

Provogue (India) Ltd.

Regd. Office : 105/106, Provogue House, Off New Link Road, Andheri (w), Mumbai - 400053. India
Tel. : +91 22 30653111/222 | Fax : +91 22 30680570
Cin : L18101MH1997PLC111924

Email: investorservice@provogue.com Website: www.provogue.com, CIN: L18101MH1997PLC111924

Friday, 30th September, 2016

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai 400 051
Scrip Code: PROVOGE

BSE Limited
Listing Department
P.J. Towers, Dalal Street, Fort
Mumbai 400 001
Scrip Code: 532647

Dear Sir,

Subject: Disclosure of voting results of 20th Annual General Meeting along with Scrutinizers Report

Pursuant to Reg. 44 of SEBI (LODR) Regulations, 2015, we enclose herewith the details of voting results of 20th Annual General Meeting of the Company held on 30th September 2016 along with Scrutinizers Report.

Kindly take the same on your record.

Thanking you,

Yours truly,
For Provogue (India) Limited



Vishant Shetty
CS & Compliance Officer



Enclosed: as above

PROVOGUE (INDIA) LIMITED

Regulation 44 of SEBI (LODR) Regulations 2015 - Voting result of resolutions passed at AGM held on 30th September 2016

Date of the AGM/EGM	30.09.2016
Total number of shareholders on record date	32696
No. of shareholders present in the meeting either in person or through proxy:	50
Promoters and Promoter Group	11
Public	39
No. of Shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group	
Public	

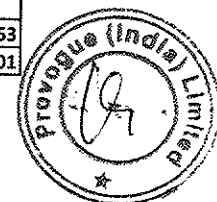
Resolution No. 1 : To receive, consider and adopt the audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended 31st March, 2016 including audited Balance Sheet as at 31st March, 2016 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Directors' and Auditors' thereon.

Resolution required: (Ordinary/ Special):				Ordinary				
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	47172999	31918517	67.66	31918517	0	100.00	0.00
	Poll		12539640	26.58	12539640	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (a)	47172999	44458157	94.24	44458157	0	100.00	0.00
Public- Institutions	E-Voting	6648941	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (b)	6648941	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	179559887	50938	0.03	50586	352	99.31	0.69
	Poll		2594	0.00	2594	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (c)	179559887	53532	0.03	53180	352	99.34	0.66
Total (a) + (b) + (c)		233381827	44511689	19.07	44511337	352	99.99	0.01



Resolution No. 2 : To appoint a Director in place of Mr. Akhil Chaturvedi (DIN: 00004779), who retires by rotation and being eligible, offers himself for re-appointment								
Resolution required: (Ordinary/ Special):				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution:				Yes, only appointee being a Promoter and his relative				
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	47172999	10653246	22.58	10653246	0	100.00	0.00
	Poll		12539640	26.58	12539640	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (a)		23192886	49.16	23192886	0	100.00	0.00
Public- Institutions	E-Voting	6648941	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (b)		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	179559887	50938	0.03	50586	352	99.31	0.69
	Poll		2594	0.00	2594	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (c)		53532	0.03	53180	352	99.34	0.66
Total (a) + (b) + (c)		233381827	23246418	9.96	23246066	352	99.99	0.01
* Only valid vote has been considered								

Resolution No. 3 : To ratify the appointment of Statutory Auditors and fix their remuneration.								
Resolution required: (Ordinary/ Special):				Ordinary				
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	47172999	31918517	67.66	31918517	0	100.00	0.00
	Poll		12539640	26.58	12539640	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (a)		44458157	94.24	44458157	0	100.00	0.00
Public- Institutions	E-Voting	6648941	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (b)		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	179559887	50938	0.03	49586	1352	97.35	2.65
	Poll		2594	0.00	2594	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (c)		53532	0.03	52180	1352	97.47	2.53
Total (a) + (b) + (c)		233381827	44511689	19.07	44510337	1352	99.99	0.01

