



August 13, 2024

The Manager
Corporate Relationship Department
BSE Limited
Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

The Manager
Listing Department
National Stock Exchange of India

Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051

BSE Scrip Code- 533267

Fax No.: 022-2272 3121/1278/1557/3354

**NSE Scrip Symbol: CANTABIL and Series:
EQ**

Fax No.: 022-26598237/38

Sub: Outcome of 320th Board Meeting held on 13th August, 2024

Dear Sir/Ma'am,

Pursuant to Regulation 30 & 33 read with Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ["SEBI (LODR)"], that the Board of Directors at its meeting held today i.e. on Tuesday, 13th day of August, 2024 which commenced at 12:00 Noon and concluded at 04:05 P.M at: B-16, Lawrence Road Industrial Area, and New Delhi-110035 inter alia transacted the following businesses:

1. Considered and approved the Un-Audited Standalone Financial Results alongwith a statement of Assets and liabilities and Cash Flow for the quarter ended on 30th June, 2024.
2. Reviewed and Considered the Limited Review Report issued by Statutory Auditors on the Unaudited Financial Results of the Company for the quarter ended on ended on 30th June, 2024 in the prescribed format issued by Auditors of the Company.
3. Media/ Press Release.
4. Recommended Final Dividend of Rs. 0.5/- (Rupees Fifty Paise Only) per share i.e @25% on equity share of face value of Rs. 2/- (Rupees Two only) each, fully paid up, for the financial year ended on 31st March, 2024 subject to approval of the Shareholders at ensuing Annual General Meeting ("AGM") of the Company. The record date for the purpose of payment of final dividend shall be August 30, 2024.
5. Approved the Notice of 36th Annual General Meeting (AGM) of the Company.
6. Considered the cessation of Mr. Balvinder Singh Ahluwalia, (DIN: 08522327) Independent Director of the Company on completion of tenure w.e.f. the close of business hours on September 25, 2024. **Annexure – I**

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7. Considered the cessation of Ms. Renu Jagdish, (DIN: 06971367) Independent Director of the Company on Completion of tenure w.e.f. the close of business hours on September 28, 2024. **Annexure -I**
8. On the recommendation of Nomination and Remuneration Committee, Board Approved the re-appointment of Mr. Rajeev Sharma, (DIN: 08528048) as an Independent Director for a period of 5 years w.e.f. September 26, 2024 up to September 25,2029, subject to approval of shareholders at the ensuing Annual General Meeting. **Annexure - I**
9. On the recommendation of Nomination and Remuneration Committee, Board approved the appointment of Mr. Lalit Kumar having DIN: 00025150 as an Additional Director (Non Executive & Independent Director) for a period of 5 years subject to the approval of shareholders at the ensuing Annual General Meeting. **Annexure - I**
10. On the recommendation of Nomination and Remuneration Committee, Board approved the appointment of Ms. Arpana Jain having DIN: 01034469 as an Additional Director (Non Executive & Independent Director) for a period of 5 years subject to the approval of shareholders at the ensuing Annual General Meeting. **Annexure - I**
11. Resignation of M/s Suresh & Associates (Registration No. 003316N), Chartered Accountants from the office of Statutory Auditors of the Company.(copy attached)
12. Appointment of M/s Walker Chandiok & Co LLP (Registration No. 001076N/ N500013) as the Statutory Auditor of the Company to fill up casual vacancy till the conclusion of ensuing Annual General Meeting of the Company.
13. On the recommendation of Audit Committee, the Board approved the appointment of M/s Walker Chandiok & Co LLP (Registration No. 001076N/ N500013) as the Statutory Auditor of the Company for the Financial Year 2024-25 to 2028-29 subject to the approval of the members.
14. Re-appointment of M/s. DPV & Associates LLP, Company Secretaries (Firm Reg. No. L2021DE009500) as the Secretarial Auditor of the Company for the Financial Year 2024-25.

