

**Date: 03<sup>rd</sup> September, 2024**

**To,  
The Corporate Relations Department,  
BSE Limited,  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.  
Scrip Code: 514322**

**Subject: Disclosure pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.**

Dear Sir,

Pursuant to the provisions of Regulation 44 of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 and section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we submit herewith details regarding the voting results of the business transacted at the 37<sup>th</sup> (Thirty-Seventh) Annual General Meeting of the Company held on 03<sup>rd</sup> September 2024, in the prescribed format.

We have also enclosed the Scrutinizer's Report received from M/s. HD and Associates, Practicing Company Secretaries on e-voting at the Annual General Meeting.

Kindly take the same on your record.

Thanking You,

**For Kamadgiri Fashion Limited**

**Siddhant Singh  
Company Secretary Cum Compliance Officer**

<b>Voting results</b>	
Record date	27-08-2024
Total number of shareholders on record date	1523
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	5
b) Public	27
<b>No. of resolution passed in the meeting</b>	<b>4</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption the audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with the reports 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	2201856	2201856	100.0000	2201856	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2201856	2201856	100.0000	2201856	0	100.0000
Public-Institutions	E-Voting	2014	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2014	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	3665501	2954669	80.6075	2954579	90	99.9970	0.0030
	Poll		2	0.0001	2	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3665501	2954671	80.6076	2954581	90	99.9970
<b>Total</b>		5869371	5156527	87.8548	5156437	90	99.9983	0.0017
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Mr. Tilak Goenka (DIN: 00516464) as a Director, 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	2201856	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2201856	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2014	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2014	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	3665501	2954669	80.6075	2954579	90	99.9970	0.0030
	Poll		2	0.0001	2	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	3665501	2954671	80.6076	2954581	90	99.9970	0.0030
<b>Total</b>		5869371	2954671	50.3405	2954581	90	99.9970	0.0030
<b>Whether resolution is Pass or Not.</b>							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	2201856
Public Insitutions	0
Public - Non Insitutions	0

Promoter & Promoter Group abstained from voting on the above resolution

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration payable to Cost Auditors for the financial year ending March 31, 2025				
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	2201856	2201856	100.0000	2201856	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2201856	2201856	100.0000	2201856	0	100.0000	0.0000
Public-Institutions	E-Voting	2014	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2014	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	3665501	2954669	80.6075	2457549	90	83.1751	0.0030
	Poll		2	0.0001	2	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	3665501	2954671	80.6076	2457551	90	83.1751	0.0030
<b>Total</b>		5869371	5156527	87.8548	4659407	90	90.3594	0.0017
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularize the Appointment of Ms. Neha Agarwal as a Non- Executive independent Director.				
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	2201856	2201856	100.0000	2201856	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2201856	2201856	100.0000	2201856	0	100.0000
Public- Institutions	E-Voting	2014	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2014	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3665501	2954669	80.6075	2954579	90	99.9970	0.0030
	Poll		2	0.0001	2	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3665501	2954671	80.6076	2954581	90	99.9970
<b>Total</b>		5869371	5156527	87.8548	5156437	90	99.9983	0.0017
<b>Whether resolution is Pass or Not.</b>							Yes	

# HD AND ASSOCIATES COMPANY SECRETARIES

Address: Office Number 411, Parikh Market Building,  
Opera House, Mumbai-400004.

Email : Hardik@hdandassociates.com ; Tel: +91 22 316 30303

## REPORT OF SCRUTINIZER

Date: 03<sup>rd</sup> September 2024

To,  
The Chairman,  
Kamadgiri Fashion Limited,  
202, Rajan House, 2<sup>nd</sup> Floor,  
Appa Saheb Marathe Marg,  
Prabhadevi, Mumbai-400025.

Re: Consolidated Scrutinizer's Report on voting through remote E-voting during the course of 37th Annual General Meeting held on Tuesday, 03<sup>rd</sup> September 2024 in terms of provisions of the Companies Act 2013 read with the Rules and Circulars issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars issued thereunder.

Dear Sir,

A. I, Mr. Hardik Darji, Proprietor of M/s HD and Associates, Practicing Company Secretaries, appointed as a scrutinizer vide Board Resolution dated 30<sup>th</sup> July 2024 to conduct the following: -

To Scrutinize Remote E-voting process and the E-Voting facility offered to the shareholders of the Company during the course of 37th Annual General Meeting [hereinafter referred as AGM) held on Tuesday, 03<sup>rd</sup> September 2024, pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the resolutions mentioned in the notice of 37<sup>th</sup> Annual General Meeting dated 03<sup>rd</sup> September 2024.

The voting rights were reckoned as on Tuesday, 27<sup>th</sup> August 2024 being the Cut-off date for the purpose of deciding the entitlements of members eligible for voting on the Resolutions.

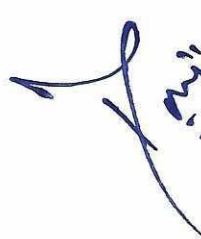

B. The AGM was held through Video Conferencing(VC)/ Other Audio Visual Means (OAVM) pursuant to provisions of the Companies Act, 2013 & Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with MCA Circulars No.14/2020 dated April 8,2020, No.17 /2020 dated April 13,2020, No.20/2020 dated May 05,2020, No 02/2021


## HD AND ASSOCIATES

dated January 13,2021 No. 21/2021 dated December 14,2021,No 02/2022 dated May 05,2022,10/2022 dated December 28,2022 and 09/2023 dated September 25,2023 (Collectively referred to as MCA Circulars) and SEBI Circular dated May 12,2020 January 15,2021, May 13, 2022 and January 05,2023.