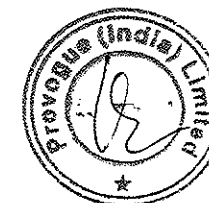


Resolution No. 4 : Appointment of Ms. Gauri Pote, (DIN. 07301254) as an Independent Woman Director.								
Resolution required: (Ordinary/ Special):				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution:				No				
Category	Mode of Voting	No of Shares held	No of Votes 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	47172999	31918517	67.66	31918517	0	100.00	0.00
	Poll		12539640	26.58	12539640	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (a)	47172999	44458157	94.245	44458157	0	100.00	0.00
Public- Institutions	E-Voting	6648941	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (b)	6648941	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	179559887	50938	0.03	49586	1352	97.35	2.65
	Poll		2594	0.00	2594	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (c)	179559887	53532	0.03	52180	1352	97.47	2.53
Total (a) + (b) + (c)		233381827	44511689	19.07	44510337	1352	99.99	0.01

Resolution No. 5 : To consider and approve the payment of remuneration to the Cost Auditors								
Resolution required: (Ordinary/ Special):				Ordinary				
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	47172999	31918517	67.66	31918517	0	100.00	0.00
	Poll		12539640	26.58	12539640	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (a)	47172999	44458157	94.24	44458157	0	100.00	0.00
Public- Institutions	E-Voting	6648941	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (b)	6648941	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	179559887	50938	0.03	50486	452	99.11	0.89
	Poll		2594	0.00	2594	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (c)	179559887	53532	0.03	53080	452	99.16	0.84
Total (a) + (b) + (c)		233381827	44511689	19.07	44511237	452	99.99	0.01



Resolution No. 6 : Determination of a fee to be charged from members for delivery of documents in their desired mode								
Resolution required: (Ordinary/ Special):				Ordinary				
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	47172999	31918517	67.66	31918517	0	100.00	0.00
	Poll		12539640	26.58	12539640	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (a)	47172999	44458157	94.24	44458157	0	100.00	0.00
Public- Institutions	E-Voting	6648941	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (b)	6648941	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	179559887	50938	0.03	49486	1452	97.15	2.85
	Poll		2594	0.00	2594	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total (c)	179559887	53532	0.03	52080	1452	97.29	2.71
Total (a) + (b) + (c)		233381827	44511689	19.07	44510237	1452	99.99	0.01



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Declaration of result of voting in relation to 20th Annual General Meeting of the Company held on 30th September 2016 (Consolidated results of remote e-voting and ballot papers)

In terms of applicable provisions of the Companies Act 2013, Rules made thereunder, Secretarial Standard-2 and SEBI (LODR) Regulations 2015, the Company provided remote e-voting facility and voting through ballot papers at the Annual General Meeting (AGM) to its members to vote on all the resolutions which were proposed at the 20th AGM of the Company held on Friday, the 30th September 2016 at 11.00 a.m. at Eden Hall, The Classique Club, Behind Infinity Mall, New Link Road, Andheri (West), Mumbai 400053.

The Company had appointed Mr. Nitin Sarfare, partner of HS Associates, Practicing Company Secretaries as Scrutinizer for the purpose of scrutinizing the remote e-voting and voting by ballot papers undertaken at the aforementioned AGM. The Scrutinizer has submitted his report after scrutiny of voting done by the Shareholders.

On the basis of the above report, it is hereby declared that all proposed resolutions as stated in the notice of the 20th AGM were duly passed with the requisite majority with the following as per details given below:

Sr. No.	Details of Resolution proposed	Number of votes (shares)		Passed as ordinary/ special resolution
		In favour	Against	
1	To receive, consider and adopt the audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended 31st March 2016 including audited Balance Sheet as at 31st March, 2016 and the statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Directors and the Auditors thereon	44511337	352	Ordinary
2	To appoint a Director in place of Mr. Akhil Chaturvedi (DIN: 00004779), who retires by rotation and being eligible, offers himself for re-appointment.	23246066	352	Ordinary
3	To ratify the appointment of Statutory Auditors and fix their remuneration.	44510337	1352	Ordinary
4	Appointment of Ms. Gauri Pote, (DIN. 07301254) as an Independent Woman Director	44510337	1352	Ordinary
5	To consider and approve the payment of remuneration to the Cost Auditors.	44511237	452	Ordinary

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6	Determination of the fee to be charged from members for delivery of documents in their desired mode	44510237	1452	Ordinary
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The Scrutinizer's report is annexed herewith.