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Further information as per Regulation 30 of the Listing Regulation for appointment/ cessation of Secretarial & Statutory Auditor is provided as under:

S. No.	Particulars	Details	Details	Details
1	Name of the firm/LLP	M/s Suresh & Associates,	M/s Walker Chandiook & Co LLP	M/s DPV & Associates LLP
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Resignation due to not increasing in the Audit Fees as proposed by the Statutory Auditors(refer their letter dated August 10, 2024 and August 12, 2024)	Appointment to fill casual vacancy and for next 5 years, caused due to the resignation of M/s Suresh & Associates	Re-Appointment
3	Date of appointment/re-appointment/cessation (as applicable) and term of appointment/re-appointment	The resignation of Statutory Auditors takes into effect from August 13, 2024	13.08.2024	13.08.2023
4	Term of appointment	N.A.	Till the date of ensuing Annual General Meeting of the Company, and, For the Financial Year 2024-25 to 2028-29	For the Financial Year 2024-25
5	Brief profile (in case of appointment)	N.A.	Refer attached Firm Profile of M/s Walker Chandiook & Co LLP	M/s DPV & Associates LLP is a Company Secretary Firm (Firm Reg. No. L2021DE009500) based out of Delhi, The founder of Firm Mr. Devesh

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H.Off. : B-16, Lawrence Road Ind. Area, New Delhi - 110 035. Tel : 011-41414188, 46818101
e-mail : info@cantabilinternational.com **Website** : www.cantabilinternational.com **CIN No.** L74899DL1989PLC034995
Works : Plot No. 359,360 & 361, Phase 4-B, Sec.-17, HSIIDC Industrial Estate, Footwear Park, Bahadurgarh, Haryana-124507



				<p>Kumar Vasisht possesses more than 18 years in the field of Corporate Law Advisory & Compliances, Due Diligence, Secretarial Audit, Corporate Governance Services, Legal Drafting, Opinions and advising clients on various transactions, corporate restructuring, related party transactions, Advising clients on SEBI & Stock Exchange compliance related matters including PIT compliances.</p>
6	Disclosure of relationships between Directors	Not related to any Director/KMP of the Company	Not related to any Director/KMP of the Company	Not related to any Director/KMP of the Company

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Annexure – I

Details required under Regulation 30 of the SEBI Listing Regulations read along with SEBI circular CIR/CFD/CMD/4/2015 dated September 9, 2015

S. No	Particulars	Details	Details	Details	Details	Details
1	Name of Director	Mr. Balvinder Singh Ahluwalia	Mrs. Renu Jagdish	Mr. Rajeev Sharma	Mr. Lalit Kumar	Ms. Arpana Jain
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Cessation (Completion of tenure as an Independent Director)	Cessation (Completion of tenure as an Independent Director)	Re-appointment	Appointment	Appointment
3	Date of appointment /re-appointment / cessation (as applicable) and term of appointment /re-appointment	Cessation of Mr. Balvinder Singh Ahluwalia will be effected from September 26, 2024	Cessation of Ms. Renu Jagdish will be effected from September 29, 2024	26.09.2024	13.08.2024	13.08.2024
4	Term of appointment	NA	NA	Re-appointment for second term for five consecutive years effective from September 26, 2024 to September 25, 2029 subject to the approval of the members in the ensuing Annual General	For a period of 5 years subject to the approval of the members in the ensuing General Meeting	For a period of 5 years subject to the approval of the members in the ensuing General Meeting

