

Avenue Supermarts Limited

Plot No. B-72 & B-72A, Wagle Industrial Estate, Thane (West), Maharashtra, India - 400 604

Tel.: 91 22 33400500 ♦ Fax: 91 22 33400599 ♦ e-mail: info@dmartindia.com ♦ Website: www.dmartindia.com

30th August, 2018

BSE Limited

Corporate Services Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

The National Stock Exchange of India Limited

Corporate Communications Department
“Exchange Plaza”, 5th Floor,
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400 051

BSE Scrip Code: 540376

NSE Scrip Symbol: DMART

Sub: Disclosure of Voting results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

In accordance with the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of voting results along with the consolidated Scrutinizers' Report on remote e-voting and voting through physical ballots for the 18th Annual General Meeting (AGM) of the Company, held on Tuesday, August 28, 2018 at Nehru Centre Auditorium, Discovery of India Building, Ground Floor, Dr. Annie Besant Road, Worli, Mumbai – 400 018 at 11.00 a.m.

Kindly take the above on record and oblige.

Thanking you,

Yours faithfully,

For Avenue Supermarts Limited



Ashu Gupta

Company Secretary & Compliance Officer



Encl: as above

Avenue Supermarts Limited

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Details of the voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM/EGM	28.08.2018
Total number of shareholders on record date (i.e. August 21, 2018)	183,730
No. of shareholders present in the meeting either in person or through proxy:	209
Promoters and Promoter Group:	5
Public:	204
No. of Shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group:	NIL
Public	NIL



Agenda-wise Disclosure

Avenue Supermarts Limited								
Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Standalone and Consolidated Audited Accounts of the Company along with the reports of the Board of Directors and Auditors thereon.					
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
Promoter and Promoter Group	E-Voting	506777156	506669156	99.98	506669156	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		506669156	99.98	506669156	0	100.00	0.00
Public Institutions	E-Voting	53070055	37477108	70.62	37477108	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		37477108	70.62	37477108	0	100.00	0.00
Public Non Institutions	E-Voting	64237275	319699	0.50	319544	155	99.95	0.05
	Poll		18864949	29.37	18864889	60	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		19184648	29.87	19184433	215	100.00	0.00
Total		624084486	563330912	90.27	563330697	215	100.00	0.00

% rounded off to nearest number



Avenue Supermarts Limited								
Resolution Required : (Ordinary)			2 - Re-appointment of Mr. Ramakant Baheti (DIN: 00246480) who retires by rotation and being eligible, offers himself for re-appointment.					
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
Promoter and Promoter Group	E-Voting	506777156	506669156	99.98	506669156	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		506669156	99.98	506669156	0	100.00	0.00
Public Institutions	E-Voting	53070055	37576121	70.80	22931083	14645038	61.03	38.97
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		37576121	70.80	22931083	14645038	61.03	38.97
Public Non Institutions	E-Voting	64237275	319333	0.50	318705	628	99.80	0.20
	Poll		15764949	24.54	15764949	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16084282	25.04	16083654	628	100.00	0.00
Total		624084486	560329559	89.78	545683893	14645666	97.39	2.61

% rounded off to nearest number



Avenue Supermarts Limited								
Resolution Required : (Ordinary)			3 - Ratification of S R B C & Co. LLP, Chartered Accountants (Firm Registration No.: 324982E/E300003) as the Statutory Auditors of the Company.					
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
Promoter and Promoter Group	E-Voting	506777156	506669156	99.98	506669156	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		506669156	99.98	506669156	0	100.00	0.00
Public Institutions	E-Voting	53070055	37660671	70.96	35444974	2215697	94.12	5.88
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		37660671	70.96	35444974	2215697	94.12	5.88
Public Non Institutions	E-Voting	64237275	319501	0.50	319221	280	99.91	0.09
	Poll		18864949	29.37	18864949	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		19184450	29.87	19184170	280	100.00	0.00
Total		624084486	563514277	90.29	561298300	2215977	99.61	0.39

