September 26, 2015

Bombay Stock Exchange Ltd
PJ Towers
Dalal Street
Mumbai 400 023

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051

Sub: Outcome of the 6thAnnual General Meeting

Dear Sir/ Madam,

We wish to inform you that the 6thAnnual General Meeting of Indian terrain Fashions Limited was duly convened on 25th September 2015 as per the Notice given to the Shareholders of the Company.

In accordance with the applicable provisions of the Companies Act, 2013 and the Listing Agreement entered with the stock exchanges, the company had provided the facility of remote E-Voting and Voting at AGM through poll to its member's onall the resolutions set out in the notice of AGM.

Mr. S. Bhaskar, Practicing Company Secretary appointed as Scrutinizer has submitted the report and the Chairman authorised the Company Secretary of the company to declare the voting results forthwith. As per the Scrutinizer report, all the resolutions contained in the notice have been duly passed by the members with requisite majority.

Pursuant to Clause 35A of the Listing Agreement, the consolidated voting results of the business transacted at AGM in the prescribed format is enclosed.

Requesting you to take the above on record & oblige.

For INDIAN TERRAIN FASHIONS LTD
J.Manikandan
Company Secretary

INDIAN TERRAIN FASHIONS LIMITED
CIN:L18101TN2009PLC073017
Registered office: No.208, Velachery Tambaram Road, Narayanapuram, Pallikaranai,Chennai-600 100
Phone No.91-44-4227 9100; email:investorservices@indianterrain.com
Fax No.+91-44-4343 2360;Website: www.indianterrain.com

INDIAN TERRIAN FASHIONS LIMITED
Outcome of Annual General Meeting held on Friday, September 25, 2015
Voting Results as per Clause 35A of Equity Listing Agreement with Stock Exchanges

Date of AGM/EGM	Not applicable
Total Number of Shareholders as on record date (i.e 18th September 2015.Cut off date)	10382
No. of Shareholders present in the Meeting either in person or through proxy	39
Promoter and Promoter Group	2
Public	37
No. of Shareholders attended the meeting through Video Conferencing	N.A

Agenda-wise

The mode of voting of resolution: Postal Ballot (e-voting & poll)

Item No	Details of Agenda	Resolution Required (Ordinary / Special)	Mode of Voting (Show of Hands /Poll/Postal Ballot/ E-voting)	Remarks
1	To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015 and the Statement of Proit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon	ORDINARY	E-Voting & Poll	The resolution was passed with requisite majority
2	To appoint a director in place of Mrs.Rama Rajagopal (holding DIN 00003565), who retires by rotation and being eligible offers herself for re-appointment.	ORDINARY	E-Voting & Poll	The resolution was passed with requisite majority
3	To ratify the appointment of Auditors of the Company who were appointed at the 5th AGM to hold Ofice for a period of 3 years (i.e) till the conclusion of next AGM to be held in the Calendar year 2016, and to authorize the Board of Directors to fix their remuneration	ORDINARY	E-Voting & Poll	The resolution was passed with requisite majority
4	Re-appointment of Mr. V. Rajagopal as managing Director of the Company	ORDINARY	E-Voting & Poll	The resolution was passed with requisite majority

Date:26th September 2015

For INDIAN TERRAIN FASHIONS LTD

J.Manikandan

Company Secretary

INDIAN TERRIAN FASHIONS LIMITED

Mode of Voting: Poll /Postal Ballot / E-Voting : E-Voting & Poll

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015 and the Statement of Proit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Promoter / Public	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**
Promoter & Promoter Group	2217220	2190009	98.77%	2190009	0	100	0
Public -Institutional holders	1928944	1520633	78.83%	1520633	0	100	0
Public-Others	3040096	205675	6.77%	205675	0	100	0
Total	**7186260**	**3916317**	**54.50%**	**3916317**	**0**	**100**	**0**

2. To appoint a director in place of Mrs.Rama Rajagopal (holding DIN 00003565), who retires by rotation and being eligible offers herself for re-appointment.