Thanking You.

Yours truly,

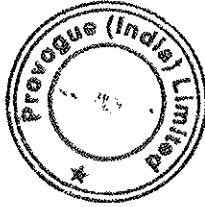
For Provogue (India) Limited



Deep Gupta

Whole time Director

(As authorized by the Chairman)



Place: Mumbai

Date : 30th September 2016

COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & PHYSICAL BALLOT FORM

To,
The Chairman/ Board of Directors,
Provogue (India) Limited,
105/106, Provogue House, 1st Floor,
Off New Link Road, Andheri West,
Mumbai Maharashtra - 400053

Sub.: Consolidated Scrutinizer's Report for remote e-voting conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and voting at the Twentieth Annual General Meeting of Provogue (India) Limited held on Friday 30th September, 2016 at 11.00 a.m.

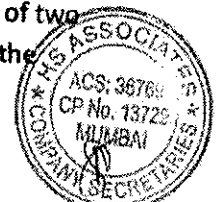
Dear Sir,

I, Nitin Sarfare, Partner of HS Associates, Practicing Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Provogue (India) Limited pursuant to 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, to conduct the remote e-voting process and to scrutinize the Physical Ballot forms casted by the shareholders in respect of the below mentioned resolutions passed at Twentieth Annual General Meeting of the Company on 30th September, 2016 at 11.00 a.m.

The voting rights of shareholders were reckoned as on Friday the 23rd September, 2016 being the Cutoff date for the purpose of deciding the entitlements of members at the remote e-voting for the meeting.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for extending the facility of remote e-voting to the members of the Company from Tuesday the 27th September, 2016 (10.00 a.m. IST) to Thursday the 29th September, 2016 (5.00 p.m. IST) for the said Annual General Meeting.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting the votes cast there under were counted.



HS ASSOCIATES

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

The particulars of all Physical Ballots and Electronic votes received from/cast by the equity shareholders have been entered in the electronic register separately maintained for the purpose.

The Physical Ballot Forms were scrutinized and the shareholding was matched/ confirmed with the Register of Members of the company as on 23rd September, 2016.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the Physical ballot forms received respectively.

I now submit my consolidated Report as under on the results of the remote e-voting/Physical Ballot forms in respect of the said Resolutions.

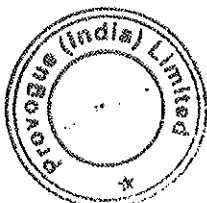
- Date of the AGM : September 30, 2016
- Total Number of shareholders on Record : 32696
Date

No of Shareholders present in the meeting either in person or through proxy:

Promoter and Promoter Group	11
Public	39

No. of Shareholders attended the meeting through Video Conferencing:

Promoter and Promoter Group	NA
Public	NA



HS ASSOCIATES

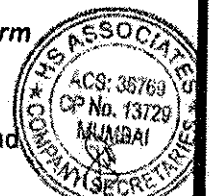
Item No. 1: As an Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statement of the Company on a standalone and consolidated basis for the financial year ended 31st March, 2016 including audited Balance Sheet as at 31st March, 2016 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of Directors' and Auditors' thereon.

Resolution required (Ordinary/Special)				Ordinary				
Whether promoter/Promoter group are interested in the agenda/resolution				Not Interested				
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes pooled
		(1)	(2)	(3)= $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6)= $\frac{(4)}{(2)} \times 100$	(7)= $\frac{(5)}{(2)} \times 100$
Promoter and promoter group	E-voting	47172999	31918517	67.66	31918517	0	100	0
	Poll*		12539640	26.58	12539640	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	47172999	44458157	94.24	44458157	0	100	0
Public Institutions	E-voting	6648941	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	6648941	0	0	0	0	0	0
Public Non Institutions	E-voting	179559887	50938	0.03	50586	352	99.31	0.69
	Poll*		2594	0.00	2594	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	179559887	53532	0.03	53180	352	99.34	0.66
Total		233381827	44511689	19.07	44511337	352	99.99	0.01

*Since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head.

