



Celebrity Fashions Limited

17th September 2024

To,

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai- 400051.

Scrip Code - 532695

NSE Symbol: CELEBRITY

Dear Sir/Madam,

Sub: Disclosure of Voting Results of the 35th Annual General Meeting

Ref: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that the 35th Annual General Meeting (“AGM”) of Celebrity Fashions Limited was held on Monday, 16th September 2024 at 10:00 AM through Video Conferencing (“VC”) and all the business contained in the Notice of AGM, were transacted and approved by the Shareholders with requisite majority.

Please find enclosed the details of voting results (i.e. result of remote e-voting together with that of the e-voting conducted at the AGM) as prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Consolidated Scrutinizer’s Report

This is for your confirmation and records.

Thanking you,

Sincerely,

For **CELEBRITY FASHIONS LIMITED**

S. VENKATARAGHAVAN
CHIEF FINANCIAL OFFICER

General information about company

Scrip code	532695
NSE Symbol	CELEBRITY
MSEI Symbol	NOTLISTED
ISIN	INE185H01016
Name of the company	CELEBRITY FASHIONS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	16-09-2024
Start time of the meeting	10:00 AM
End time of the meeting	11:00 AM

Scrutinizer Details

Name of the Scrutinizer	K J CHANDRA MOULI
Firms Name	BP & ASSOCIATES
Qualification	CS
Membership Number	F11720
Date of Board Meeting in which appointed	02-08-2024
Date of Issuance of Report to the company	16-09-2024

Voting results	
Record date	09-09-2024
Total number of shareholders on record date	22786
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	38
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited financial statements of the Company for the financial year ended 31st March 2024, together with the reports of the Board of Directors and Auditors thereon.				
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	19976325	19975579	99.9963	19975579	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19976325	19975579	99.9963	19975579	0	100
Public- Institutions	E-Voting	8820155	6402237	72.5864	6402237	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8820155	6402237	72.5864	6402237	0	100
Public- Non Institutions	E-Voting	27755594	29599	0.1066	29089	510	98.277	1.723
	Poll							
	Postal Ballot (if applicable)							
	Total		27755594	29599	0.1066	29089	510	98.277
Total		56552074	26407415	46.6957	26406905	510	99.9981	0.0019
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Venkatesh Rajagopal, (DIN 00003625), who retires by rotation and being eligible, offers himself for re-appointment.				
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	19976325	9017962	45.1432	9017962	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19976325	9017962	45.1432	9017962	0	100
Public- Institutions	E-Voting	8820155	6402237	72.5864	6402237	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8820155	6402237	72.5864	6402237	0	100
Public- Non Institutions	E-Voting	27755594	29599	0.1066	29089	510	98.277	1.723
	Poll							
	Postal Ballot (if applicable)							
	Total		27755594	29599	0.1066	29089	510	98.277
Total		56552074	15449798	27.3196	15449288	510	99.9967	0.0033
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Additional Independent Director, Mr. Jandhyala Suresh (DIN: 10664467) by appointing him as an Independent Director of the Company.				
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	19976325	19975579	99.9963	19975579	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19976325	19975579	99.9963	19975579	0	100
Public-Institutions	E-Voting	8820155	6402237	72.5864	6402237	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8820155	6402237	72.5864	6402237	0	100
Public- Non Institutions	E-Voting	27755594	29599	0.1066	29089	510	98.277	1.723
	Poll							
	Postal Ballot (if applicable)							
	Total		27755594	29599	0.1066	29089	510	98.277
Total		56552074	26407415	46.6957	26406905	510	99.9981	0.0019
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mrs. Rama Rajagopal (DIN: 00003565) as WholeTime Director of the Company for a period of 3 years from 10th November 2024 to 09th November 2027				
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	19976325	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19976325	0	0	0	0	0
Public-Institutions	E-Voting	8820155	6402237	72.5864	6402237	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8820155	6402237	72.5864	6402237	0	100
Public- Non Institutions	E-Voting	27755594	29599	0.1066	28539	1060	96.4188	3.5812
	Poll							
	Postal Ballot (if applicable)							
	Total		27755594	29599	0.1066	28539	1060	96.4188
Total		56552074	6431836	11.3733	6430776	1060	99.9835	0.0165
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	10989617
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Manoj Mohanka (DIN: 00128593) as an Independent Director for a Second term of five (5) consecutive years				
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	19976325	19975579	99.9963	19975579	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19976325	19975579	99.9963	19975579	0	100
Public- Institutions	E-Voting	8820155	6402237	72.5864	6402237	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8820155	6402237	72.5864	6402237	0	100
Public- Non Institutions	E-Voting	27755594	29599	0.1066	28041	1558	94.7363	5.2637
	Poll							
	Postal Ballot (if applicable)							
	Total		27755594	29599	0.1066	28041	1558	94.7363
Total		56552074	26407415	46.6957	26405857	1558	99.9941	0.0059
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



BP & ASSOCIATES

Company Secretaries

Consolidated Scrutinizer's Report - Celebrity Fashions Limited

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

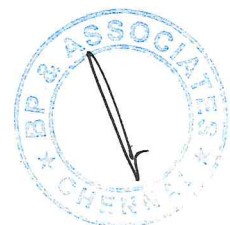
The Chairman of 35th Annual General Meeting of the Equity Shareholders of Celebrity Fashions Limited held on Monday, 16th September 2024 at 10.00 AM IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).).

