VALENTINE

Date: 1st October, 2016

The Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeeboy Towers
Dalal Street, Fort,
Mumbai 400 001
Fax No.: 22722037/39/41/61/3121/3719
BSE Scrip Code: 535467

The Assistant Vice President
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot no.C/1, G Block
BandraKurla Complex, Bandra (East)
Mumbai 400 051
Fax No.: 26598237/38
NSE Scrip Symbol: AIFL

Dear Sir,

Subject: Result of voting and Scrutinizers Report- 10th AGM held on 29th September, 2016

With reference to the captioned subject please find enclosed herewith the following documents regarding the voting results of the business transacted at the 10th Annual General Meeting (AGM) of the shareholders of the company held o n 29th September, 2016:

1. Voting results in the format prescribed under Regulation 44 of the SEBI (LODR) Regulation, 2015.
2. Voting results as declared pursuant to Rule 20 of the Companies (Management and Administration) rules, 2014 of the Companies Act, 2013.
3. Scrutinizers report on the remote e-voting and voting at the AGM.

Please take the same on your records.

Thanking you,

For Ashapura Intimates Fashion Limited

ASHAPURA INTIMATES FASHION LIMITED
THANE 421329 MUMBAI 400050

Bhoomi Mewada
Company Secretary and Compliance Officer

ENCL: as above

ASHAPURA INTIMATES FASHION LIMITED
(Formerly known as Ashapura Apparels Private Limited)

Regulation 44- Voting Results of resolution passed at AGM held on 29th September, 2016

Date of the AGM/EGM	**29th September, 2016**
Total number of shareholders on record date	**2913**
No. of shareholders present in the meeting either in person or through proxy: i. Promoters and Promoter Group: ii. Public:	 **6** **17**
No. of Shareholders attended the meeting through Video Conferencing i. Promoters and Promoter Group: ii. Public:	 **NIL** **NIL**

Resolution no.1: To receive, consider and adopt the audited financial statements (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2016 and the reports of the auditors thereon.

Resolution required: (Ordinary/ 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**
Promoter and Promoter Group	**e-voting**	1,31,86,640	1,31,86,640	100%	1,31,86,640	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**1,31,86,640**	**100%**	**1,31,86,640**	**0**	**100%**	**0%**
Public Institutions	**e-voting**	6,48,448	6,40,000	99%	6,40,000	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**6,40,000**	**99%**	**6,40,000**	**0**	**100%**	**0%**
Public Non Institution	**e-voting**	56,32,152	18,78,234	33%	18,78,234	0	100%	0%
	Poll		3,50,598	6%	3,50,598	0	100%	0%
	Postal		0	0%	0	0	0%	
	Total		**22,28,832**	**40%**	**22,28,832**	**0**	**200%**	
TOTAL		**1,94,67,240**	**1,60,55,472**	**82%**	**1,60,55,472**	**0**	**100%**	

Resolution No.2: To appoint a Director in place of Mr. Dinesh Chanubha Sodha (DIN: 02836240), who retire by rotation and being eligible himself for re-appointment.

Resolution required: (Ordinary/ 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**
Promoter and Promoter Group	**e-voting**	1,31,86,640	1,31,86,640	100%	1,31,86,640	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**1,31,86,640**	**100%**	**1,31,86,640**	**0**	**100%**	**0%**
Public Institutions	**e-voting**	6,48,448	6,40,000	99%	6,40,000	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**6,40,000**	**99%**	**6,40,000**	**0**	**100%**	**0%**
Public Non Institution	**e-voting**	56,32,152	12,78,234	23%	12,78,234	0	100%	0%
	Poll		3,50,598	6%	3,50,598	0	100%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**16,28,832**	**29%**	**16,28,832**	**0**	**200%**	**0%**
TOTAL		**1,94,67,240**	**1,54,55,472**	**79%**	**1,54,55,472**	**0**	**100%**	**0%**



Resolution No.3: To appoint a Director in place of Mr. Hitesh Subhash Punjani(DIN: 03268480), who retire by rotation and being eligible himself for re-appointment.