Promoter / Public	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**
Promoter & Promoter Group	2217220	949423*	42.82%	949423	0	100	0
Public -Institutional holders	1928944	1520633	78.83%	1520633	0	100	0
Public-Others	3040096	205675	6.77%	205675	0	100	0
Total	**7186260**	**2675731**	**37.23%**	**2675731**	**0**	**100**	**0**

*1240586 are obstained Votes

3. To ratify the appointment of Auditors of the Company who were appointed at the 5th AGM to hold Ofice for a period of 3 years (i.e) till the conclusion of next AGM to be held in the Calendar year 2016, and to authorize the Board of Directors to ix their remuneration

Promoter / Public	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**
Promoter & Promoter Group	2217220	2190009	98.77%	2190009	0	100	0
Public -Institutional holders	1928944	1520633	78.83%	1520633	0	100	0
Public-Others	3040096	205675	6.77%	205675	0	100	0
Total	**7186260**	**3916317**	**54.50%**	**3916317**	**0**	**100**	**0**

4. Re-appointment of Mr. V. Rajagopal as managing Director of the Company

Promoter / Public	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**
Promoter & Promoter Group	2217220	0 *	0.00%	0	0	0	0
Public -Institutional holders	1928944	1520633	78.83%	1520633	0	100	0
Public-Others	3040096	205675	6.77%	205675	0	100	0
Total	**7186260**	**1726308**	**24.02%**	**1726308**	**0**	**100**	**0**

* 2190009 are obstained Votes

Date: 26th September 2015



S. BHASKAR
Practicing Company Secretary,

Mobile : 98416 40503
Email : bhaskarswaminathan1@gmail.com

New No. 74, (Old No. 62), Akshaya Flats, 3rd Floor, 12th Avenue, Ashok Nagar, Chennai-83.

COMBINED SCRUTINIZER REPORT
FOR
INDIAN TERRAIN FASHIONS LIMITED

To,

The Chairman of 6th Annual General Meeting of the members of INDIAN TERRAIN FASHIONS LIMITED (the Company) held on the Friday, 25th September, 2015 at 11.30 A.M. at the Corporate Office of the Company Situated at SDF IV & C2, 3rd Main Road, MEPZ/SEZ, Tambaram, Chennai-600 045.

Dear Sir,

Sub: Passing of Resolution through e-Voting and poll conducted at the 6th Annual General Meeting.

1. I, S Bhaskar, Practicing Company Secretary, has been appointed as a Scrutinizer by

   i. The Board of Directors of the Company at their meeting held on 11th August, 2015 for the purpose of Scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and

   ii. The Chairman of the 6th Annual General Meeting for scrutinizing the poll process as ordered by him under the provisions of Section 109 of the Companies Act. 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 6th Annual General Meeting of the members of the Company, held on Friday, 25th September, 2015 at 11.30 A.M. at the Corporate Office of the Company Situated at SDF IV & C2,3rd Main Road, MEPZ/SEZ, Tambaram, Chennai-600 045.

2. The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 6th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the AGM notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL) the authorized agency engaged by the Company to provide e-voting facilities to its members for e-voting and based on ballot paper at the time of poll at AGM.

3. The e-Voting results were unblocked by me on 25th September, 2015 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated 26th September, 2015 attached herewith.

S. BHASKAR ★ Company Secretary in Practice ★ Chennai-83

4. At the 6th Annual General Meeting of the Company held on 25th September, 2015, the Chairman of the meeting had called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizers report in Form MGT-13 dated 26th September, 2015.

The results of the e-voting together with that of the poll are as under:

Item No of Notice	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid*/ Abstained Votes	Total	
		Nos.	%	Nos.	%	Nos.	Nos.	%
Item No: 1 of the Notice (Ordinary Resolution)	e-Voting	3070085	78%	0	0%	0	3070085	78%
	Poll	846232	22%	0	0%	0	846232	22%
	Total	**3916317**	**100%**	0	0%	0	**3916317**	**100%**
Item No: 2 of the Notice (Ordinary Resolution)	e-Voting	1829499	68%	0	0%	1240586*	1829499	68%
	Poll	846232	32%	0	0%	0	846232	32%
	Total	**2675731**	**100%**	0	0%	**1240586***	**2675731**	100%
Item No: 3 of the Notice (Ordinary Resolution)	e-Voting	3070085	78%	0	0%	0	3070085	78%
	Poll	846232	22%	0	0%	0	846232	22%
	Total	**3916317**	100%	0	0%	0	**3916317**	**100%**
Item No: 4 of the Notice (Ordinary Resolution)	e-Voting	880076	51%	0	0%	2190009*	880076	51%
	Poll	846232	49%	0	0%	0	846232	49%
	Total	**1726308**	100%	0	0%	**2190009***	**1726308**	**100%**

All the resolutions stands passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company. I shall be arranging to handover theses record to you or other person as authorised by you.