% rounded off to nearest number



Avenue Supermarts Limited

Resolution Required : (Special)			4 - To offer / issue secured, rated, cumulative, redeemable non-convertible debentures up to an amount not exceeding Rs. 1,500 crores (Rupees One Thousand and Five Hundred Crore only).					
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]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	506777156	506669156	99.98	506669156	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		506669156	99.98	506669156	0	100.00	0.00
Public Institutions	E-Voting	53070055	37660671	70.96	37660671	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		37660671	70.96	37660671	0	100.00	0.00
Public Non Institutions	E-Voting	64237275	318899	0.50	317613	1286	99.60	0.40
	Poll		18864949	29.37	18864919	30	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		19183848	29.86	19182532	1316	99.99	0.01
Total		624084486	563513675	90.29	563512359	1316	100.00	0.00

% rounded off to nearest number



Avenue Supermarts Limited

Resolution Required : (Ordinary)			5 - To approve re-appointment of Mr. Elvin Machado as a Whole-time Director for a period of 3 (three) years w.e.f. 10th June, 2018.					
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
Promoter and Promoter Group	E-Voting	506777156	506669156	99.98	506669156	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		506669156	99.98	506669156	0	100.00	0.00
Public Institutions	E-Voting	53070055	37660671	70.96	34927397	2733274	92.74	7.26
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		37660671	70.96	34927397	2733274	92.74	7.26
Public Non Institutions	E-Voting	64237275	318960	0.50	318251	709	99.78	0.22
	Poll		18464549	28.74	18464549	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		18783509	29.24	18782800	709	100.00	0.00
Total		624084486	563113336	90.23	560379353	2733983	99.51	0.49

% rounded off to nearest number



Avenue Supermarts Limited								
Resolution Required : (Ordinary)			6 - To approve appointment of Ms. KalpanaUnadkat (DIN: 02490816) as an Independent Director for a period of 5 (five) years w.e.f. 30th July, 2018.					
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
Promoter and Promoter Group	E-Voting	506777156	506669156	99.98	506669156	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		506669156	99.98	506669156	0	100.00	0.00
Public Institutions	E-Voting	53070055	36451817	68.69	36438217	13600	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		36451817	68.69	36438217	13600	99.96	0.04
Public Non Institutions	E-Voting	64237275	319356	0.50	318508	848	99.73	0.27
	Poll		18864949	29.37	18864949	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		19184305	29.86	19183457	848	100.00	0.00
Total		624084486	562305278	90.10	562290830	14448	100.00	0.00

% rounded off to nearest number



Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

29th August, 2018

To,
The Chairman
Avenue Supermarts Limited
Anjaneya CHS Limited, Orchard Avenue,
Opp. Hiranandani Foundation School,
Powai, Mumbai-400 076

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballots at 18th Annual General Meeting of the members of Avenue Supermarts Limited

Avenue Supermarts Limited ("the Company") at their Board meeting held on 5th May, 2018 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots on the resolutions contained in the Notice dated 5th May, 2018 and Addendum to the Notice dated 30th July, 2018 of the 18th Annual General Meeting of the Company held on 28th August, 2018 as prescribed under Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with Rules made thereunder and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical voting through ballots on the resolutions as contained in the aforesaid Notice and Addendum to the Notice of the 18th Annual General Meeting of the Members of the Company. My responsibility as Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballots is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited, the agency engaged by the Company to provide remote e-voting facility and physical voting through ballots as provided by Link Intime India Private Limited.