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				Meeting.		
5	Brief profile (in case of appointment)	NA	NA	<p>Mr. Rajeev Sharma joined Haryana Civil Services in 1976 and was elevated to IAS-allotted 1989 Batch. After serving 35 years, he retired on 31st May, 2011. During the services, he served in departments of Agriculture, Tourism and Hospitality, Cooperation, Education, Information & Culture Affairs, Social Welfare etc. He worked as-</p> <ul style="list-style-type: none"> • Director in Public Relation and Cultural Affairs • Commissioner in Municipal Corporation Gurgaon • Divisional Commissioner in 	<p>Mr. Lalit Kumar is a Rank Holder Chartered Accountant & Company Secretary. He was the President of M/s Vishal Retail Limited in 2008 and CEO of Ebony Retail Holdings LTD from year 2005 to 2007. He was also heading the Retail Division of Jumbo Electronics LLC Dubai. He has a strong understanding of retail space in India with the ability to monitor new market developments.</p>	<p>Ms. Arpana Jain is a Chartered Accountant with over 30 years of experience in the field of Financial Management, Auditing and Taxation, Statutory Audit, Internal Audit, Tax Audit, System Audit, Concurrent Audit, Bank Audit, Company Law Matters, FEMA, Accounting and GST</p>

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				<p>Gurgaon and Rohtak</p> <ul style="list-style-type: none"> • Appellate Authority for Revenue and Village Common Land Act cases • Appellate Authority under RTI Act <p>State Election Commissioner in Haryana</p>		
6	Disclosure of relationships between Directors	Not related to any Director/KMP of the Company		Not related to any Director/KMP of the Company	Not related to any Director/KMP of the Company	Not related to any Director/KMP of the Company
7	Affirmation that the Director being appointed is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority	NA	NA	We affirm that Mr. Rajeev Sharma is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority. Nomination and Remuneration Committee and the Board of Directors of the Company has also verified that	We affirm that Mr. Lalit Kumar is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority. Nomination and Remuneration Committee and the Board	We affirm that Ms. Arpana Jain is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority. Nomination and

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				Mr. Rajeev Sharma is not debarred from holding the office of director pursuant to any SEBI order	of Directors of the Company has also verified that Mr. Lalit Kumar is not debarred from holding the office of director pursuant to any SEBI order	Remuneration Committee and the Board of Directors of the Company has also verified that Ms. Arpana Jain is not debarred from holding the office of director pursuant to any SEBI order
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You are requested to take the above on record and inform all those concerned.

Thanking you,

Yours faithfully,

For Cantabil Retail India Limited

**POONAM
CHAHAL**

Digitally signed by POONAM CHAHAL
DN: c=IN, o=Personal,
pseudoym=c=KazajGSU1J2Hlqg001979L8upaW,
2.5.4.20=9c18a3d106ad0e7576f6e12855599059256b8957b
4cf10406f552e447e81b0c, postalCode=110085, st=Delhi,
serialNumber=10c4ba7b6ddc340378d7fc6831c1010f8c37c1
39ad78cf5ae0dc886b5e35d, cn=POONAM CHAHAL
Date: 2024.08.13 15:55:00 +05'30'

**Poonam Chahal
Company Secretary & Compliance Officer
FCS No. 9872**

Encl: as above

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Walker Chandiook & Co LLP

Profile

About Walker Chandiook & Co LLP

Date of establishment	01 Jan 1935
Date of conversion to LLP	25 Mar 2014
Registrations and empanelment	The Institute of Chartered Accountants of India Public Company Accounting Oversight Board Comptroller and Auditor General of India
Registered office	L-41, Connaught Circus, New Delhi-110001
Number of partners*	68
Number of qualified staff*	1000+
Number of trainees*	600+
Number of other employees*	618+
Total number of partners and staff	2286+
Number and Location of Offices*	15 [Bengaluru, Chandigarh, Chennai, Delhi (2 offices including head office), Goa, Gurgaon, Hyderabad, Kolkata, Mumbai, Noida, Pune, Kochi, Dehradun and Ahmedabad]

*As at 30 June 2024



SURESH & ASSOCIATES

CHARTERED ACCOUNTANTS

4C, Bigjo's Tower, Netaji Subhash Place

Pitampura, Delhi-110034

Ph: 011- 45058028

Email: suresh_associates@rediffmail.com

Date: 10.08.2024

Board of Directors
Cantabil Retail India Limited
New Delhi

Sub: Resignation from the office of statutory auditors.