Based on the foregoing the above Ordinary Resolution voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.



Item No. 2: As an Ordinary Resolution:**HS ASSOCIATES**

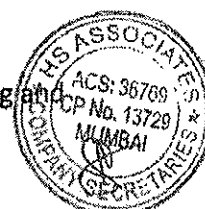
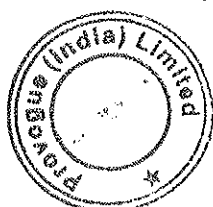
To appoint a Director in place of Mr. Akhil Chaturvedi (DIN: 00004779), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required (Ordinary/Special)				Ordinary				
Whether promoter/Promoter group are interested in the agenda/resolution				Interested				
Category	Mode of voting	No. of Shares held	No. of Vote polled**	% of votes polled on outstanding shares	No. of votes in favour**	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3)= $\{(2)/1\} \times 100$	(4)	(5)	(6)= $\{(4)/(2)\} \times 100$	(7)= $\{(5)/(2)\} \times 100$
Promoter and promoter group	E-voting	47172999	10653246	22.58	10653246	0	100	0
	Poll*		12539640	26.58	12539640	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	47172999	23192886	49.16	23192886	0	100	0
Public Institutions	E-voting	6448941	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	6448941	0	0	0	0	0	0
Public Non Institutions	E-voting	179559887	50938	0.03	50586	352	99.31	0.69
	Poll*		2594	0	2594	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	179559887	53532	0.03	53180	352	99.34	0.66
Total		233381827	23246418	9.96	23246066	352	99.99	0.01

*Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.

** Only valid vote has been considered

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.



HS ASSOCIATES

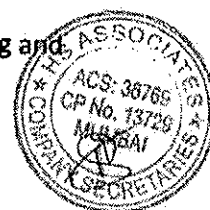
Item No. 3: As an Ordinary Resolution:

To ratify the appointment of Statutory Auditors and fix their remuneration.

Resolution required (Ordinary/Special)				Ordinary				
Whether promoter/Promoter group are interested in the agenda/resolution				Not Interested				
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3)= $\{(2)/1\} \times 100$	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting	47172999	31918517	67.66	31918517	0	100	0
	Poll*		12539640	26.58	12539640	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	47172999	44458157	94.25	44458157	0	100	0
Public Institutions	E-voting	6648941	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	6648941	0	0	0	0	0	0
Public Non Institutions	E-voting	179559887	50938	0.03	49586	1352	97.35	2.65
	Poll*		2594	0.00	2594	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	179559887	53532	0.03	52180	1352	97.47	2.53
Total		233381827	44511689	19.07	44510337	1352	99.99	0.01

*Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.

Based on the foregoing the above Ordinary Resolution voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.



HS ASSOCIATES

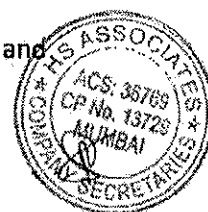
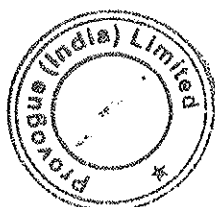
Item No. 4: As an Ordinary Resolution:

Appointment of Ms. Gauri Pote (DIN: 07301254) as an Independent Woman Director.

