



ITFL/SEC/2025-26/OCT/01

1st October 2025

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai- 400 051

Scrip Code – 533329

NSE Symbol: INDTERRAIN

Dear Sir/Madam,

Sub: Submission of the voting results along with the consolidated Scrutiniser's Report of the 16th Annual General Meeting (AGM) under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: (1) Our earlier letter vide ITFL/SEC/2025-26/SEP/02 dated 5th September 2025 regarding dispatch of Notice of the 15th AGM

(2) Our earlier letter vide ITFL/SEC/2025-26/SEP/07 dated 29th September 2025 regarding proceedings of the 16th AGM

In furtherance to the captioned subject and reference, please find enclosed the following details:

(a) voting results on the Resolutions passed by Shareholders for the 16th AGM held on Monday, 29th September 2025 ("Annexure – I");

(b) report of the Scrutinizer dated 30th September 2025;

The Company had provided e-voting facility to Members through Central Depository Services (India) Limited which commenced on Wednesday, 24th September 2025 at 9:00 A.M. IST and ended on Sunday, 28th September 2025 at 5:00 P.M. IST. The facility of e-voting on the date of AGM was also provided.

Kindly note that all the 4 (four) resolutions as set out in the notice of the 16th AGM have been passed with requisite majority.

The said e-voting results along with the scrutinizer's report will also be made available on the Company's website at <https://www.indianterrain.com/pages/investor-information>

Kindly acknowledge and take the above information on record.

Thanking you,

Yours faithfully,

For Indian Terrain Fashions Limited

Sainath Sundaram

Company Secretary & Compliance Officer

INDIAN TERRAIN FASHIONS LIMITED

Registered office and Address for communication: Survey No. 549/2 & 232, Plot No 4

Thirukkachiur & Sengundram Industrial Area,
Singaperumal Koil Post, Chengalpattu – 603204, Tamil Nadu

Email ID: response.itfl@indianterrain.com

Website: www.indianterrain.com

CIN: L18101TN2009PLC073017

Ph: 044 – 4227 9100

INDIAN TERRAIN



1st October 2025

Sub: Declaration of voting results on the Resolutions passed by Shareholders for the 16th AGM held on Monday, 29th September 2025

As per the captioned subject, the details are as follows:

Item No(s).	AGM Notice Item(s)	Type of Resolution(s)
Ordinary Businesses		
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2025, together with the reports of Board of Directors and Auditors thereon	Ordinary
2.	To appoint a Director in the place of Mrs. Rama Rajagopal (DIN: 00003565), who retires by rotation and being eligible, offers herself for reappointment	Ordinary
Special Business		
3.	To appoint M/s. BP & Associates, firm of Company Secretaries in Practice as Secretarial Auditors for a term of upto 5 (Five) consecutive years and to fix their remuneration thereon	Ordinary
4.	To consider and approve the re-appointment of Mrs. Nidhi Reddy (DIN:00004081) as an Independent Director of the Company	Special

Based on the Report of the Scrutinizer, I hereby declare that the Resolutions for the abovementioned items have been passed with requisite majority.

Thanking you

Yours faithfully,

For Indian Terrain Fashions Limited

Sainath Sundaram

Company Secretary & Compliance Officer

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**Annexure – I**

Date of the AGM / EGM	Monday, 29 th September 2025
Total Number of Shareholders on record date (i.e., Monday, 22nd September 2025 - cut-off date for voting purpose)	22,648
No. of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group Public	---
No. of Shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group Public	 1 41

The details of Voting Results with regard to the items passed at the 16th AGM as required under Regulation 44 of the SEBI Listing Regulations, are as under:

INDIAN TERRAIN FASHIONS LIMITED
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Resolution No.			(1) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2025, together with the reports of Board of Directors and Auditors thereon					
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	Remote e-Voting	1,51,64,040	1,59,84,648	100.0000	1,59,84,648	---	100.0000	---
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (a)	1,51,64,040	1,59,84,648	100.0000	1,59,84,648	---	100.0000	---
Public-institutions	Remote e-Voting	26,14,438	4,00,081	15.3028	4,00,081	---	100.0000	---
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (b)	26,14,438	4,00,081	15.3028	4,00,081	---	100.0000	---
Public- Non-institutions	Remote e-Voting	3,20,67,221	14,02,425	4.3734	13,94,378	8,047	99.4262	0.5738
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (c)	3,20,67,221	14,02,425	4.3734	13,94,378	8,047	99.4262	0.5738
TOTAL [(a) + (b) + (c)]		5,06,67,367	1,77,87,154	35.1057	1,77,79,107	8,047	99.9548	0.0452

