relevant rules applicable (including any statutory modification(s) thereto or reenactment(s) thereof for the time being in force), Clause IV of the Memorandum of Association of the Company be and is hereby altered by replacing the existing Clause IV with the following Clause IV: Clause IV. The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.”

Corporate. Off. : Office No. 1/2, Casa Blanca, Old Raviraj Complex, Jesal Park,
Bhayander (E), Thane – 401 105.

Tel. No. : 022 28172324



CIN: L67120TZ1994PLC005030

Shop No. 2, First Floor, Building No. 45-47, Pavalam Street, Big Bazaar, Coimbatore – 641001.
Email – info@djsstocks.com djss2011@gmail.com Website – www.djsstocks.com

Item # 11, Adoption of New Set of Articles of Association:

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), the draft set of Articles of Association of the Company be and is hereby approved and adopted as the new Articles of Association of the Company, in substitution of the existing Articles of Association of the Company.”

The Chairman informed the members present that the voting results shall be disseminated to the Stock Exchange and will also be displayed on the Company's website at www.djsstocks.com

Thereafter, the Chairman thanked the members for attending the Annual General Meeting and with which the meeting was concluded.

For DJS Stock And Shares Limited


Harish Sharma
DIN: 07332874
Chairman



Corporate. Off. : Office No. 1/2, Casa Blanca, Old Raviraj Complex, Jesal Park,
Bhayander (E), Thane – 401 105.
Tel. No. : 022 28172324