Resolution required: (Ordinary/ 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**
Promoter and Promoter Group	**e-voting**	1,31,86,640	1,31,86,640	100%	1,31,86,640	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**1,31,86,640**	**100%**	**1,31,86,640**	**0**	**100%**	**0%**
Public Institutions	**e-voting**	6,48,448	6,40,000	99%	6,40,000	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**6,40,000**	**99%**	**6,40,000**	**0**	**100%**	**0%**
Public Non Institution	**e-voting**	56,32,152	18,78,234	33%	18,78,234	0	100%	0%
	Poll		3,47,598	6%	3,47,598	0	100%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**22,25,832**	**40%**	**22,25,832**	**0**	**200%**	**0%**
TOTAL		**1,94,67,240**	**1,60,52,472**	**82%**	**1,60,52,472**	**0**	**100%**	**0%**



Resolution No.4: Ratification of Appointment of Statutory Auditors and Fix their remuneration

Resolution required: (Ordinary/ 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**
Promoter and Promoter Group	**e-voting**	1,31,86,640	1,31,86,640	100%	1,31,86,640	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**1,31,86,640**	**100%**	**1,31,86,640**	**0**	**100%**	**0%**
Public Institutions	**e-voting**	6,48,448	6,40,000	99%	6,40,000	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**6,40,000**	**99%**	**6,40,000**	**0**	**100%**	**0%**
Public Non Institution	**e-voting**	56,32,152	18,78,234	33%	18,78,234	0	100%	0%
	Poll		3,50,598	6%	3,50,598	0	100%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**22,28,832**	**40%**	**22,28,832**	**0**	**200%**	**0%**
TOTAL		**1,94,67,240**	**1,60,55,472**	**82%**	**1,60,55,472**	**0**	**100%**	**0%**



Resolution No.5: Approval of Related Party Transactions with Momai Apparels Limited

Resolution required: (Ordinary/ Special)								Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?								Yes
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**
Promoter and Promoter Group	**e-voting**	1,31,86,640	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**0**	**0%**	**0**	**0**	**0%**	**0%**
Public Institutions	**e-voting**	6,48,448	6,40,000	99%	6,40,000	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**6,40,000**	**99%**	**6,40,000**	**0**	**100%**	**0%**
Public Non Institution	**e-voting**	56,32,152	12,70,434	23%	12,70,277	157	100%	0%
	Poll		3,50,598	6%	3,50,598	0	100%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**16,21,032**	**29%**	**16,20,875**	**157**	**200%**	**0%**
TOTAL		**1,94,67,240**	**22,61,032**	**12%**	**22,60,875**	**157**	**100%**	**135175%**



Resolution No.6: Revision in the remuneration of Mr. Harshad Thakkar(DIN:01869173), Managing Director and Chairman (Executive Director) of the Company

Resolution required: (Ordinary/ Special)								Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?								Yes
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**
Promoter and Promoter Group	**e-voting**	1,31,86,640	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**0**	**0%**	**0**	**0**	**0%**	**0%**
Public Institutions	**e-voting**	6,48,448	6,40,000	99%	6,40,000	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**6,40,000**	**99%**	**6,40,000**	**0**	**100%**	**0%**
Public Non Institution	**e-voting**	56,32,152	12,70,434	23%	12,70,434	0	100%	0%
	Poll		3,50,598	6%	3,50,598	0	100%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**16,21,032**	**29%**	**16,21,032**	**0**	**200%**	**0%**
TOTAL		**1,94,67,240**	**22,61,032**	**12%**	**22,61,032**	**0**	**100%**	**0%**



Resolution No.7 : Revision in the remuneration of Mr. Dinesh Chanubha Sodha(DIN: 02836240), Whole Time Director

Resolution required: (Ordinary/ 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**
Promoter and Promoter Group	**e-voting**	1,31,86,640	1,31,86,640	100%	1,31,86,640	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**1,31,86,640**	**100%**	**1,31,86,640**	**0**	**100%**	**0%**
Public Institutions	**e-voting**	6,48,448	6,40,000	99%	6,40,000	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**6,40,000**	**99%**	**6,40,000**	**0**	**100%**	**0%**
Public Non Institution	**e-voting**	56,32,152	12,78,234	23%	12,78,234	0	100%	0%
	Poll		3,50,598	6%	3,50,598	0	100%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**16,28,832**	**29%**	**16,28,832**	**0**	**200%**	**0%**
TOTAL		**1,94,67,240**	**1,54,55,472**	**79%**	**1,54,55,472**	**0**	**100%**	**0%**

