

22nd September, 2017

To,
Listing and Compliance
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
BKC, Bandra (East)
Mumbai-400051

Dear Sir/ Madam,

Reference: NSE Symbol – PANACHE

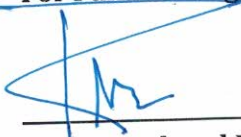
Subject: Scrutinizers Report & Voting Results of the 10th AGM

We are pleased to report that at the 10th Annual General Meeting (AGM) of the shareholders of the Company held on Thursday, 21st September, 2017 at 2.00 PM at Unit No. 201/B1, Raheja Plaza-1, LBS Marg, Ghatkopar West, Mumbai – 400 086, all the resolutions set out in the AGM Notice dated 18th August, 2017, have been passed with requisite majority.

In compliance with the requirements of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find enclosed the scrutinizers report along with voting results of the aforesaid meetings.

Thanking you,
Yours Faithfully,

For Panache Digilife Limited



Amit Devchand Rambhia
Chairman & Managing Director
DIN: 00165919



Place: Mumbai

Encl.: a/a

D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067
Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503 Website: www.dmzaveri.com

Combined Report of Scrutinizer for e-voting & voting through ballot process

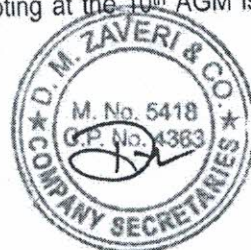
[Pursuant to Section 108/109 of the Companies Act, 2013 read with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
10th Annual General Meeting of Equity Shareholders of
Panache Digilife Limited,
held on Thursday, 21st September, 2017 at,
Unit No. 201/B1, Raheja Plaza-1,
L.B.S. Marg, Ghatkopar West,
Mumbai - 400086

Dear Sir,

I, **Dharmesh Zaveri**, proprietor of **D. M. Zaveri & Co., Company Secretaries, Mumbai**, was appointed as Scrutinizer by the Board of Directors for the purpose of scrutinizing the remote e-voting process under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through ballot process at the venue of the 10th Annual General Meeting (AGM) in a fair and transparent manner in respect of the below mentioned resolutions contained in the Notice of the 10th AGM of the Equity Shareholders of Panache Digilife Limited (**Company**), held on Thursday, 21st September, 2017 at Unit No. 201/B1, Raheja Plaza-1, L.B.S. Marg, Ghatkopar West, Mumbai - 400086.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) and voting by use of physical ballots by the shareholders at the venue of 10th AGM on the resolution contained in the Notice of the 10th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the physical ballot voting at the 10th AGM is restricted to make a



D. M. ZAVERI & Co.

Company Secretaries

OS Dharmesh Zaveri
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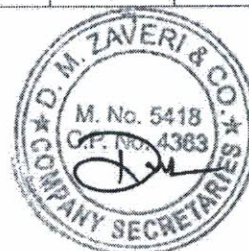
Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the remote e-voting system provided by Central Depository Services Limited (CDSL), the authorised agency engaged by the Company to provide remote e-voting facilities and the report generated electronically for voting by use of physical ballots at the venue of AGM.

At the 10th AGM of the Company held on 21st September, 2017, facility of voting through ballot process was given to the members present in the meeting.

I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on the resolutions proposed in the Notice of the 10th AGM. I have issued separate Scrutinizer's Report dated 22nd September, 2017, on the remote e-voting and on the Poll through physical ballot.

The Result of remote e-voting together with that of the Poll is as under;

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	Nos
Item 1: Adoption of Audited Financial Statements (Standalone and Consolidated) for the financial year ended 31st March 2017 and the Reports of the Board of Directors' and Auditor's thereon.(Ordinary Resolution)								
E-voting	4803200	12	4803200	100	0	0	0	0
Poll	40000	3	40000	100	0	0	0	0
Total	4843200	15	4843200	100	0	0	0	0
Item 2: Declaration of Dividend on Equity Shares.(Ordinary Resolution)								
E-voting	4803200	12	4803200	100	0	0	0	0
Poll	40000	3	40000	100	0	0	0	0
Total	4843200	15	4843200	100	0	0	0	0
Item 3: Re-appointment of Mr. Amit Devchand Rambhia (DIN: 00165919) who retires by rotation. (Ordinary Resolution)								
E-voting	603200	5	603200	100	0	0	0	0
Poll	40000	3	40000	100	0	0	0	0
Total	643200	8	643200	100	0	0	0	0



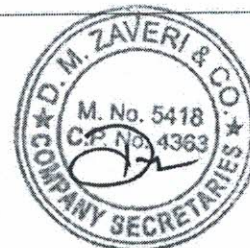
D. M. ZAVERI & Co.

