



MRVL

MANDHANA RETAIL VENTURES LTD.

Registered Office : Plot No. E - 132, M.I.D.C., Tarapur Industrial Area, Boisar, Dist : Palghar - 401506

CIN L52390MH2011PLC213349

27th August, 2018

To,

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 (E), Mumbai 400 051

Dear Sir/Madam,

Sub: Voting results of the 7th Annual General Meeting ('AGM') of the Company held on Saturday, 25th August, 2018, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Ref: BSE Scrip Code - 540210 & NSE Symbol - TMRVL

Pursuant to Regulation 44 of the Listing Regulations, 2015 and in compliance with provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, the Company had provided remote electronic voting facility (e-voting) to the Members entitled to cast their vote at the Annual General Meeting (AGM/ Meeting). The e-voting process was carried out by the Company between Wednesday, 22nd August, 2018 (from 9:00 a.m.) and Friday, 24th August, 2018 (5:00 p.m.), with a cut-off date for determining the entitlement of shareholders to cast their vote, being Saturday, 18th August, 2018. The Company had also provided the option of voting through physical ballots at the AGM held on Saturday, 25th August, 2018.

Mr. Nitin R. Joshi, Practising Company Secretary, was appointed as Scrutinizer for the entire voting process. The scrutinizer has submitted the consolidated report on the entire voting of the AGM.

The consolidated voting results in terms of Regulation 44 of Listing Regulations, 2015 and the report of scrutinizer dated 25th August, 2018 are enclosed herewith.

Based on the consolidated report of the scrutinizer, all the resolutions as set out in the notice of the 7th AGM of the Company have been duly approved by the Members with the requisite majority.

Kindly take the above on your records and oblige.

Yours faithfully,

for THE MANDHANA RETAIL VENTURES LIMITED

PRIYAVRAT MANDHANA
(Executive Director)



Encl.: As above

THE

MANDHANA RETAIL VENTURES LIMITED

Corporate Office: 006-008, Peninsula Centre, Dr. S.S Rao Road, Parel, Mumbai 400012.

Tel: 91-22-43539191 Fax: 91-22-43539216/17/18 Email: info@mandhanaretail.com Website: www.mandhanaretail.com

(Formerly Mandhana Retail Ventures Limited)

VOTING RESULTS OF THE 7TH AGM
(Pursuant to Regulation 44 of Listing Regulations, 2015)

Date of AGM/EGM:	25 th August, 2018
Total number of Shareholders on record date (cut-off date for reckoning the voting rights of the shareholders) i.e. close of the business hours on Saturday, 18 th August, 2018:	9586
No. of shareholders present in the Meeting either in person or through proxy:	71
Promoters and Promoter Group:	15
Public:	56
No. of Shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group:	N.A.
Public:	N.A.

Details of the Agenda:

Resolution No. 1: Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2018.

Resolution required: 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]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	80,69,877	80,61,686	99.90	80,61,686	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		80,61,686	99.90	80,61,686	0	100.00	0.00
Public Institutions	E-Voting	11,07,330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1,29,05,402	30,37,471	23.54	30,37,471	0	100.00	0.00
	Poll		6,18,426	4.79	6,18,426	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		36,55,897	28.33	36,55,897	0	100.00	0.00
Total		2,20,82,609	1,17,17,583	53.06	1,17,17,583	0	100.00	0.00



Resolution No. 2: Re-appointment of Mr. Priyavrat P. Mandhana, (DIN: 02446722) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offered himself for re-appointment.

Resolution required: Ordinary

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	E-Voting	80,69,877	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Institutions	E-Voting	11,07,330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1,29,05,402	30,37,471	23.54	30,36,805	666	99.98	0.02
	Poll		6,18,426	4.79	6,18,426	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		36,55,897	28.33	36,55,231	666	99.98	0.02
Total		2,20,82,609	36,55,897	16.56	36,55,231	666	99.98	0.02

Resolution No. 3: Increasing the Authorised Share Capital of the Company.

Resolution required: 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	80,69,877	80,61,686	99.90	80,61,686	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		80,61,686	99.90	80,61,686	0	100.00	0.00
Public Institutions	E-Voting	11,07,330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1,29,05,402	30,37,471	23.54	30,35,777	1,694	99.94	0.06
	Poll		6,18,426	4.79	6,18,426	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		36,55,897	28.33	36,54,203	1,694	99.95	0.05
Total		2,20,82,609	1,17,17,583	53.06	1,17,15,889	1,694	99.99	0.01



Resolution No. 4: Alteration in Clause V(a) of Memorandum of Association.

Resolution required: 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	80,69,877	80,61,686	99.90	80,61,686	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		80,61,686	99.90	80,61,686	0	100.00	0.00
Public Institutions	E-Voting	11,07,330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1,29,05,402	30,37,471	23.54	30,36,777	694	99.98	0.02
	Poll		6,18,426	4.79	6,18,426	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		36,55,897	28.33	36,55,203	694	99.98	0.02
Total		2,20,82,609	1,17,17,583	53.06	1,17,16,889	694	99.99	0.01

Resolution No. 5: Alteration in Clause 3 of Articles of Association.

Resolution required: Special

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	80,69,877	80,61,686	99.90	80,61,686	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		80,61,686	99.90	80,61,686	0	100.00	0.00
Public Institutions	E-Voting	11,07,330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1,29,05,402	30,37,471	23.54	30,36,777	694	99.98	0.02
	Poll		6,18,426	4.79	6,18,426	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		36,55,897	28.33	36,55,203	694	99.98	0.02
Total		2,20,82,609	1,17,17,583	53.06	1,17,16,889	694	99.99	0.01



Resolution No. 6: Issue of Securities for an aggregate amount not exceeding Rs. 50 Crore.

Resolution required: Special

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	80,69,877	80,61,686	99.90	80,61,686	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		80,61,686	99.90	80,61,686	0	100.00	0.00
Public Institutions	E-Voting	11,07,330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1,29,05,402	30,37,471	23.54	30,35,777	1,694	99.94	0.06
	Poll		6,18,426	4.79	6,18,426	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		36,55,897	28.33	36,54,203	1,694	99.95	0.05
Total		2,20,82,609	1,17,17,583	53.06	1,17,15,889	1,694	99.99	0.01

Resolution No. 7: Revision in terms and conditions of remuneration payable to Mrs. Sangeeta Mandhana in alignment with the amended provisions of the Schedule V to the Companies Act, 2013.

Resolution required: Special

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	E-Voting	80,69,877	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Institutions	E-Voting	11,07,330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1,29,05,402	30,37,471	23.54	30,36,442	1,029	99.97	0.03
	Poll		6,18,426	4.79	6,13,426	5,000	99.19	0.81
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		36,55,897	28.33	36,49,868	6,029	99.84	0.16
Total		2,20,82,609	36,55,897	16.56	36,49,868	6,029	99.84	0.16





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Continuation Sheet...

Resolution No. 8: Revision in terms and conditions of remuneration payable to Mr. Priyavrat Mandhana in alignment with the amended provisions of the Schedule V to the Companies Act, 2013.

Resolution required: Special

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	E-Voting	80,69,877	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Institutions	E-Voting	11,07,330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1,29,05,402	30,37,471	23.54	30,36,442	1,029	99.97	0.03
	Poll		6,18,426	4.79	6,13,426	5,000	99.19	0.81
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		36,55,897	28.33	36,49,868	6,029	99.84	0.16
Total		2,20,82,609	36,55,897	16.56	36,49,868	6,029	99.84	0.16

For THE MANDHANA RETAIL VENTURES LIMITED

PRIYAVRAT MANDHANA
(Executive Director)