ASHAPURA INTIMATES FASHION LIMITED
THANE
423328
MUMBAI
400050

Resolution No.8: Revision in the remuneration of Mr. Hitesh Punjani (DIN: 03268480) Executive Director

Resolution required: (Ordinary/ 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**
Promoter and Promoter Group	**e-voting**	1,31,86,640	1,31,86,640	100%	1,31,86,640	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**1,31,86,640**	**100%**	**1,31,86,640**	**0**	**100%**	**0%**
Public Institutions	**e-voting**	6,48,448	6,40,000	99%	6,40,000	0	100%	0%
	Poll		0	0%	0	0	0%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**6,40,000**	**99%**	**6,40,000**	**0**	**100%**	**0%**
Public Non Institution	**e-voting**	56,32,152	12,78,234	23%	12,78,234	0	100%	0%
	Poll		3,47,598	6%	3,47,598	0	100%	0%
	Postal		0	0%	0	0	0%	0%
	Total		**16,25,832**	**29%**	**16,25,832**	**0**	**200%**	**0%**
TOTAL		**1,94,67,240**	**1,54,52,472**	**79%**	**1,54,52,472**	**0**	**100%**	**0%**



VALENTINE

Declaration of result of voting in relation to 10th Annual General Meeting of the Company held on 29th September, 2016

(Consolidated results of remote e-voting and ballot papers)

In terms of applicable provisions of the Companies Act, 2013, Rules made thereunder, secretarial standard-2 and SEBI (LODR) Regulation 2015, the company provided remote e-voting facility and voting through ballot papers at the Annual General Meeting (AGM) to its members to vote on all the resolutions which were proposed at the 10th Annual General Meeting of the company.

The company had appointed Mr. Jaiprakash Singh, Practicing Company Secretary as scrutinizer for the purpose of scrutinizing the remote e-voting and voting by ballot papers undertaken at the aforementioned AGM. The scrutinizer has submitted his report after scrutiny of voting done by shareholder.

On the basis of above report, it is hereby declare that all proposed resolutions as stated in the notice of the 10th AGM were duly passed with the requisite majority with the following as per details given below:

Sr. No.	Details of Resolution passed	Number of Votes		Passed as ordinary/ special resolution
		In Favour	Against	
1	To receive, consider and adopt the audited financial statements (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2016 and the reports of the auditors thereon.	1,60,55,472	NIL	Ordinary
2	To appoint a Director in place of Mr. Dinesh Chanubha Sodha (DIN:02836240), who retire by rotation and being eligible himself for re-appointment.	1,54,55,472	NIL	Ordinary
3	To appoint a Director in place of Mr. Hitesh Subhash Punjani (DIN:03268480), who retire by rotation and being eligible himself for re-appointment.	1,60,52,472	NIL	Ordinary
4	Ratification of Appointment of Statutory Auditors and Fix their remuneration	1,60,55,472	NIL	Ordinary
5	Approval of Related Party Transactions with Momai Apparels Limited	22,60,875	157	Ordinary
6	Revision in the remuneration of Mr. Harshad Thakkar (DIN:01869173), Managing Director and Chairman (Executive Director) of the Company	22,61,032	NIL	Ordinary
7	Revision in the remuneration of Mr. Dinesh Chanubha Sodha (DIN:02836240), Whole Time Director	1,54,55,472	NIL	Ordinary

ASHAPURA INTIMATES FASHION LIMITED THANE 421329 MUMBAI 400056

8	Revision in the remuneration of Mr. Hitesh Punjani (DIN:03268480) Executive Director	1,54,52,472	NIL	Ordinary

The scrutinizer's report is annexed herewith.