Dear Sir(s),

Please refer to our letter dated 15.07.2024 wherein we have proposed an increment in our statutory audit fees. However, we have not received any acceptance from your side and have been informed that there is no consideration for the increase, therefore in the absence of such increase in fees it is not possible for us to continue as statutory auditors of the company for FY 2024-2025 and onwards. We hereby tender our resignation from the office of statutory auditors of the company. You are requested to accept the same and relieve us from the office of statutory auditors.

Thanking You

Yours Sincerely

For Suresh & Associates
Chartered Accountants
FRN: 003316N

CA Narendra K Arora
Partner
M No. 088256



ANNEXURE A

Disclosure of Information as per Securities and Exchange Board of India circular CIR /CFD/CMD1/114/2019, dated 18 October 2019

No.	Particulars	Details
1	Name of listed entity	CANTABIL RETAIL INDIA LIMITED
2	Details of statutory auditor:	
	Name	SURESH & ASSOCIATES
	Address	4C, BIGJO'S TOWER, NETAJI SUBHASH PLACE, PITAMPURA, Delhi-110034
	Phone number	011-45058028
	Email	suresh_associates@rediffmail.com
3	Details of association with the listed entity/ material subsidiary:	
	A. Date on which the statutory auditor was appointed:	23/09/2022
	B. Date on which the term of the statutory auditor was scheduled to expire:	Till the conclusion of 39 th Annual General Meeting of the Company to be held in the year 2027.
	C. Prior to resignation, the latest report/limited review report submitted by the auditor and date of its submission.	Independent Auditors Report submitted on 15/05/2024.
4	Detailed reasons for resignation:	Refer to resignation letter dated 10/08/2024.
5	In case of any concerns, efforts made by the auditor prior to resignation (including approaching the audit committee/ board of directors along with the date of communication made to the audit committee/ board of directors):	Refer to letter dated 15/07/2024.
6	In case the information requested by the auditor was not provided, then following shall be disclosed:	Not Applicable
	A. Whether the inability to obtain sufficient appropriate audit evidence was due to a management-imposed limitation or circumstances beyond the control of the management.	
	B. Whether the lack of information would have significant impact on the financial statements/results.	
	C. Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/limited review as laid down in SA 705 (revised)	



	D. Whether the lack of information was prevalent in the previous reported financial statements/ results. If yes, on What basis the previous audit/limited review reports were issued.	
7	Any other facts relevant to the resignation:	None

Declaration:

1. We hereby confirm that the information given in this letter and its attachments is correct and complete.
2. We hereby confirm that there are no other material reasons other than those provided above for resignation of our firm.

For **Suresh & Associates**

FRN: 0003316N

Chartered Accountants

(CA Narendra Kumar Arora)

Partner

M. No. 088256

Date: 10.08.2024

Place: New Delhi





SURESH & ASSOCIATES

CHARTERED ACCOUNTANTS

4C, Bigjo's Tower, Netaji Subhash Place
Pitampura, Delhi-110034

Ph: 011- 45058028

Email: suresh_associates@rediffmail.com

Date: 12.08.2024

The Board of Directors
Cantabil Retail India P Ltd
New Delhi

Re: Clarification on effective date of resignation

Dear Sir(s),

Please refer to our letter dated 10th August 2024 wherein we have tendered our resignation from office of the statutory auditors of the company. Regarding your concern on issuance of limited review report for quarter ended on 30th June 2024, please be informed that our resignation is subject to acceptance by the Board of Directors. Till resignation is accepted by the board we shall discharge all responsibilities including issuance of limited review audit report for the quarter ended on 30th June 2024.

We have been informed that the board meeting of the company is scheduled on 13th August 2024 therefore effective date of our resignation shall be 13th August 2024.

Thanking you

Yours Sincerely

For Suresh & Associates
FRN : 003316N
Chartered Accountants

(CA Narendra Kumar Arora)
Partner
M.No. 088256