Company Secretaries

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Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	Nos
Item 4: Appointment of M/s. KPB & Associates, Chartered Accountants, as Statutory Auditors of the Company from the Conclusion of this AGM till the conclusion of 15 th AGM of the Company.(Ordinary Resolution)								
E-voting	4803200	12	4803200	100	0	0	0	0
Poll	40000	3	40000	100	0	0	0	0
Total	4843200	15	4843200	100	0	0	0	0
Item 5: Appointment of Mr. Rohit Mathur (DIN: 06583736) as Independent Director of the Company. (Ordinary Resolution)								
E-voting	4803200	12	4803200	100	0	0	0	0
Poll	40000	3	40000	100	0	0	0	0
Total	4843200	15	4843200	100	0	0	0	0
Item 6: Appointment of Mrs. Meeta k. Mehta (DIN: 07515717) as Independent Director of the Company (Ordinary Resolution)								
E-voting	4803200	12	4803200	100	0	0	0	0
Poll	40000	3	40000	100	0	0	0	0
Total	4843200	15	4843200	100	0	0	0	0
Item 7: Appointment of Mr. Bhavin Vinod Adani (DIN: 02919483) as Independent Director of the Company (Ordinary Resolution)								
E-voting	4803200	12	4803200	100	0	0	0	0
Poll	40000	3	40000	100	0	0	0	0
Total	4843200	15	4843200	100	0	0	0	0
Item 8: Continuation as Whole-Time Director by Mr. Devchand Lalji Rambhia (DIN: 00165851) upon attaining 70 years of Age during his term of appointment. (Special Resolution)								
E-voting	603200	5	603200	100	0	0	0	0
Poll	40000	3	40000	100	0	0	0	0
Total	643200	8	643200	100	0	0	0	0
Item 9: Alteration of Articles of the Company. (Special Resolution)								
E-voting	4803200	12	4803200	100	0	0	0	0
Poll	40000	3	40000	100	0	0	0	0
Total	4843200	15	4843200	100	0	0	0	0



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Company Secretaries

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All the resolutions voted through under remote e-voting and ballot/poll were passed with requisite majority.
The Register, all other papers and relevant record relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 10th Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

For D. M. Zaveri & Co
Practising Company Secretary

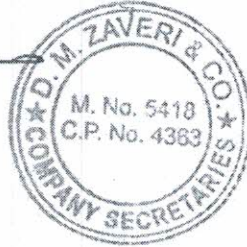


Dharmesh Zaveri
(Proprietor)

Membership No.: 5418
C.P. No.: 4363

Place: Mumbai

Date: 22nd September, 2017



FOR BANACHE DIGILIFE LIMITED



Mr Amit Rambhia
Chairman of the meeting

DIRECTOR



Panache Digilife Limited

Date of declaration of results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: 22.09.2017

Date of the AGM/EGM	21st September, 2017.
Total Number of Shareholders on record date i.e. 14th September, 2017	232
No. of shareholders present in the meeting either in person or through proxy:	13
Promoter and Promoter Group:	6
Public:	7
No. of shareholders attended the meeting through Video Conferencing:	NIL
Promoter and Promoter Group:	NIL
Public:	NIL

Resolution 1: Adoption of Financial Statements (Standalone & Consolidated) for the financial year ended 31st March 2017 and the Reports of the Board of Directors' and Auditor's thereon.