As required under Section 101 of the Act, a notice along with explanatory statement and Addendum to the Notice under Section 102 of the Act for the 18th Annual General Meeting was sent to the Members by permitted means, for seeking approval of members on following resolutions:



1. **Resolution No. 1** as an Ordinary Resolution;
 - a. To receive, consider and adopt the standalone audited financial statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon;
 - b. To receive, consider and adopt the consolidated audited financial statements of the Company for the financial year ended 31st March, 2018 together with the Reports of Auditors thereon;
2. **Resolution No. 2** as an Ordinary Resolution for re-appointment of Mr. Ramakant Baheti (DIN: 00246480), who retired by rotation at 18th Annual General Meeting and being eligible, had offered himself for re-appointment;
3. **Resolution No. 3** as an Ordinary Resolution for ratification of appointment of M/s. S R B C & Co. LLP, Chartered Accountants (Firm Registration No. 324982E/E00003) as the Statutory Auditors of the Company to hold office from conclusion of 18th Annual General Meeting until the conclusion of 19th Annual General Meeting of the Company and to authorize Board of Directors to fix their remuneration;
4. **Resolution No. 4** as a Special Resolution for authorizing the Board of Directors to offer, issue and allot secured, rated, cumulative, redeemable non-convertible debentures aggregating to Rs. 15,000,000,000/- (Rupees One Thousand and Five Hundred Crore only) by way of private placement;
5. **Resolution No. 5** as an Ordinary Resolution for re-appointment of Mr. Elvin Machado (DIN: 07206710) as a Whole-time Director for a period of 3 (three) years w.e.f. 10th June, 2018 to 9th June, 2021 and terms and conditions thereof including payment of remuneration to him;
6. **Resolution No. 6** as an Ordinary Resolution for appointment of Ms. Kalpana Unadkat (DIN: 02490816) as an Independent Director for a period of 5 (five) years w.e.f. 30th July, 2018, not liable to retire by rotation.

The Company provided the remote e-voting facility offered by National Securities Depository Limited to cast votes on aforesaid resolutions to the members of the Company. The Company had also made available the physical ballots at the 18th Annual General Meeting to enable the members to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to Shareholders of the Company to exercise their voting rights from 9.00 a.m. of Friday, 24th August, 2018 up to 5.00 p.m. of Monday, 27th August, 2018. Accordingly, e-votes casted up to 5.00 p.m. of Monday, 27th August, 2018 have been considered for my scrutiny.

After the conclusion of the 18th Annual General Meeting, first the voting conducted through physical ballots at the meeting was unlocked in the presence of two witnesses not in



employment of the Company, namely Mr. Vishal Adhav and Ms. Shweta Mohite and thereafter remote e-voting was unblocked in the presence of two witnesses not in employment of the Company, namely Mr. Paras Daftary and Mr. Yash Jain. A summary of the votes cast by shareholders through remote e-voting and physical ballots at the 18th Annual General Meeting with their pattern of voting is as per Annexure enclosed to this Report.

The results of the voting by members through remote e-voting and physical ballots at the 18th Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Meeting.

Thanking you,

Yours sincerely,
For RATHI & ASSOCIATES
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER
FCS NO. 5171
COP NO. 3030



ANNEXURE

The summary of the votes cast through remote e-voting and physical ballots received for each of the resolutions is given below:

For Resolution No. 1:

Sr. No.	Particulars	Resolution 1	
		No. of Physical ballots / Remote e-voting Confirmations	No. of Shares voted
a.	Votes cast through physical ballots	69	1,88,64,999
b.	Remote e-voting confirmations received	726	54,46,60,577
	Total	795	56,35,25,576
c.	Less: Invalid Ballots / Remote e-voting confirmations	7	1,94,664
d.	Net Valid Physical Ballot Forms / Remote e-voting confirmations	788	56,33,30,912
	(i) Physical Ballot Forms / Remote e-voting confirmations with assent for the Resolution	777	56,33,30,697
% of Assent			100*
	(ii) Physical Ballot Forms / Remote e-voting confirmations with dissent for the Resolution	11	215
% of Dissent			-

*Rounded off to nearest number



For Resolution No.2:

