

To,  
**Mr. Pradip Kumar Goenka**  
**Chairman & Managing Director**  
**KAMADGIRI FASHION LIMITED**  
B-104, The Qube,  
M.V. Road, Marol,  
Andheri (East),  
Mumbai - 400059.

Dear Sir,

**Re: Consolidated Scrutinizer's Report on voting through remote e-voting and physical ballot forms in terms of provisions of the Companies Act, 2013 read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

- A. I, Hemant Shetye, Partner of M/S HS Associates, Practicing Company Secretaries, appointed as scrutinizer in the meeting of Board of Directors of the Company held on May 26, 2018 to conduct the following:-

**Remote e-voting** process and to scrutinize the **Physical Ballot/Polling papers** received from the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- B. The Company had availed the remote e-voting facility provided by Central Depository India Services Limited (CDSL) for conducting the remote e – voting by the members of the Company. The remote e-voting commenced on Saturday, September 22<sup>nd</sup>, 2018 at 9.00 a.m. and ended on Monday, September 24<sup>th</sup>, 2018, at 5.00 p.m. and the CDSL remote e – voting platform was blocked thereafter.
- C. The company had also provided voting by Physical ballot forms to the members who do not have access to remote e – voting.





- D. The votes cast under the remote e – voting facility and through physical ballot/polling paper after the conclusion of the voting at the Annual General Meeting ('AGM') were thereafter unblocked in the presence of two witnesses who were not in employment of the Company.
- E. After the closure of voting at the AGM, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.
- F. I have scrutinized and reviewed the remote e-voting and votes at the tendered at the AGM therein based on the data downloaded from the CDSL e-voting system and physical ballot/polling paper(s) received respectively.
- G. As requested by the management, I am submitting herewith a consolidated report of the results of remote e – voting together with the results of voting through Physical Ballot/polling paper(s) in respect of the following resolutions:-





**Mode of voting: E-voting and Ballot:**

Resolution 1: Consider and adoption the audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the reports of Directors and Auditors thereon.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes – in Favour	No of Votes-against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] ]*100	(7)=[(5)/(2)] *100
<b>Promoter &amp; Promoter Group</b>	E-voting	1814330	1812873	99.92	1812873	0	100	0
	Poll #		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	1814330	1812873	99.92	1812873	0	100	0
<b>Public Institution</b>	E-voting	14475	0	0	0	0	0	0
	Poll #		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	14475						
<b>Public Non-Institution</b>	E-voting	4040566	3084577	76.34	3084577	0	100	0
	Poll #		1167	0.03	1167	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	4040566	<b>3085744</b>	<b>76.37</b>	<b>3085744</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>5869371</b>	<b>4898617</b>	<b>83.46</b>	<b>4898617</b>	<b>0</b>	<b>100</b>	<b>0</b>

Aforesaid resolution was passed unanimously

# since there is no specific head for voting by Assent/Dissent mode through physical ballot from the same is disclosed under the head of Poll.