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Category	Mode of Voting	Total no. of shares held (1)	Ordinary					
			No					
			No. of Valid 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 and Promoter Group	E-Voting	42,00,000	42,00,000	100.0000	42,00,000	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		42,00,000	100.0000	42,00,000	-	100.0000	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutional	E-Voting	18,00,000	6,03,200	33.5111	6,03,200	-	100.0000	-
	Poll/Postal ballot		40,000	2.2222	40,000	-	100.0000	-
			6,43,200	35.7333	6,43,200	-	100.0000	-
	Total		48,03,200	80.0533	48,03,200	-	100.0000	-
Total	E-voting	60,00,000	40,000	0.6667	40,000	-	100.0000	-
	Poll/Postal ballot		48,43,200	80.7200	48,43,200	-	100.0000	-
	Total		48,43,200	80.7200	48,43,200	-	100.0000	-



Panache Digilife Limited

Resolution 2: Declaration of Dividend on Equity Shares.

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Category	Mode of Voting	Total no. of shares held (1)	Ordinary					% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
			No	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)		
Promoter and Promoter Group	E-Voting	42,00,000		42,00,000	100.0000	42,00,000	-	100.0000	-
	Poll/Postal ballot			-	-	-	-	-	-
	Total			42,00,000	100.0000	42,00,000	-	100.0000	-
Public – Institutional holders	E-Voting	-		-	-	-	-	-	-
	Poll/Postal ballot			-	-	-	-	-	-
	Total			-	-	-	-	-	-
Public-Non Institutional	E-Voting	18,00,000		6,03,200	33.5111	6,03,200	-	100.0000	-
	Poll/Postal ballot			40,000	2.2222	40,000	-	100.0000	-
	Total			6,43,200	35.7333	6,43,200	-	100.0000	-
Total	E-voting	60,00,000		48,03,200	80.0533	48,03,200	-	100.0000	-
	Poll/Postal ballot			40,000	0.6667	40,000	-	100.0000	-
	Total			48,43,200	80.7200	48,43,200	-	100.0000	-

Resolution 3: Re-appointment of Mr. Amit Devchand Rambhia (DIN: 00165919) who retires by rotation.

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Category	Mode of Voting	Total no. of shares held (1)	Ordinary					% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
			Yes	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)		
Promoter and Promoter Group	E-Voting	42,00,000		-	-	-	-	-	-
	Poll/Postal ballot			-	-	-	-	-	-
	Total			-	-	-	-	-	-
Public – Institutional holders	E-Voting	-		-	-	-	-	-	-
	Poll/Postal ballot			-	-	-	-	-	-
	Total			-	-	-	-	-	-
Public-Non Institutional	E-Voting	18,00,000		6,03,200	33.5111	6,03,200	-	100.0000	-
	Poll/Postal ballot			40,000	2.2222	40,000	-	100.0000	-
	Total			6,43,200	35.7333	6,43,200	-	100.0000	-
Total	E-voting	60,00,000		6,03,200	10.0533	6,03,200	-	100.0000	-
	Poll/Postal ballot			40,000	0.6667	40,000	-	100.0000	-
	Total			6,43,200	10.7200	6,43,200	-	100.0000	-



Panache Digilife Limited

Resolution 4: Appointment of M/s. KPB & Associates, Chartered Accountants, as Statutory Auditors of the Company from the Conclusion of this AGM till the conclusion of 15th AGM of the Company.

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Category	Mode of Voting	Total no. of shares held (1)	Ordinary					% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
			No	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)		
Promoter and Promoter Group	E-Voting	42,00,000		42,00,000	100.0000	42,00,000	-	100.0000	-
	Poll/Postal ballot			-	-	-	-	-	-
	Total			42,00,000	100.0000	42,00,000	-	100.0000	-
Public – Institutional holders	E-Voting	-		-	-	-	-	-	-
	Poll/Postal ballot			-	-	-	-	-	-
	Total			-	-	-	-	-	-
Public-Non Institutional	E-Voting	18,00,000		6,03,200	33.5111	6,03,200	-	100.0000	-
	Poll/Postal ballot			40,000	2.2222	40,000	-	100.0000	-
	Total			6,43,200	35.7333	6,43,200	-	100.0000	-
Total	E-voting	60,00,000		48,03,200	80.0533	48,03,200	-	100.0000	-
	Poll/Postal ballot			40,000	0.6667	40,000	-	100.0000	-
	Total			48,43,200	80.7200	48,43,200	-	100.0000	-

Resolution 5: Appointment of Mr. Rohit Mathur (DIN: 06583736) as Independent Director of the Company.

