

INTEGRA GARMENTS AND TEXTILES LIMITED

(Formerly known as Five Star Mercantile Limited)

Plot No: G2, MIDC Industrial Estate, Post Salai Dhaba, Butibori, Nagpur: 441122

Date: 22nd September, 2017

Corporate Relations Department
BSE Limited,
1st Floor, New Trading Wing,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai - 400 001.
Security Code: 535958

The Market Operations Department
**National Stock Exchange of India
Limited,**
Exchange Plaza, 5th Floor,
Plot No C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051.
Company Code: INTEGRA

Dear Madam/ Sir,

Sub: Outcome, proceedings and Voting Results of the 10th Annual General Meeting ("AGM") of Integra Garments and Textiles Limited under Regulations 30 and 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

With reference to the captioned subject, the 10th AGM of the Company was held on Friday, September 22, 2017 at 11.30 a.m. at "Plot No: G2, MIDC Industrial Estate, Post Salai Dhaba, Butibori, Nagpur, Maharashtra- 441122".

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith a brief of the proceedings of the 10th Annual General Meeting of the Company (**Annexure-A**).

Further, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the details of the voting results of the business transacted at the 10th AGM in the prescribed format (**Annexure - B**) along with the Consolidated Report of the Scrutinizer on remote e-voting and voting through Physical Ballot at the AGM (**Annexure - C**).

The above mentioned reports are also being hosted on the Website of the Company and Scrutinizer's Report shall be uploaded on the Website of Central Depository Services (India) Limited.

We request you to kindly take the above on record.

For Integra Garments and Textiles Limited


Anmay Bhat
Company Secretary

Encl.: As above



W: [@: corporatesecretarial@integragarments.com](http://www.integragarments.com)

T: 022-66154651

CIN No.: L18109MH2007PLC172888

INTEGRA GARMENTS AND TEXTILES LIMITED

(Formerly known as Five Star Mercantile Limited)

Plot No: G2, MIDC Industrial Estate, Post Salai Dhaba, Butibori, Nagpur: 441122

(Annexure – A)

Brief of the Proceedings

Date	:	22 nd September, 2017
Day	:	Friday
Time	:	11.30 a.m.
Venue	:	Plot No: G2, MIDC Industrial Estate, Post Salai Dhaba, Butibori, Nagpur, Maharashtra- 441122

Brief description of the agenda items considered at the 10th Annual General Meeting along with the Results:

S. No.	Agenda Items	Type of Resolution	Voting Results	
			Mode of voting	Results
1.	To receive, consider and adopt the Financial Statements of the Company for the Financial Year ended 31 st March, 2017 and Reports of the Directors and Auditors thereon.	Ordinary	Remote e-voting facility and Ballot Paper at the AGM	All the Resolutions were passed with a requisite majority.
2.	To appoint a director in place of Mr. Rajendar Kumar Rewari (DIN: 00619240) who retires by rotation and is eligible for re-appointment.	Ordinary		
3.	To appoint M/s. C.S. Chaubey & Co., Chartered Accountants, Mumbai (Firm Registration No. – 138267W) as the Statutory Auditors of the Company for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 15 th Annual General Meeting to be held in the year 2022 and to authorise the Board of Directors to fix their remuneration.	Ordinary		
4.	To issue Non-Convertible Debentures on private placement basis.	Special		



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Integra Garments and Textiles Limited
Voting Results of the 10th AGM held on 22nd September, 2017

Annexure B

Date of the AGM:	22-Sep-17
Total Number of shareholders on record date:	17783
No. of shareholders present in the meeting either in person or through proxy:	46
Promoters and Promoter Group:	7
Public:	39
No. of Shareholders attended the meeting through Video Conferencing	0
Promoters and Promoter Group:	0
Public:	0



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Item No. 1 - Adoption of Financial Statements for the year ended 31st March, 2017

Resolution Required: Ordinary

Whether Promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	23090657	23090657	100%	23090657	0	100%	0
	Postal Ballot	-	-	-	-	-	-	-
	Total	23090657	23090657	100%	23090657	0	100%	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	-	-	-	-	-	-	-
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-voting	6613	6613	100%	6043	570	91.38%	8.62%
	Poll	579990	579990	100%	579990	0	100%	0
	Postal Ballot	-	-	-	-	-	-	-
	Total	586603	586603	100%	586033	570	99.903%	0.097
Total*		23677260	23677260	100%	23676690	570	100%	0.00

Integra Garments and Textiles Limited
Voting Results of the 10th AGM held on 22nd September, 2017

Item No. 2 - Re-appointment of Mr. Rajendar Kumar Rewari (DIN: 00619240) as Director