Thanking You,

Yours Truly

For Ashapura Intimates Fashion Limited

Harshad Thakkar
Chairman and Managing Director

Place: Mumbai
Date: 30th September, 2016

JAIPRAKASH R. SINGH & ASSOCIATES
Company Secretaries

C.S. Jaiprakash Singh
B. Com., FCS

SCRUTINIZER REPORT

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20(3) xi and Rule 21(2) of Companies (Management and Administration) Rule 2014]

To
The Chairman
ASHAPURA INTIMATES FASHION LIMITED
SHOP NO 3-4 GROUND FLOOR,
PACIFIC PLAZA PLOT NO 507
TPS IV OFF B.S.ROAD
MAHIM DIVISION DADAR-W
MUMBAI MH 400028 IN

The 10th Annual General Meeting of the Equity Shareholders of ASHAPURA INTIMATES FASHION LIMITED, to be held on Thursday, 29th September, 2016 at 11.00 a.m. at Kohinoor Banquet Hall at Kahinoor Corner, Veer Savarkar Marg, Prabhadevi, opp Siddhivinayak Temple Dadar West, Mumbai-400025.

Dear Sir,

1. I, Jaiprakash Singh, Company Secretary in whole time practice , have been appointed by

   a. Board of Directors of ASHAPURA INTIMATES FASHION LIMITED (the Company) as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per provisions of section 108 of Companies Act, 2013 read with Rule 20(3) xi of Companies (Management and Administration) Rule 2014 on resolutions contained in the Notice to the Annual General Meeting (AGM) of the members of the Company held on Thursday, 29th September, 2016 at 11.00 a.m. at Kohinoor Banquet Hall at Kahinoor Corner, Veer Savarkar Marg, Prabhadevi, opp Siddhivinayak Temple Dadar West, Mumbai-400025.

   b. The Chairman of the AGM on Poll under the provision of Section 109 of Companies Act, 2013 read with Rule 21(2) of Companies (Management and Administration) Rule 2014 on the resolutions contained in the Notice to the Annual General Meeting (AGM) of the members of the Company held on Thursday, 29th September, 2016 at 11.00 a.m. at Kohinoor Banquet Hall at Kahinoor Corner, Veer Savarkar Marg, Prabhadevi, opp Siddhivinayak Temple Dadar West, Mumbai-400025.

Jaiprakash R. Singh & Associates Mumbai

ASHAPURA INTIMATES FASHION LIMITED THANE 400060 MUMBAI 400060

114, 1st Floor, Birya House, Perin Nariman Street, Fort, Mumbai - 400 001
Tel. 40025231 / 40 **Cell No.:** 9892741823 **E-mail:** jpscs2007@gmail.com, jpsinghoffice@gmail.com

2. The Management of the Company is responsible to ensure the compliance of the Companies Act, 2013, and Rule relating to e-voting (through electronic means) and Poll on the resolutions contained in the Notice to Annual General Meeting (AGM) of the members of the Company. My responsibility as Scrutinizer for the e-voting process and for Poll is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the Reports generated from the e-voting system provided by CDSL, the authorized agency to provide e-voting facility engaged by the Company and also at the time of Poll at AGM.

3. I have submitted a separate scrutinizer report dated 29.09.2016 for e-voting on the resolutions contained in the Notice of AGM.

4. As requested by the Management, I submit herewith my combined Report on the results of e -voting together with the results of poll at the AGM as under:

Number of Members who cast their votes through e-voting and poll.	No. of Members voted	Total Number of Shares held by them.	Percentage
e-voting	34	15704874	97.83
Poll	17	350598	2.17
Total	51	16055472	100

VOTING RESULTS (EVOTING AND POLL) AGAINST EACH OF THE RESOLUTIONS

ORDINARY BUSINESS

Item No. 1:-

Ordinary Resolution to received, consider and adopt Audited Financial Statements(Including Audited Consolidated Financial Statements)for the financial year ended 31st March, 2016 and the report of the Auditors thereon.