Resolution required (Ordinary/Special)				Ordinary				
Whether promoter/Promoter group are Interested in the agenda/resolution				Not Interested				
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% 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	47172999	31918517	67.66	31918517	0	100	0
	Poll*		12539640	26.58	12539640	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	47172999	44458157	94.24	44458157	0	100	0
Public Institutions	E-voting	6648941	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	6648941	0	0	0	0	0	0
Public Non Institutions	E-voting	179559887	50938	0.03	49586	1352	97.35	2.65
	Poll*		2594	0.00	2594	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	179559887	53532	0.03	52180	1352	97.47	2.53
Total		233381827	44511689	19.07	44510337	1352	99.99	0.01

*Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.

Based on the foregoing the above Ordinary Resolution voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.



Item No. 5: As an Ordinary Resolution:**HS ASSOCIATES**

To consider and approve the payment of remuneration to the Cost Auditors.

Resolution required (Ordinary/Special)				Ordinary				
Whether promoter/Promoter group are interested in the agenda/resolution				Not Interested				
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3)= $\{(2)/1\} \times 100$	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/ (2)]*100
Promoter and promoter group	E-voting	47172999	31918517	67.66	31918517	0	100	0
	Poll*		12539640	26.58	12539640	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		44458157	94.24	44458157	0	100	0
Public Institutions	E-voting	6648941	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-voting	179559887	50938	0.03	50486	452	99.11	0.89
	Poll*		2594	0.00	2594	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		53532	0.03	53080	452	99.16	0.84
Total		233381827	44511689	19.07	44511237	452	99.99	0.01

**Since there is no specific head for voting by Assent/Dissent mode through physical ballot form , the same is disclosed under the head.*

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.



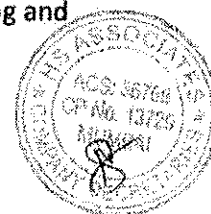
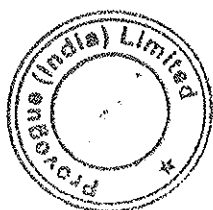
Item No. 6: As an Ordinary Resolution:**HS ASSOCIATES**

Determination of a fee to be charged from members for delivery of documents in their desired mode.

Resolution required (Ordinary/Special)				Ordinary				
Whether promoter/Promoter group are interested in the agenda/resolution				Not Interested				
Category	Mode of voting	No. of Shares held	No. of Vote polled	% of votes polled on outstanding shares	No. of votes in favour	No. of Votes against	% of votes in favour on votes pooled	% of votes against on votes polled
		(1)	(2)	(3)= $\{(2)/1\} \times 100$	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)]/(2)]* 100
Promoter and promoter group	E-voting	47172999	31918517	67.66	31918517	0	100	0
	Poll*		12539640	26.58	12539640	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	47172999	44458157	94.24	44458157	0	100	0
Public Institutions	E-voting	6648941	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	6648941	0	0	0	0	0	0
Public Non Institutions	E-voting	179559887	50938	0.03	49486	1452	97.15	2.85
	Poll*		2594	0	2594	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	179559887	53532	0.03	52080	1452	97.29	2.71
Total		233381827	44511689	19.07	44510237	1452	99.99	0.01

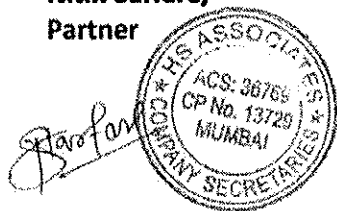
**Since there is no specific head for voting by Assent/Dissent mode through physical ballot form, the same is disclosed under the head.*

Based on the foregoing the above Ordinary Resolution voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.



HS ASSOCIATES

For HS Associates,
Company Secretaries,
Nitin Sarfare,
Partner



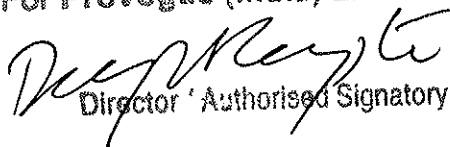
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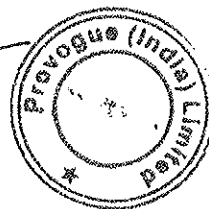
CP No. - 13729

Date :- 30th September, 2016

Place :- Mumbai

For Provogue (India) Limited


Director / Authorised Signatory



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