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Resolution No.			(2) To appoint a Director in the place of Mrs. Rama Rajagopal (DIN: 00003565), who retires by rotation and being eligible, offers herself for reappointment					
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	Remote e-Voting	1,51,64,040	76,18,778	47.6599	76,18,778	---	100.0000	0.0000
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (a)	1,51,64,040	76,18,778	47.6599	76,18,778	---	100.0000	0.0000
Public-institutions	Remote e-Voting	26,14,438	4,00,081	15.3028	4,00,081	---	100.0000	---
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (b)	26,14,438	4,00,081	15.3028	4,00,081	---	100.0000	---
Public- Non-institutions	Remote e-Voting	3,20,67,221	14,01,365	4.3701	13,85,515	15,850	98.8690	1.1310
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (c)	3,20,67,221	14,01,365	4.3701	13,85,515	15,850	98.8690	1.1310
TOTAL [(a) + (b) + (c)]		5,06,67,367	94,20,224	18.5923	94,04,374	15,850	99.8317	0.1683

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Resolution No.			(3) To appoint M/s. BP & Associates, firm of Company Secretaries in Practice as Secretarial Auditors for a term of upto 5 (Five) consecutive years and to fix their remuneration thereon					
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	Remote e-Voting	1,51,64,040	1,51,64,040	100.0000	1,51,64,040	---	100.0000	---
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (a)	1,51,64,040	1,51,64,040	100.0000	1,51,64,040	---	100.0000	---
Public-institutions	Remote e-Voting	26,14,438	4,00,081	15.3028	4,00,081	---	100.0000	---
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (b)	26,14,438	4,00,081	15.3028	4,00,081	---	100.0000	---
Public- Non-institutions	Remote e-Voting	3,20,67,221	14,02,425	4.3734	13,94,380	8,045	99.4264	0.5736
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (c)	3,20,67,221	14,02,425	4.3734	13,94,380	8,045	99.4264	0.5736
TOTAL [(a) + (b) + (c)]		5,06,67,367	1,77,87,154	35.1057	1,77,79,109	8,045	99.9548	0.0452

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Resolution No.			(4) To consider and approve the re-appointment of Mrs. Nidhi Reddy (DIN:00004081) as an Independent Director of the Company					
Resolution required: (Ordinary/ Special)			Special Resolution					
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	Remote e-Voting	1,51,64,040	1,59,84,648	99.9934	1,59,84,648	---	100.0000	---
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (a)	1,51,64,040	1,59,84,648	99.9934	1,59,84,648	---	100.0000	---
Public-institutions	Remote e-Voting	26,14,438	4,00,081	15.3028	4,00,081	---	100.0000	---
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (b)	26,14,438	4,00,081	15.3028	4,00,081	---	100.0000	---
Public- Non-institutions	Remote e-Voting	3,20,67,221	14,02,425	4.3734	13,86,575	15,850	98.8698	1.1302
	Poll		---	---	---	---	---	---
	Postal Ballot (if applicable)		---	---	---	---	---	---
	Total – (c)	3,20,67,221	14,02,425	4.3734	13,86,575	15,850	98.8698	1.1302
TOTAL [(a) + (b) + (c)]		5,06,67,367	1,77,87,154	35.1057	1,77,71,304	15,850	99.9109	0.0891

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Consolidated Scrutinizer's Report – Indian Terrain Fashions Limited

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 16th Annual General Meeting of the Equity Shareholders of **Indian Terrain Fashions Limited held on Monday, 29th September 2025 at 12:00 Noon IST** through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Respected Sir,

We, BP & Associates, Company Secretaries, Chennai - 600018, have been appointed as the Scrutinizer by the Board of Directors of Indian Terrain Fashions Limited ("the Company") at its meeting held on 12th August 2025 for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 16th Annual General Meeting ("AGM") of the Equity Shareholders of "Indian Terrain Fashions Limited" held on Monday, 29th September 2025 at 12:00 Noon (Indian Standard Time) through Video Conference (VC) / Other Audio Visual Means (OAVM), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC, in compliance with Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ("Listing Regulations")..