(i) Voted **in favour** of the resolution

Particulars of Business	No. of Members voted	Number of votes cast by them	% of total number of valid votes cast
e-voting	34	15704874	97.83
Poll	17	350598	2.17
Total	51	16055472	100

(ii) Voted **against** the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0

Poll	0	0
Total	0	0

(iii) **Invalid** votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

Item No. 2:-

Ordinary Resolution to appoint a Director in place of Mr. Dinesh Chanubha Sodha (DIN 02836240), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution

Particulars of Business	No. of Members voted	Number of votes cast by them	% of total number of valid votes cast
e-voting	33	15104874	97.73
Poll	17	350598	2.27
Total	50	15455472	100

(ii) Voted **against** the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) **Invalid** votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

Item No. 3:-

Ordinary Resolution to appoint a Director in place of Mr. Hitesh Subhash Punjani (DIN 03268480), who retires by rotation and being eligible, offers himself for re-appointment.

Jaiprakash R. Singh & Associates Mumbai

KSHAPURA INTIMATES FASHION LIMITED THANE 421506 MUMBAI 400050

(i) Voted **in favour** of the resolution

Particulars of Business	No. of Members voted	Number of votes cast by them	% of total number of valid votes cast
e-voting	34	15704874	97.83
Poll	16	347595	2.17
Total	50	16052472	100

(ii.) Voted **against** the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) Invalid votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

Item No. 4:-

Ordinary Resolution to ratify the appointment of Statutory Auditors and fix their remuneration.

To ratify the appointment of M/S JDNG & Associates, Chartered Accountants, Mumbai (Firm Registration No. 104315W) approved by the Members in the previous Annual General Meeting as Statutory Auditors of the Company, to hold office from the conclusion of this meeting i.e. 10th Annual General Meeting until the conclusion of the 11th Annual General Meeting of the Company and to fix their remuneration for the financial year ending 31st March, 2017

(i) Voted **in favour** of the resolution

Particulars of Business	No. of Members voted	Number of votes cast by them	% of total number of valid votes cast
e-voting	34	15704874	97.83
Poll	17	350598	2.17
Total	51	16055472	100

(ii.) Voted **against** the resolution:

Jaiprakash R. Singh & Associates Mumbai

ASHAPURA INTIMATES FASHION LIMITED DHANE 87329 MUMBAI 400060

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) Invalid votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

SPECIAL BUSINESS

Item No. 5:-
Ordianry Resolution for Approval of Related Party Transactions with Momai Apparels Limited

"RESOLVED THAT pursuant to Regulation 23(8) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ('Regulations) effective from 1st December, 2015 governing the Related Party Transactions and all other applicable Acts, Rules, Regulations, Guidelines (including any statutory modifications or re-enactment thereof, for the time being in force), approval of the shareholders of the Company be and is hereby accorded for contract(s)/ transaction(s) with Momai Apparels Limited, a Related Party in accordance with the Regulations, the details of which are provided herein below:

Name of the related party	Momai Apparels Limited
Name of the Director or KMP who is related, if any	Mr. Harshad Thakkar , CMD Mr. Dinesh Sodha, Executive Director Mr. Hitesh Punjani, Executive Director
Description/Nature of Interested Party	Company in which three executive Directors are common and two executive directors holds more than 2% of its share capital
Nature of relationship	Material Subsidiary Company
Nature, material terms, monetary value and particulars of the contract or arrangement	Nature: Purchase of Finished Goods Duration: on Continues transaction basis, from year to year Value of the Transactions : At Arm's Length Price Value : Not exceeding to Rs. 250 Crore during any financial year.

"RESOLVED FURHTER THAT for the purpose of giving effect to the above, the Board of Directors of the Company be and is hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit and the Board is hereby further authorized to resolve and settle all questions, difficulties or doubts that may

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arise with regard to the said transaction and to finalize and execute all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental thereto as the Board in its absolute discretion may deem fit without being required to seek any further consent or approval of the shareholders."

(i) Voted **in favour** of the resolution

Particulars of Business	No. of Members voted	Number of votes cast by them	% of total number of valid votes cast
e-voting	24	1910277	84.49
Poll	17	350598	15.50
Total	41	2260875	100

(ii.) Voted **against** the resolution:

Particulars of Business	No. of Members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	1	157	100
Poll	0	0	0
Total	1	157	100

(iii) Invalid votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

Item No. 6:-

Ordianry Resolution for Revision in Remuneation of Mr. Harshad Thakkar (DIN: 01869173), Managing Director and Chairman (Executive) of the Company.