Sr. No.	Particulars	Resolution 2	
		No. of Physical ballots / Remote e-voting Confirmations	No. of Shares voted
a.	Votes cast through physical ballots	68	1,57,64,999
b.	Remote e-voting confirmations received	722	54,47,59,224
	Total	790	56,05,24,223
c.	Less: Invalid Ballots / Remote e-Voting confirmations	7	1,94,664
d.	Net Valid Physical Ballot Forms / Remote e-voting confirmations	783	56,03,29,559
	(i) Physical Ballot Forms / Remote e-voting confirmations with assent for the Resolution	593	54,56,83,893
% of Assent			97.39
	(ii) Physical Ballot Forms / Remote e-voting confirmations with dissent for the Resolution	190	1,46,45,666
% of Dissent			2.61



For Resolution No. 3:

Sr. No.	Particulars	Resolution 3	
		No. of Physical ballots / Remote e-voting Confirmations	No. of Shares voted
a.	Votes cast through physical ballots	69	1,88,64,999
b.	Remote e-voting confirmations received	721	54,48,43,942
	Total	790	56,37,08,941
c.	Less: Invalid Ballots / Remote e-voting confirmations	7	1,94,664
d.	Net Valid Physical Ballot Forms / Remote e-voting confirmations	783	56,35,14,277
	(i) Physical Ballot Forms / Remote e-voting confirmations with assent for the Resolution	760	56,12,98,300
% of Assent			99.61
	(ii) Physical Ballot Forms / Remote e-voting confirmations with dissent for the Resolution	23	22,15,977
% of Dissent			0.39



For Resolution No. 4:

Sr. No.	Particulars	Resolution 4	
		No. of Physical ballots / Remote e-voting Confirmations	No. of Shares voted
a.	Votes cast through physical ballots	69	1,88,64,999
b.	Remote e-voting Confirmations received	721	54,48,43,340
	Total	790	56,37,08,339
c.	Less: Invalid Ballots / Remote e-voting confirmations	7	1,94,664
d.	Net Valid Physical Ballot Forms / Remote e-voting confirmations	783	56,35,13,675
	(i) Physical Ballot Forms / Remote e-voting confirmations with assent for the Resolution	752	56,35,12,359
% of Assent			100*
	(ii) Physical Ballot Forms / Remote e-voting confirmations with dissent for the Resolution	31	1,316
% of Dissent			-

*Rounded off to nearest number



For Resolution No. 5:

Sr. No.	Particulars	Resolution 5	
		No. of Physical ballots / Remote e-voting Confirmations	No. of Shares voted
a.	Votes cast through physical ballots	68	1,84,64,599
b.	Remote e-voting Confirmations received	717	54,48,43,401
	Total	785	56,33,08,000
c.	Less: Invalid Ballots / Remote e-voting confirmations	7	1,94,664
d.	Net Valid Physical Ballot Forms / Remote e-voting confirmations	778	56,31,13,336
	(i) Physical Ballot Forms / Remote e-voting confirmations with assent for the Resolution	731	56,03,79,353
% of Assent			99.51
	(ii) Physical Ballot Forms / Remote e-voting confirmations with dissent for the Resolution	47	27,33,983
% of Dissent			0.49



For Resolution No. 6:

Sr. No.	Particulars	Resolution 6	
		No. of Physical ballots / Remote e-voting Confirmations	No. of Shares voted
a.	Votes cast through physical ballots	69	1,88,64,999
b.	Remote e-voting Confirmations received	717	54,36,34,943
	Total	786	56,24,99,942
c.	Less: Invalid Ballots / Remote e-voting confirmations	7	1,94,664
d.	Net Valid Physical Ballot Forms / Remote e-voting confirmations	779	56,23,05,278
	(i) Physical Ballot Forms / Remote e-voting confirmations with assent for the Resolution	746	56,22,90,830
% of Assent			100*
	(ii) Physical Ballot Forms / Remote e-voting confirmations with dissent for the Resolution	33	14,448
% of Dissent			-

***Rounded off to nearest number**