- C. I have also attended the AGM through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) as per the specific Login ID for Scrutinizer provided by Company.
- D. The Company had availed remote E-voting facility offered by Link Intime India Private Limited (LLIPI), for the purpose of E-voting by the members of the Company from Saturday, 31<sup>st</sup> August, 2024 (from 09:00 A.M. IST) and ended on Monday, 02<sup>nd</sup> September 2024 (till from 05:00 P.M. IST). The E-voting facility was also offered during the course of AGM for the members who had not voted on the resolutions through remote E-voting facility, the CDSL E-voting platform was blocked thereafter.
- E. The votes cast under the remote E-voting facility and E-voting during AGM were thereafter unblocked and counted after the conclusion of the voting at the AGM in the presence of two witnesses (Names, Address and signature given below) who were not in employment of the Company.
- F. After the closure of the voting at the Annual General Meeting, the report on voting done for the meeting was generated in my presence and the voting was diligently scrutinized.
- G. I have scrutinized and reviewed the remote E-voting and E-voting during the AGM tendered therein based on the data downloaded from the LLIPI E-voting system.
- H. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to AGM by Video Conferencing(VC)/Other Audio Visual Means (OAVM) and the E-voting on the resolutions contained in the notice of the AGM, my responsibility as a scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the total votes cast votes in favor and against including invalid votes (if any) on resolutions contained in the said notice, based on the Report generated from the E-voting system provided by LLIPI.
- I. I have scrutinized and reviewed the entire e-voting process and votes tendered therein as per the data downloaded from the LLIPI e-voting system, and on the basis of the votes received on the same, I hereby report the following:





## HD AND ASSOCIATES

Particulars	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes Nos. (V)
	Nos. (i)	As a % of the total number of valid votes (Favour and Against) [ii= $i/(i+iii)^* 100$ ]	Nos. (iii)	As a % of the total number of valid votes (Favour and Against) [iv= $iii/(i+iii)^* 100$ ]	
<b>Item No. 01- Ordinary Resolution:</b>  Adoption the audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2024 together with the reports of Directors and Auditors thereon.	51,56,437	99.99%	90	0.01	--

Note: Decimals up to 2 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 1 is passed with requisite majority.

## HD AND ASSOCIATES

Particulars	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes Nos. (V)
	Nos. (i)	As a % of the total number of valid votes (Favour and Against) [ii= i/(i+iii)* 100]	Nos. (iii)	As a % of the total number of valid votes (Favour and Against) [iv= iii/(i+iii)* 100]	
<p><b>Item No. 02- Ordinary Resolution:</b></p> <p>Appointment of Mr. Tilak Goenka (DIN: 00516464) as a Director, who retires by rotation and being eligible, offers himself for re-appointment.</p>	29,54,581	99.99%	90	0.01%	22,01,856

Note: Decimals up to 2 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

## Promoter & Promoter Group abstained from voting on the above resolution.

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 2 is passed with requisite majority.




## HD AND ASSOCIATES

Particulars	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes Nos. (V)
	Nos. (i)	As a % of the total number of valid votes (Favour and Against) [ii= i/(i+iii)* 100]	Nos. (iii)	As a % of the total number of valid votes (Favour and Against) [iv= iii/(i+iii)* 100]	
<u>Item No. 03- Ordinary Resolution:</u>  Ratification of Remuneration payable to Cost Auditors for the financial year ending March 31, 2025.	51,56,437	99.99%	90	0.01%	--

Note: Decimals up to 2 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 3 is passed with requisite majority.



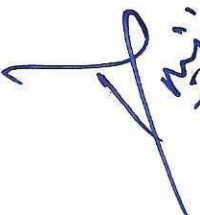


## HD AND ASSOCIATES

Particulars	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes Nos. (V)
	Nos. (i)	As a % of the total number of valid votes (Favour and Against) [ii= i/(i+iii)* 100]	Nos. (iii)	As a % of the total number of valid votes (Favour and Against) [iv= iii/(i+iii)* 100]	
<b>Item No. 04- Special:</b>  Regularize the Appointment of Ms. Neha Agarwal as a Non- Executive independent Director.	51,56,437	99.99%	90	0.01%	—

Note: Decimals up to 2 digits have been considered.

# Since Resolutions are put to Vote through only E-voting process voting by poll is not applicable.

Thus, based on the Results, the Special Resolution as contained in Item No. 4 is passed with requisite majority.

# HD AND ASSOCIATES

- J. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company secretary for preserving safely after the chairman considers, approves and signs the minutes of the AGM.
- K. Restriction on use This report has been issued at the request of the Company for (i) submission to stock Exchange i.e., BSE Limited, (ii) placing on website of the Company and [iii] website of Link Intime India Private Limited (LI.IPI). This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or in to whose hands it may come without my prior consent in writing.

Thanking You  
Yours Faithfully,

FOR HD AND ASSOCIATES  
COMPANY SECRETARY



HARDIK DARJI  
PRACTICING COMPANY SECRETARY  
PROPRIETOR

ACS NO. 47700 C.P.NO.: 21073  
FRN: S2018MH634200

PLACE: MUMBAI  
DATE: 03<sup>RD</sup> SEPTEMBER, 2024  
UDIN: A047700F001117626  
PEER REVIEW NO: 2208/2022

WITNESSES:

*Abhay Shah*

ABHAY SHAH  
411, PARIKH MARKET BUILDING,  
OPERA HOUSE, MUMBAI-400004.

*P.N. Parmar*

POOJA PARMAR  
411, PARIKH MARKET BUILDING,  
OPERA HOUSE, MUMBAI-400004.