"RESOLVED THAT pursuant to section 196, 197 and any other applicable provisions of the companies Act, 2013 and the rules made there under read with schedule V to the said act and all other applicable ciculars, notifications and guidelines issued by ministry of Corporate Affairs or any other Authorities from time to time and further to the approval of Nomination and Remuneration Committee and the Board of Directors the consent of the Members be and is hereby accorded on such terms and conditions as set out below:-

a.	Salary	Rs.7,00,000/- per month
b.	Total Remuneration	The total remuneration including salary, allowances, perquisites and commission shall not exceed the limit(s) as specified in schedule V to the Companies Act, 2013.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to vary or incerase the remuneration specified above from time to time to the extent as the Board of Directors and on recommendation of Nomination and Remuneration Committee of the company may deem appropriate, provided that such variation or incerase, as the case may be, is within the overall limits specified under the relevant provisions of the Companies Act, 2013.

(i) Voted **in favour** of the resolution

Particulars of Business	No. of Members voted	Number of votes cast by them	% of total number of valid votes cast
e-voting	25	1910434	84.50
Poll	17	350598	15.50
Total	42	2261032	100

(ii.) Voted **against** the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) Invalid votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

Item No. 7:-

Ordianry Resolution for Revision in Remuneation of Mr.Dinesh Sodha (DIN : 02836240), Whole time Director.

"RESOLVED THAT pursuant to section 196, 197 and any other applicable provisions of the companies Act, 2013 and the rules made there under read with schedule V to the said act and all other applicable ciculars, notifications and guidelines issued by ministry of Corporate Affairs or any other Authorities from time to time and further to the approval of Nomination and Remuneration Committee and the Board of Directors the consent of the Members be and is hereby accorded on such terms and conditions as set out below:-

a.	Salary	Rs.3,00,000/- per month
b.	Total Remuneration	The total remuneration including salary, allowances, perquisites and commission shall not exceed the limit(s) as specified in schedule V to the Companies Act, 2013.

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"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to vary or incerase the Remuneration specified above from time to time to the extent as the Board of Directors and on recommendation of Nomination and Remuneration Committee of the company may deem appropriate, provided that such variation or incerase, as the case may be, is within the overall limits specified under the relevant provisions of the Companies Act, 2013.

(i) Voted **in favour** of the resolution

Particulars of Business	No. of Members voted	Number of votes cast by them	% of total number of valid votes cast
e-voting	33	15104874	97.73
Poll	17	350598	2.27
Total	50	15455472	100

(ii.) Voted **against** the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) Invalid votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

Item No. 8:-

Ordinary Resolution for Revision in Remuneation of Mr. Hitesh Punjani (DIN : 03268480), Executive Director

"RESOLVED THAT pursuant to section 196, 197 and any other applicable provisions of the companies Act, 2013 and the rules made there under read with schedule V to the said act and all other applicable ciculars, notifications and guidelines issued by ministry of Corporate Affairs or any other Authorities from time to time and further to the approval of Nomination and Remuneration Committee and the Board of Directors the consent of the Members be and is hereby accorded on such terms and conditions as set out below:-

a.	Salary	Rs.1,00,000/- per month
b.	Total Remuneration	The total remuneration including salary, allowances, perquisites and commission shall not exceed the limit(s) as specified in schedule V to the Companies Act, 2013.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to vary or incerase the Remuneration specified above from time to time to the extent as the Board of Directors and on recommendation of Nomination and Remuneration Committee of the company may deem appropriate, provided that such variation or incerase, as the case may be, is within the overall limits specified under the relevant provisions of the Companies Act, 2013.

(i) Voted **in favour** of the resolution

Particulars of Business	No. of Members voted	Number of votes cast by them	% of total number of valid votes cast
e-voting	34	15104874	97.75
Poll	16	347598	2.25
Total	50	15452472	100

(ii.) Voted **against** the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) Invalid votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

Thanking You,
Yours faithfully,
JAIPRAKASH R SINGH & ASSOCIATES
Company Secretaries

Proprietor
CP 4412
Membership No. F 7391
Place: Mumbai
Date: September 30, 2016