Respected Sir,

We, BP & Associates, Company Secretaries, Chennai - 600018, have been appointed as the Scrutinizer by the Board of Directors of Celebrity Fashions Limited ("the Company") at its meeting held on 02nd August 2024 for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 35th Annual General Meeting ("AGM") of the Equity Shareholders of "Celebrity Fashions Limited" held on Monday, 16th September 2024 at 10.00 A.M (Indian Standard Time) through Video Conference (VC) / Other Audio Visual Means (OAVM), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and the General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated October 7, 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC, in compliance with Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ("Listing Regulations").

We hereby state that, we are familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

1. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act 2013 and the rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Annual General Meeting.





2. My responsibility as scrutinizer for the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) is restricted to make scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services India Ltd, (CDSL) the authorized agency engaged by the Company to provide facilities for remote e-voting and e-voting by the Shareholders of the Company.
3. The e-Voting period remained open from 9:00 AM on Wednesday, 11th September 2024 up to 5:00 PM on Sunday, 15th September 2024. During this period, the shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Monday, 09th September 2024 have cast their vote electronically were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the Notice of the 35th Annual General Meeting of "CELEBRITY FASHIONS LIMITED" (Item Number 1 to 5 of the Notice of the 35th AGM of CELEBRITY FASHIONS LIMITED).
4. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote evoting were allowed to cast their votes through e-voting system during the AGM.
5. After closure of e-voting at the AGM, the votes cast through evoting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services India Ltd .The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.

Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the E-Voting website of Central Depository Services (India) Limited.





6. The result of the E- voting is as under:

Item No – 1

Ordinary Resolution -Adoption of Audited financial statements of the Company for the financial year ended 31st March 2024, together with the reports of the Board of Directors and Auditors thereon..

Mode of Voting	Votes in favor of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Remote E-Voting	26,406,905	99.998%	510	0.002%	-	26,407,415	100.00%
E-Voting	-	0.00%	-	0.00%	-	-	0.00%
Total	26,406,905	98.998%	510	0.002%	-	26,407,415	100.00%

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.

Item No – 2

Ordinary Resolution - To appoint a Director in place of Mr. Venkatesh Rajagopal, (DIN 00003625), who retires by rotation and being eligible, offers himself for re-appointment.

Mode of Voting	Votes in favor of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Remote E-Voting	15,449,288	100.00%	510	0.00%	10,957,617	15,449,798	100.00%
E-Voting	-	0.00%	-	0.00%	-	-	0.00%
Total	15,449,288	100.00%	510	0.00%	10,957,617	15,449,798	100.00%

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.





Item No – 3

Special Resolution - Regularization of Additional Independent Director, Mr. Jandhyala Suresh (DIN: 10664467) by appointing him as an Independent Director of the Company.

Mode of Voting	Votes in favour of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Remote E-Voting	26,406,905	100%	510	0.00%	-	26,407,415	100%
E-Voting	-	-	-	-	-	-	-
Total	26,406,905	100%	510	0.00%	-	26,407,415	100%

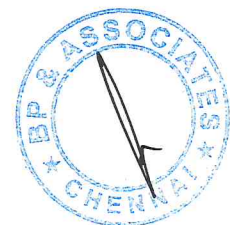
Based on the aforesaid results, we report that this **Special Resolution** has been passed with requisite Majority.

Item No – 4

Special Resolution - Re-appointment of Mrs. Rama Rajagopal (DIN: 00003565) as Whole-Time Director of the Company for a period of 3 years from 10th November 2024 to 09th November 2027

Mode of Voting	Votes in favour of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Remote E-Voting	64,30,776	90.98	1,060	0.02	19,975,579	6,431,836	100.00
E-Voting	-	-	-	-	-	-	-
Total	64,30,776	90.98	1,060	0.02	19,975,579	6,431,836	100.00

Based on the aforesaid results, we report that this **Special Resolution** has been passed with requisite Majority.





Item No – 5

Special Resolution - Re-appointment of Mr. Manoj Mohanka (DIN: 00128593) as an Independent Director for a Second term of five (5) consecutive years.

Mode of Voting	Votes in favor of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote E-Voting	26,405,857	100.00	1558	0%	-	26,407,415	100.00
E-Voting	-	-	-	-	-	-	-
Total	26,405,857	100.00	1558	0%	-	26,407,415	100.00

Based on the aforesaid results, we report that this **Special Resolution** has been passed with requisite Majority.

- All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 35th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

**Thanking you,
Yours faithfully,**

**BP & Associates
Company Secretaries
Peer Review No: P2015TN040200**

**K J CHANDRA MOULI
PARTNER
C P No: 15708 | M No : F11720
UDIN: F011720F001231521**



**Place: Chennai
Date: 16th September 2024**