We hereby state that, we are familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

1. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act 2013 and the rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Annual General Meeting.





2. My responsibility as scrutinizer for the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) is restricted to make scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services India Ltd, (CDSL) the authorized agency engaged by the Company to provide facilities for remote e-voting and e-voting by the Shareholders of the Company
3. The e-Voting period remained open from 9.00 AM on Wednesday, 24th September 2025 up to 5.00 PM on Sunday, 28th September 2025. During this period, the shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Monday, 22nd September 2025 have cast their vote electronically were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the 16th Annual General Meeting of "INDIAN TERRAIN FASIONS LIMITED" (Item Number 1 to 4 of the Notice of the 16th AGM of INDIAN TERRAIN LIMITED)..
4. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e voting were allowed to cast their votes through e-voting system during the AGM.
5. After closure of e-voting at the AGM, the votes cast through evoting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services India Ltd .The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared

Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the E-Voting website of Central Depository Services (India) Limited.





6. The result of the E- voting is as under:

Item No – 1

Ordinary Resolution - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2025, together with the reports of Board of Directors' and Auditors' thereon:

Mode of Voting	Votes in favor of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%	Nos.	Nos.	%
Remote E-Voting	1,77,79,107	99.95%	8,047	0.05%	20,80,883	1,77,87,154	100.00%
E-Voting	-	-	-	-	-	-	-
Total	1,77,79,107	99.95%	8,047	0.05%	20,80,883	1,77,87,154	100.00%

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.

Item No – 2

Ordinary Resolution -To appoint a Director in the place of Mrs. Rama Rajagopal (DIN: 00003565), who retires by rotation and being eligible, offers herself for reappointment.

Mode of Voting	Votes in favor of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%	Nos.	Nos.	%
Remote E-Voting	94,03,374	99.83%	15,850	0.17%	1,04,47,813	94,20,224	100.00
E-Voting	-	-	-	-	-	-	-
Total	94,03,374	99.83%	15,850	0.17%	1,04,47,813	94,20,224	100.00

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.





Item No – 3

Ordinary Resolution - To appoint M/s. BP & Associates, firm of Company Secretaries in Practice as Secretarial Auditors for a term of upto 5 (Five) consecutive years and to fix their remuneration thereon:

Mode of Voting	Votes in favor of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote E-Voting	1,77,79,109	99.95%	8,045	0.05%	20,83,883	1,77,87,154	100.00
E-Voting	-	-	-	-	-	-	-
Total	1,77,79,109	99.95%	8,045	0.05%	20,83,883	1,77,87,154	100.00

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.

Item No – 4

Special Resolution - To consider and approve the re-appointment of Mrs. Nidhi Reddy (DIN:00004081) as an Independent Director of the Company

Mode of Voting	Votes in favor of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote E-Voting	1,77,71,304	99.91%	15,850	0.09%	20,80,883	1,77,87,154	100.00
E-Voting	-	-	-	-	-	-	-
Total	1,77,71,304	99.91%	15,850	0.09%	20,80,883	1,77,87,154	100.00

Based on the aforesaid results, we report that this **Special Resolution** has been passed with requisite Majority.





7. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 16th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

**Thanking you,
Yours faithfully,**

**BP & Associates
Company Secretaries
Peer Review No:7014/2025**

CHANDRAMOU
LI KANDHIPATTI
JAYACHANDRA
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Digitally signed by
CHANDRAMOU
KANDHIPATTI
JAYACHANDRA
Date: 2025.09.30
19:15:12 +05'30'

**K J CHANDRA MOULI
PARTNER
C P No: 15708 | M No : F11720
UDIN: F011720G001406401**

**Place: Chennai
Date: 30th September 2025**

**Counter signed by
For INDIAN TERRAIN FASHIONS LIMITED**

SAINATH
SUNDARA
M

Digitally signed
by SAINATH
SUNDARAM
Date: 2025.10.01
21:37:13 +05'30'

**SAINATH SUNDARAM
COMPANY SECRETARY
M.NO: F12981**

