DCW LIMITED

February 18, 2021

To,

National Stock Exchange of India Ltd. Exchange Plaza Bldg. 5th Floor, Plot No.C-1 'G' Block, Near Wockhardt, Bandra Kurla Complex Mumbai 400 051. Fax:26598237/38 Scrip Code : DCW	BSE Limited, 1st floor, New Trading Ring Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Fax : 22723121/3719/2037/2039 Scrip Code :500117

Dear Sir(s)/Madam,

Sub: Proceedings of Extraordinary General Meeting ("EGM") of the Company held on February 18, 2021 - Regulation 30 of SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), please find enclosed herewith the summary of the proceedings of the Extraordinary General Meeting of the Company held on today i.e. February 18, 2021.

The above is for your information, records and reference. Please note that this document does not constitute minutes of the proceedings of the Extraordinary General Meeting of the Company.

Thanking You,

Yours faithfully,

For **DCW Limited**

D C W LTD. MUMBAI

Name: Dilip Darji
General Manager (Legal) & Company Secretary
Membership No. ACS-22527

DCW LIMITED

SUMMARY OF THE PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING CONDUCTED THROUGH VIDEO CONFERRING (VC)

The Extraordinary General Meeting ("EGM") of DCW Limited ("the Company") was held on Thursday, February 18, 2021 through Video Conference (VC). The Meeting commenced at 12:00 noon (IST).

In view of the Covid-19 pandemic and social distancing norms, the EGM was held through VC in compliance with the circulars issued by the Ministry of Corporate Affairs ("MCA"), and the Securities and Exchange Board of India ("SEBI").

Mr. Pramod Kumar Jain, Chairman of the Board, chaired the meeting and welcomed the Members present at the EGM of the Company. The Chairman after ascertaining that the requisite quorum was present, called the Meeting to order.

He then informed that all the members of the Board including Mrs. Sujata Rangnekar, the Chairperson of the Audit Committee and Nomination and Remuneration Committee and Mr. Krishnamoorthy Krishnan, the Chairman of Stakeholders' Relationship Committee were present at the Meeting. CS. Dr. S. K. Jain, the representative of M/s. S. K. Jain & Co., the Secretarial Auditors of the Company was also present at the meeting. The Company has received the request from the M/s. Chhajed & Doshi, the Statutory Auditors to grant exemption from attending the EGM of the Company, the same has been granted to them.

The Chairman informed the Members that the Register of Directors and Key Managerial Personnel and their shareholdings, the Memorandum and Articles of Association of the Company, the Certificate from the Statutory Auditors of the Company as required under Regulation 163(2) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other statutory registers and documents required to be kept at the EGM and as mentioned in the Notice of the EGM were kept available for inspection in electronic mode upon NSDL's e-voting system and also on the Company's website.

DCW LIMITED
HEAD OFFICE :
"NIRMAL" 3RD FLOOR, NARIMAN POINT, MUMBAI-400 021.
TEL.: 2287 1914, 2287 1916, 2202 0743 TELEFAX: 22 2202 8838
REGISTERED OFFICE : DHRANGADHRA - 363 315 (GUJRAT STATE)
Email: ho@dcwltd.com, Website: www.dcwltd.com, CIN-L24110GJ1939PLC000748

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The Notice of the EGM was dispatched electronically to all the Members within the statutory period in accordance section 101 of Companies Act, 2013, the MCA and SEBI circulars. With the consent of the Members present at the Meeting, the Notice of the EGM was taken as read.

The Chairman then informed the Members that in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company had provided remote e-voting facility to its Members. The remote e-voting period commenced on Monday, February 15, 2021 from 9:00 a.m. and concluded on Wednesday, February 17, 2021 at 5.00 p.m. The Chairman further informed that the Company had also provided facility of e-voting during the EGM through electronic means for those shareholders who had not casted their votes during the remove e-voting period.

The Chairman informed the Members that the Board of Directors of the Company had appointed CS. Dr. S. K. Jain (Membership No. FCS 1473), of M/s. S. K. Jain & Co, Practising Company Secretaries as the Scrutinizer to scrutinize the voting process through remote e-voting and e-voting during the EGM in a fair and transparent manner.

The Chairman then briefed the shareholders about the background and rationale of the resolutions proposed to be passed by the shareholders of the Company.

Thereafter, the Chairman offered an opportunity to the Members who had registered themselves as speakers to express their views or ask questions / queries on resolutions proposed as set out in the Notice of the EGM. The Chairman addressed and responded to the questions and clarifications sought by the speakers.

Thereafter, the following items of business as set out in the Notice convening Extraordinary General Meeting dated January 25, 2021 were transacted and commended to the Members for their approval:

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Item No.	Item Description	Business Type
1.	To increase the Authorised Share Capital of the Company	Special
2.	Approval for preferential issue of convertible warrants to the Promoters, Promoter's Group and Foreign Portfolio Investors ("FPI")	Special

All items as set out above were transacted through remote e-voting and e-voting during the EGM through electronic means.

The Chairman informed the members that the combined results of voting (remote e-voting and e-voting during the EGM) along with the Scrutinizers' Combined Report shall be declared within 48 hours of the Meeting and would be communicated to the Stock Exchanges where equity shares of the Company are listed. He further informed that the combined results shall also be uploaded on the website of the Company and NSDL simultaneously.

The Meeting concluded at 12:25 p.m. with a vote of thanks to the Chair.

Thanking You,

Yours faithfully,

For DCW Limited

D C W LTD. * MUMBAI *

Name: Dilip Darji
General Manager (Legal) & Company Secretary
Membership No. ACS-22527