

27th September, 2018

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 11th AGM

We are pleased to report that at the 11th Annual General Meeting (AGM) of the shareholders of the Company held on Tuesday, 25th September, 2018 at 3.00 PM at Unit No. 201/B1, Raheja Plaza-1, LBS Marg, Ghatkopar West, Mumbai – 400 086, all the resolutions set out in the 11th AGM Notice dated 13th August, 2018, 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



Jinkle Khimsaria
CS & Compliance Officer
Membership No.: A43987



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
11th Annual General Meeting of Equity Shareholders of
Panache Digilife Limited,
held on Tuesday, 25th September, 2018 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 11th Annual General Meeting (AGM) in a fair and transparent manner in respect of the below mentioned resolutions contained in the Notice of the 11th AGM of the Equity Shareholders of Panache Digilife Limited (**Company**), held on Tuesday, 25th September, 2018 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 11th AGM on the resolution contained in the Notice of the 11th 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 11th AGM is restricted to make a



D. M. ZAVERI & Co.

Company Secretaries

DS 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 11th AGM of the Company held on 25th September, 2018, 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 11th AGM. I have issued separate Scrutinizer's Report dated 26th September, 2018, 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 2018 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	65600	2	65600	100	0	0	0	0
Total	4868800	14	4868800	100	0	0	0	0
Item 2: Declaration of Dividend on Equity Shares at Rs. 0.50/- per share of Face Value Rs.10/- for the Financial Year ended 31 st March, 2018. (Ordinary Resolution)								
E-voting	4803200	12	4803200	100	0	0	0	0
Poll	65600	2	65600	100	0	0	0	0
Total	4868800	14	4868800	100	0	0	0	0
Item 3: Re-appointment of Mr. Nikit Devchand Rambhia (DIN:00165919) who retires by rotation.(Ordinary Resolution)								
E-voting	4803200	12	4803200	100	0	0	0	0
Poll	65600	2	65600	100	0	0	0	0
Total	4868800	14	4868800	100	0	0	0	0

D. M. ZAVERI & Co.

Company Secretaries

BS Dharmesh Zaveri
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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: Alteration of Object Clause of Memorandum of Association. (Special Resolution)								
E-voting	4803200	12	4803200	100	0	0	0	0
Poll	65600	2	65600	100	0	0	0	0
Total	4868800	14	4868800	100	0	0	0	0
Item 5: Shifting of Registered Office of the Company. (Special Resolution)								
E-voting	4803200	12	4803200	100	0	0	0	0
Poll	65600	2	65600	100	0	0	0	0
Total	4868800	14	4868800	100	0	0	0	0

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 11th Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

For **PANACHE DIGILIFE LIMITED**

For D. M. Zaveri & Co
Practising Company Secretary

Dharmesh Zaveri
(Proprietor)

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

Place: Mumbai
Date: 26th September, 2018



Mr Amit Rambhia
Chairman of the meeting



Panache Digilife Limited

Date of declaration of results: 27th September, 2018

Date of the AGM/EGM	25th September, 2018
Total Number of Shareholders on record date i.e. 18th September, 2018	148
No. of shareholders present in the meeting either in person or through	10
Promoter and Promoter Group:	6
Public:	4
No. of shareholders attended the meeting through Video	Not Applicable
Promoter and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution 1: Adoption of Audited Financial Statements (Standalone and Consolidated) for the financial year ended 31st March 2018 and the Reports of the Board of Directors' and Auditor's thereon.

Resolution required: Ordinary/Special

Ordinary

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	100.00	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		65,600	3.6444	65,600	-	100.0000	-
	Total		6,68,800	37.1556	6,68,800	-	100.0000	-
Total	E-voting	60,00,000	48,03,200	80.0533	48,03,200	-	100.0000	-
	Poll/Postal-ballot		65,600	1.0933	65,600	-	100.0000	-
	Total		48,68,800	81.1467	48,68,800	-	100.0000	-

Resolution 2: Declaration of Dividend on Equity Shares at Rs. 0.50/- per share of Face Value Rs.10/- for the Financial Year ended 31st March, 2018.

Resolution required: Ordinary/Special

Ordinary

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

No

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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		65,600	3.6444	65,600	-	100.0000	-
	Total		6,68,800	37.1556	6,68,800	-	100.0000	-
Total	E-voting	60,00,000	48,03,200	80.0533	48,03,200	-	100.0000	-
	Poll/Postal-ballot		65,600	1.0933	65,600	-	100.0000	-
	Total		48,68,800	81.1467	48,68,800	-	100.0000	-



Panache Digilife Limited

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

Resolution required: Ordinary/Special

Ordinary

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		65,600	3.6444	65,600	-	100.0000	-
	Total		6,68,800	37.1556	6,68,800	-	100.0000	-
Total	E-voting	60,00,000	48,03,200	80.0533	48,03,200	-	100.0000	-
	Poll/Postal ballot		65,600	1.0933	65,600	-	100.0000	-
	Total		48,68,800	81.1467	48,68,800	-	100.0000	-

Resolution 4: Alteration of Object Clause of Memorandum of Association.

Resolution required: Ordinary/Special

Special

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

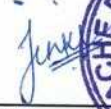
No

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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		65,600	3.6444	65,600	-	100.0000	-
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Total	E-voting	60,00,000	48,03,200	80.0533	48,03,200	-	100.0000	-
	Poll/Postal ballot		65,600	1.0933	65,600	-	100.0000	-
	Total		48,68,800	81.1467	48,68,800	-	100.0000	-



Panache Digilife Limited								
Resolution 5: Shifting of Registered Office 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		65,600	3.6444	65,600	-	100.0000	-
	Total		6,68,800	37.1556	6,68,800	-	100.0000	-
Total	E-voting	60,00,000	48,03,200	80.0533	48,03,200	-	100.0000	-
	Poll/Postal-ballot		65,600	1.0933	65,600	-	100.0000	-
	Total		48,68,800	81.1467	48,68,800	-	100.0000	-

For Panache Digilife Limited



 Jinkle Khimsaria
 CS & Compliance Officer
 Membership No.: A43987

Date: 27.09.2018

Place: Mumbai