Thanking you,

Yours Faithfully,

S. BHASKAR * Company Secretary in Practice * Chennai-83

S Bhaskar
Practicing Company Secretary
M No: 10798 | C P No: 8315

Place: Chennai
Date: 26th September, 2015

S. BHASKAR
Practicing Company Secretary,

Mobile : 98416 40503
Email : bhaskarswaminathan1@gmail.com

New No. 74, (Old No. 62), Akshaya Flats, 3rd Floor, 12th Avenue, Ashok Nagar, Chennai-83.

[FORM MGT-13]

REPORT OF SCRUTINIZER - INDIAN TERRAIN FASHIONS LIMITED

[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the companies (Management and Administration) Rules, 2014]

To,
The Chairman
INDIAN TERRAIN FASHIONS LIMITED
NO. 208, Velachery, Tambaram Road,
Narayanapuram, Pallikaranai,
Chennai-600 100

Respected Sir,

Sub: Scrutinizer Report - Passing of Resolution through Electronic Voting-Reg

I, S.Bhaskar, Practicing Company Secretary, Chennai, was appointed as Scrutinizer for the 6th Annual General Meeting of the Equity Shareholders of " INDIAN TERRAIN FASHIONS LIMITED " to be held the Friday, 25th September, 2015 at 11.30 A.M. at the Corporate Office of the Company Situated at SDF IV & C2 , 3rd Main Road, MEPZ/SEZ, Tambaram, Chennai-600 045, for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on e-Voting carried out as per the provisions of the Companies Act, 2013 and sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

We submit our report as under:

1. The e-Voting period remained open 22nd September, 2015 at 9.00 A.M. and ends on 24th September, 2015 at 5.00 P.M.

2. The Shareholders holding shares as on the "cut off" date, i.e. 18th September, 2015 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the 6th Annual General Meeting of "INDIAN TERRAIN FASHIONS LIMITED" (Item Number 1 to 4 of the Notice of the 6th AGM of INDIAN TERRAIN FASHIONS LIMITED)

S. BHASKAR Company Secretary in Practice Chennai-83

3. The votes were unblocked on Friday, the 25th September, 2015 around 5.00 PM in the presence of two witnesses, namely, Mr. V Vasanth and Mr. P A Abilash

They have signed below in confirmation of the votes being unblocked in their presence.

Name: V. Vasanth

Name: P A Abilash

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the E-Voting website of Central Depositary Services (India) Limited (http"//www.evotingindia.co.in/).

5. The result of the E- voting is as under:

a. Item No- 1:

Ordinary Resolution To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Particulars	Number of members participated in e-voting	Number of votes cast by them	% of total number of Valid Votes cast
Voted in favour of the resolution	15	3070085	100%
Voted against the resolution	-	-	-
Invalid /Abstain Votes	Number of members		Total Number of Votes cast by them
	-		-

S. BHASKAR Company Secretary in Practice Chennai-83

b. Item - 2

Ordinary Resolution To appoint a Director in place of Mrs. Rama Rajagopal (holding DIN 00003565) who retires by rotation and being eligible offers herself for re-appointment.

Particulars	Number of members participated in e-voting	Number of votes cast by them	% of total number of Valid Votes cast
Voted in favour of the resolution	13	1829499	100%
Voted against the resolution	-	-	-
Invalid /Abstain Votes	Number of members		Total Number of Votes cast by them
	2		1240586

c. Item - 3

Ordinary Resolution To ratify the appointment of Auditors of the Company who were appointed at the 5th Annual General Meeting to hold Office for a period of 3 years (i.e) till the conclusion of next Annual General Meeting of the Company to be held in the Calendar year 2016, and to authorize the Board of Directors to fix their remuneration and to pass the following Ordinary Resolution.

Particulars	Number of members participated in e-voting	Number of votes cast by them	% of total number of Valid Votes cast
Voted in favour of the resolution	15	3070085	100%
Voted against the resolution	-	-	-
Invalid /Abstain Votes	Number of members		Total Number of Votes cast by them
	-		-

S. BHASKAR * Company Secretary in Practice * Chennai-83

d. Item - 4

Ordinary Resolution to Re-appointment of Mr. V. Rajagopal as Managing Director.

Particulars	Number of members participated in e-voting	Number of votes cast by them	% of total number of Valid Votes cast
Voted in favour of the resolution	11	880076	100%
Voted against the resolution	-	-	-
Invalid /Abstain Votes	Number of members		Total Number of Votes cast by them
	4		2190009

6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the company.

Thanking You,

Yours faithfully,

S. BHASKAR * Chennai-83 * Company Secretary in Practice

S Bhaskar
Practicing Company Secretary
M No: 10798 | C P No: 8315

Place: Chennai
Date: 26th September, 2015