CELEBRITY FASHIONS LIMITED

Outcome of Voting on Postal Ballot

Voting Results as per Clause 35A of Equity Listing Agreement with Stock Exchanges

Date of AGM/EGM	Postal Ballot **Voting period from 20th March,2015 to 18th April,2015**
Total Number of Shareholders as on record date (i.e 06th March 2015.Cut off date)	12333
No. of Shareholders present in the Meeting either in person or through proxy	
Promoter and Promoter Group	N.A
Public	N.A
No. of Shareholders attended the meeting through Video Conferencing	N.A

Agenda-wise

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

Item No	Details of Agenda	Resolution Required (Ordinary / Special)	Mode of Voting (Show of Hands /Poll/Postal Ballot/ E-voting)	Remarks
1	To approve Transactions with Related Party	Special	E-Voting & Postal Ballot	The resolution was passed with requisite majority
2	Approval for sale of immoveable property of the Company	Special	E-Voting & Postal Ballot	The resolution was passed with requisite majority

CELEBRITY FASHIONS LIMITED ★ CHENNAI 600 045

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

1.To Approve Transactions with Related Party

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	14693796	0	0.00%	0	0	0	0
Public - Institutional holders	10819100	0	0.00%	0	0	0	0
Public-Others	13490869	9494	0.07%	9494	1	100	0.00010533
Total	**39003765**	**9494**	**0.02%**	**9494**	**1**	**100**	**0.00010533**

* 15710654 Votes abstained and *200 Invalid Votes

2.Approval for sale of immoveable property 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	14693796	14685035	99.94%	14685035	0	100	0
Public - Institutional holders	10819100	0	0.00%	0	0	0	0
Public-Others	13490869	1034398	7.67%	1034398	581	100	0.00036833
Total	**39003765**	**15719433**	**40.30%**	**15719433**	**581**	**100**	**0.00002424**

*335 Invalid Votes

For CELEBRITY FASHIONS LIMITED

K. Senthi

K. SENTHILKUMAR
Company Secretary

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.

To

The Chairman,
CELEBRITY FASHIONS LIMITED

Report of Scrutinizer

I, S Bhaskar, a Company Secretary in Practice having my office at Third Floor, New No. 74, (Old No.62), Akshaya Flats, 12th Avenue, Ashok Nagar, Chennai-83 had been appointed as the scrutinizer to conduct postal ballot process in respect of the following resolution:

a) Special resolution under section 188 of the Companies Act, 2013 and pursuant to revised clause 49(VII) of the listing agreement authorizing the board of directors to enter into a contract(s)/ arrangement(s)/ transactions(s) with Indian Terrain Fashions Limited upto a maximum limit of Rs. 40 Crores.

b) Special resolution under section 180(1)(a) and other applicable provisions of the Companies Act, 2013 authorizing the board of directors to sell, transfer, and/or otherwise dispose of company's property situated at 72/1, Sennerkuppam Village , Poonamalle, Chennai 600 054.

Pursuant to the notice dated 11.03.2015 issued under section 110 of the Companies Act 2013.

I have scrutinized the Postal Ballot Forms and e-voting and votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014.

I now submit my report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said resolutions.

S. BHASKAR Chennai-83 Company Secretary in Practice

a) **Special resolution under section 188 of the Companies Act, 2013 and pursuant to revised clause 49(VII) of the listing agreement authorizing the board of directors to enter into a contract(s)/ arrangement(s)/ transactions(s) with Indian Terrain Fashions Limited upto a maximum limit of Rs. 40 Crores.**

Item No of Notice		Votes in favour of the resolution (A)			Votes against the resolution (B)			Total		Invalid votes/Abstained (C)	
		Nos.	Shares	%	Nos.	Shares	%	Shares	%	Nos.	Shares
Item No: 1 of the Notice (Special Resolution)	e-Voting	10	6700	100	1	1	0.00	6701	100	5*	15710654
	Postal Ballot	31	2794	100	0	0	0.00	2794	100	1#	200
	Total	41	9494		**1**	**1**		**9495**		**6**	**15710854**
Total(A+B+C)										**48**	**15720349**

*** - Abstained, #-Invalid**

b) **Special resolution under section 180(1)(a) and other applicable provisions of the Companies Act, 2013 authorizing the board of directors to sell, transfer, and/or otherwise dispose of company's property situated at 72/1, Sennerkuppam Village , Poonamalle, Chennai 600 054.**

Item No of Notice		Votes in favour of the resolution (A)			Votes against the resolution (B)			Total		Invalid votes/Abstained (C)	
		Nos.	Shares	%	Nos.	Shares	%	Shares	%	Nos.	Shares
Item No: 2 of the Notice (Special Resolution)	e-Voting	13	15716974	100	3	381	0.00	15717355	100	0	0
	Postal Ballot	28	2459	92.48	1	200	7.52	2659	100	3#	335
	Total	41	15719433		**4**	**581**		**15720014**		**3**	**335**
Total (A+B+C)										**48**	**15720349**

#-Invalid

Place: Chennai
Date: 21.04.2015

Signature:
Name: S. Bhaskar
COP No: 8315

S. BHASKAR Chennai-83 Company Secretary in Practice