Resolution Required: Ordinary

Whether Promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	23090657	23090657	100%	23090657	0	100%	0
	Postal Ballot	-	-	-	-	-	-	-
	Total	23090657	23090657	100%	23090657	0	100%	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	-	-	-	-	-	-	-
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-voting	6613	6613	100	4543	2070	68.70%	31.30%
	Poll	579990	579990	100%	579990	0	100%	0
	Postal Ballot	-	-	-	-	-	-	-
	Total	586603	586603	100%	584533	2070	99.647%	0.353%
Total		23677260	23677260	100%	23675190	2070	99.99%	0.01



Integra Garments and Textiles Limited
Voting Results of the 10th AGM held on 22nd September, 2017

Item No. 3 - Appointment of M/s. C.S. Chaubey & Co., Chartered Accountants, Mumbai (FRN: 138267W) as Statutory Auditors of the Company for a period of Five years

Resolution Required: Ordinary

Whether Promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	23090657	23090657	100%	23090657	0	100%	0
	Postal Ballot	-	-	-	-	-	-	-
	Total	23090657	23090657	100%	23090657	0	100%	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-voting	6613	6613	100%	4543	2070	68.70%	31.30%
	Poll	579990	579990	100%	579990	0	100%	0
	Postal Ballot	-	-	-	-	-	-	-
	Total	586603	586603	100%	584533	2070	99.647%	0.353%
Total		23677260	23677260	100%	23675190	2070	100%	0.01%



Integra Garments and Textiles Limited
Voting Results of the 10th AGM held on 22nd September, 2017

Item No. 4 - Issue of Non- Convertible Debentures on private placement basis

Resolution Required: Special

Whether Promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	-	-	-	-	-	-	-
	Poll	23090657	23090657	100%	23090657	0	100%	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	23090657	23090657	100%	23090657	0	100%	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-voting	6613	6613	100%	4543	2070	68.70%	31.30
	Poll	579990	579990	100%	579990	0	100%	0
	Postal Ballot	0	0	-	-	-	-	-
	Total	586603	586603	100%	584533	2070	100%	0.35
Total		23677260	23677260	100%	23675190	2070	100%	0.01



FORM No. MGT-13
COMBINED SCRUTINIZER'S REPORT

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20, 21(2) of the
Companies (Management and Administration) Rules, 2014)

To,

The Chairman

10th Annual General Meeting of
Integra Garments and Textiles Limited
Held on Friday, 22nd September, 2017 at
Plot No. G2-M.I.D.C. Industrial Estate,
Post: Salai Dhaba, Butibori, Nagpur – 441108.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report of Remote E-Voting and Poll conducted at
the 10th Annual General Meeting of Integra Garments and Textiles Limited
held on Friday, 22nd September, 2017 at 11:30 a.m. at the registered office of
the Company**

We, Dhruvil Shah (E-Voting Scrutinizer) & Kaustubh Onkar Moghe (Poll Scrutinizer),
Practicing Company Secretaries, have been appointed as Scrutinizers by the Board of
Directors at their meeting held on 22nd May, 2017, pursuant to Section 108 of the
Companies Act, 2013("the Act") read with Rule 20, 21(2) of the Companies
(Management and Administration) Rules, 2014, to conduct the Remote E-Voting
process and to scrutinize Ballot forms received from the shareholders at the AGM
Venue in respect of the below mentioned resolutions passed at the Annual General
Meeting of Integra Garments and Textiles Limited held on Friday, 22nd September, 2017
at 11:30 a.m.

The Notice dated 28th July, 2017 along with statement setting out material facts under
Section 102 of the Act were sent to the Shareholders in respect of the below mentioned



resolutions passed at the Annual General Meeting of the Company. The dispatch of notice of said AGM was duly completed on 28th August, 2017.

The Company had availed the E-Voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting Remote E-Voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of 15th September, 2017 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

The voting period for Remote E-Voting commenced on 19th September, 2017 at 10:00 a.m. (IST) and ended on 21st September, 2017 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

Mr. Dhruvil M Shah (e-voting scrutinizer), scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited e-voting system.

After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in the presence of Mr. Kaustubh Onkar Moghe (poll scrutinizer) with due identification marks placed by him.

The locked ballot boxes were subsequently opened in the presence of the poll scrutinizer and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



A handwritten signature in black ink, appearing to be "Kaustubh Moghe".



Mr. Kaustubh Onkar Moghe did not found any incomplete or defective ballot paper.

We now submit our consolidated Report as under on the result of the remote e-voting, and voting at the meeting through ballot paper in respect of the said Resolutions.

Item No. 1- Ordinary Resolution-

Ordinary Resolution for adoption of the Financial Statements of the Company for the Financial Year ended 31st March, 2017 and the reports of the directors and auditors thereon.

