

In accordance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of business transacted through e-voting and Physical Postal Ballot:

S. No.	Particulars	
1.	Date of the AGM/EGM (The resolutions were passed through Postal Ballot including e-voting, thus result declaration date is mentioned)	Saturday, December 12, 2015
2.	Total number of shareholders as on record date	1,485
3.	No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A
4.	No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	N.A

Agenda-wise disclosure

Item No. 1 Issuance of 3,75,000 Equity Shares on Preferential Basis:

Resolution required (Ordinary/Special)			Special					
Whether promoter/Promoter group are interested in the agenda/resolution			Not Interested					
Category	Mode of voting	No. of Share 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)= $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6)= $\frac{(4)}{(2)} \times 100$	(7)= $\frac{(5)}{(2)} \times 100$
Promoter and promoter group	E-voting	1812873	1812873	100.000	1812873	0	100.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	1607	1607	100.000	1607	0	100.000	0.000
	Total	1814480	1814480	100.000	1814480	0	100.000	0.000



Public Institutions	E-voting	10870	0	0.000	0	0	0.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	0	0	0.000	0	0	0.000	0.000
	Total	10870	0	0.000	0	0	0.000	0.000
Public Non Institutions	E-voting	3234047	2285806	70.679	2285803	03	100.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	5469	5465	99.927	2540	2925	46.478	53.522
	Total	3239516	2291271	70.729	2288343	2928	99.872	0.128
Total		5064866	4105751	81.063	4102823	2928	99.929	0.077

Note: Aforesaid Special Resolution was passed with requisite majority votes.

Item No. 2 Issuance of 4,29,505 Compulsorily Convertible Debentures on Preferential Basis:

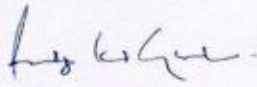
Resolution required (Ordinary/Special)		Special						
Whether promoter/Promoter group are interested in the agenda/resolution		Not Interested						
Category	Mode of voting	No. of Share held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes pooled	% 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	1812873	1812873	100.000	1812873	0	100.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	1607	1607	100.000	1607	0	100.000	0.000
	Total	1814480	1814480	100.000	1814480	0	100.000	0.000



Public Institutions	E-voting	10870	0	0.000	0	0	0.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	0	0	0.000	0	0	0.000	0.000
	Total	10870	0	0.000	0	0	0.000	0.000
Public Non Institutions	E-voting	3234047	2285806	70.679	2285803	03	100.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	5469	5465	99.927	5465	0	100.000	0.000
	Total	3239516	2291271	70.729	2291268	03	100.000	0.000
Total		5064866	4105751	81.063	4105748	03	100.000	0.000

Note: Aforesaid Special Resolution was passed with requisite majority votes.

For **Kamadgiri Fashion Limited**



Pradip Kumar Goenka
Chairman & Managing Director
Encl: a/a



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

To,
The Chairman,

Kamadgiri Fashion Limited
B-104, The Qube,
M.V. Road, Marol,
Andheri (East),
Mumbai-400059.

Sub: Consolidated Scrutinizer's Report for remote e-voting/physical postal ballot forms conducted pursuant to the provisions of section 108 and section 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 of Kamadgiri Fashion Limited for the Special Business Transacted by the Postal Ballot.

Dear Sir,

I Hemant Shetye Partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Kamadgiri Fashion Limited pursuant to section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the Physical Postal Ballot forms received from the shareholders in respect of the below mentioned resolutions (In Annexure I) passed at through Physical Postal Ballot.

The voting rights were reckoned as on 06th November, 2015 being the Cutoff date for the purpose of deciding the entitlements of members at the remote e-voting at the meeting.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) and also the voting through postal Ballot had on Wednesday 11th November (9.00 a.m. IST) to Thursday 10th December, 2015(5.00 p.m. IST).

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. Votes cast through Physical Postal Ballot forms received up to 10th December, 2015 were also considered.

The Company had provided voting facility to the shareholders through remote e-voting facility or by Physical Postal ballot.

The particulars of all Physical Postal 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 Postal Ballot Forms were scrutinized and the shareholding was matched/confirmed with the Register of Members of the company as on 06th November 2015.

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 Postal ballot forms received respectively.

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



Item No. 1: As a Special Resolution:**Issuance of 3,75,000 Equity Shares on a preferential Basis:**

Resolution required (Ordinary/Special)			Special					
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	1812873	1812873	100.000	1812873	0	100.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	1607	1607	100.000	1607	0	100.000	0.000
	Total	1814480	1814480	100.000	1814480	0	100.000	0.00
Public Instituti ons	E-voting	10870	0	0.000	0	0	0.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	0	0	0.000	0	0	0.000	0.000
	Total	10870	0	0.000	0	0	0.000	0.000
Public Non Instituti ons	E-voting	3234047	2285806	70.679	2285803	03	100.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	5469	5465	99.927	2540	2925	46.478	53.522
	Total	3239516	2291271	70.729	2288343	2928	99.872	0.128
Total		5064866	4105751	81.063	4102823	2928	99.929	0.077

Based on the foregoing the above **Special Resolution** voted upon under remote e-voting and Physical Postal Ballot forms may be considered as carried by the majorly.



Item No. 2: As a Special Resolution:**Issuance of 4, 29,505 Compulsorily Convertible Debentures on Preferential Basis:**

Resolution required (Ordinary/Special)			Special					
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) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and promoter group	E-voting	1812873	1812873	100.000	1812873	0	100.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	1607	1607	100.000	1607	0	100.000	0.000
	Total	1814480	1814480	100.000	1814480	0	100.000	0.000
Public Institutions	E-voting	10870	0	0.000	0	0	0.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	0	0	0.000	0	0	0.000	0.000
	Total	10870	0	0.000	0	0	0.000	0.000
Public Non Institutions	E-voting	3234047	2285806	70.679	2285803	03	100.000	0.000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot	5469	5465	99.927	5465	0	100.000	0
	Total	3239516	2291271	70.729	2291268	03	100.000	0.000
Total		5064866	4105751	81.063	4105748	03	100.000	0.000

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

Date: December 11, 2015

Place: Mumbai



For HS ASSOCIATES

Hemant Shetye
Partner,
ACS: 2827
CP: 1483