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid 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 and Promoter Group	E-Voting	42,00,000	42,00,000	100.0000	42,00,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	
	Total		42,00,000	100.0000	42,00,000	-	100.0000	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	
	Total		-	-	-	-	-	
Public-Non Institutional	E-Voting	18,00,000	6,03,200	33.5111	6,03,200	-	100.0000	-
	Poll/Postal ballot		40,000	2.2222	40,000	-	100.0000	-
	Total		6,43,200	35.7333	6,43,200	-	100.0000	-
Total	E-voting	60,00,000	48,03,200	80.0533	48,03,200	-	100.0000	-
	Poll/Postal ballot		40,000	0.6667	40,000	-	100.0000	-
	Total		48,43,200	80.7200	48,43,200	-	100.0000	-



Panache Digilife Limited

Resolution 6: Appointment of Mrs. Meeta k. Mehta (DIN: 07515717) as Independent Director of the Company

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid 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 and Promoter Group	E-Voting	42,00,000	42,00,000	100.0000	42,00,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		42,00,000	100.0000	42,00,000	-	100.0000	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutional	E-Voting	18,00,000	6,03,200	33.5111	6,03,200	-	100.0000	-
	Poll/Postal ballot		40,000	2.2222	40,000	-	100.0000	-
	Total		6,43,200	35.7333	6,43,200	-	100.0000	-
Total	E-voting	60,00,000	48,03,200	80.0533	48,03,200	-	100.0000	-
	Poll/Postal ballot		40,000	0.6667	40,000	-	100.0000	-
	Total		48,43,200	80.7200	48,43,200	-	100.0000	-

Resolution 7: Appointment of Mr. Bhavin Vinod Adani (DIN: 02919483) as Independent Director of the Company

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid 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 and Promoter Group	E-Voting	42,00,000	42,00,000	100.0000	42,00,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		42,00,000	100.0000	42,00,000	-	100.0000	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutional	E-Voting	18,00,000	6,03,200	33.5111	6,03,200	-	100.0000	-
	Poll/Postal ballot		40,000	2.2222	40,000	-	100.0000	-
	Total		6,43,200	35.7333	6,43,200	-	100.0000	-
Total	E-voting	60,00,000	48,03,200	80.0533	48,03,200	-	100.0000	-
	Poll/Postal ballot		40,000	0.6667	40,000	-	100.0000	-
	Total		48,43,200	80.7200	48,43,200	-	100.0000	-



Panache Digilife Limited

Resolution 8: : Continuation as Whole-Time Director by Mr. Devchand Lalji Rambhia (DIN: 00165851) upon attaining 70 years of Age during his term of appointment.

Resolution required: Ordinary/Special

Special

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid 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 and Promoter Group	E-Voting	42,00,000	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutional	E-Voting	18,00,000	6,03,200	33.5111	6,03,200	-	100.0000	-
	Poll/Postal ballot		40,000	2.2222	40,000	-	100.0000	-
	Total		6,43,200	35.7333	6,43,200	-	100.0000	-
Total	E-voting	60,00,000	6,03,200	10.0533	6,03,200	-	100.0000	-
	Poll/Postal ballot		40,000	0.6667	40,000	-	100.0000	-
	Total		6,43,200	10.7200	6,43,200	-	100.0000	-

Resolution 9: Alteration of Articles of the Company.

Resolution required: Ordinary/Special

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid 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 and Promoter Group	E-Voting	42,00,000	42,00,000	100.0000	42,00,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		42,00,000	100.0000	42,00,000	-	100.0000	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutional	E-Voting	18,00,000	6,03,200	33.5111	6,03,200	-	100.0000	-
	Poll/Postal ballot		40,000	2.2222	40,000	-	100.0000	-
	Total		6,43,200	35.7333	6,43,200	-	100.0000	-
Total	E-voting	60,00,000	48,03,200	80.0533	48,03,200	-	100.0000	-
	Poll/Postal ballot		40,000	0.6667	40,000	-	100.0000	-
	Total		48,43,200	80.7200	48,43,200	-	100.0000	-

FOR PANACHE DIGILIFE LIMITED


 DIRECTOR
 Amit Devchand Rambhia
 DIN: 00165851