Physical Voting

Sr. No.	Particular's	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	45	2,36,70,647	-
2.	Less-Invalid Physical ballot forms	0	0	-
3.	Net valid Physical ballot forms	45	2,36,70,647	-
4.	Physical ballot forms with assent	45	2,36,70,647	100.00
5.	Physical ballot forms with dissent.	0	0	0.00

E-Voting

Sr. No.	Particular's	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	5	6,613	-
2.	Less-Invalid E-voting	0	0	-
3.	Net valid E-voting	5	6,613	-
4.	E-voting with assent	4	6,043	91.38
5.	E-voting with dissent.	1	570	8.62



[Signature]



Total

Sr. No.	Particular's	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	50	2,36,77,260	-
2.	Less-Invalid voting	0	0	-
3.	Net valid voting	50	2,36,77,260	-
4.	Voting with assent	49	2,36,76,690	99.99
5.	Voting with dissent.	1	570	00.01

Item No. 2- Ordinary Resolution-

Ordinary Resolution for re-appointment of Mr. Rajendar Kumar Rewari (DIN: 00619240) as Director

Physical Voting

Sr. No.	Particular's	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	45	2,36,70,647	-
2.	Less-Invalid Physical ballot forms	0	0	-
3.	Net valid Physical ballot forms	45	2,36,70,647	
4.	Physical ballot forms with assent	45	2,36,70,647	100.00
5.	Physical ballot forms with dissent.	0	0	0.00

E-Voting

Sr. No.	Particular's	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	5	6,613	-



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2.	Less-Invalid E-voting	0	0	-
3.	Net valid E-voting	5	6,613	-
4.	E-voting with assent	3	4,543	68.70
5.	E-voting with dissent.	2	2,070	31.30

Total

Sr. No.	Particular's	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	50	2,36,77,260	-
2.	Less-Invalid voting	0	0	-
3.	Net valid voting	50	2,36,77,260	-
4.	voting with assent	48	2,36,75,190	99.99
5.	voting with dissent.	2	2070	0.01

Item No. 3- Ordinary Resolution-

Ordinary Resolution for appointment of M/s. C. S. Chaubey & Co., Chartered Accountants (Firm Registration No. 138267W) as the Statutory Auditors of the Company for the 5 years and fixing their remuneration.

Physical Voting

Sr. No.	Particular's	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	45	2,36,70,647	-
2.	Less-Invalid Physical ballot forms	0	0	-
3.	Net valid Physical ballot forms	45	2,36,70,647	
4.	Physical ballot forms with assent	45	2,36,70,647	100.00
5.	Physical ballot forms with dissent.	0	0	0.00



Kaustubh Moghe



E-Voting

Sr. No.	Particular's	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	5	6613	-
2.	Less-Invalid E-voting	0	0	-
3.	Net valid E-voting	5	6613	-
4.	E-voting with assent	3	4543	68.70
5.	E-voting with dissent.	2	2070	31.30

Total

Sr. No.	Particular's	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	50	2,36,77,260	-
2.	Less-Invalid voting	0	0	-
3.	Net valid voting	50	2,36,77,260	-
4.	voting with assent	48	2,36,75,190	99.99
5.	voting with dissent.	2	2070	0.01



A handwritten signature in black ink, appearing to be "K. Moghe".



Item No. 4- Special Resolution

Special Resolution for Offer/ Invitation of NCDs on a Private Placement basis upto a limit of Rs. 50 Crores (Rupees Fifty Crores only) for a period of one year commencing immediately from the date of passing of this resolution.

Physical Voting

Sr. No.	Particular's	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	45	2,36,70,647	-
2.	Less-Invalid Physical ballot forms	0	0	-
3.	Net valid Physical ballot forms	45	2,36,70,647	
4.	Physical ballot forms with assent	45	2,36,70,647	100.00
5.	Physical ballot forms with dissent.	0	0	0.00

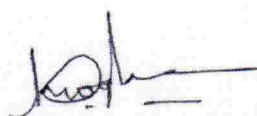
E-Voting

Sr. No.	Particular's	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	5	6613	-
2.	Less-Invalid E-voting	0	0	-
3.	Net valid E-voting	5	6613	-
4.	E-voting with assent	3	4543	68.70
5.	E-voting with dissent.	2	2070	31.30



Total

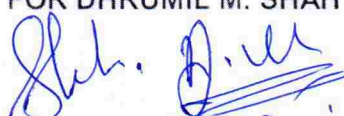
Sr. No.	Particular's	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	50	2,36,77,260	-
2.	Less-Invalid voting	0	0	-
3.	Net valid voting	50	2,36,77,260	-
4.	Voting with assent	48	2,36,75,190	99.99
5.	Voting with dissent.	2	2,070	0.01



KAUSTUBH ONKAR MOGHE
PRACTICING COMPANY SECRETARY
Memb. No. - ACS No. 31541
Place: Nagpur
Date: 22/09/2017



FOR DHRUMIL M. SHAH & CO.



DHRUMIL SHAH
PRACTICING COMPANY
SECRETARY
Memb. No. - FCS No. 8021
Place: Mumbai
Date: 22/09/2017

