



ITFL/SEC/2021-2022/SEP/01

16th September 2021

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 - 533329

NSE Symbol: INTERRAIN

Dear Sir/Madam,

Sub.: Summary of proceedings of 12th Annual General Meeting held on 16th September 2021
Ref.: Reg.30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015

This is to inform that the 12th Annual General Meeting (AGM) of the Company was held today i.e., 16th September 2021 at 11.00 A.M. for the businesses mentioned in the notice of AGM dated 13th August 2021. In this regard, please find enclosed summary of proceedings of the Annual General Meeting.

This is for your information and records. Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,

For INDIAN TERRAIN FASHIONS LIMITED

E. Elamugilan
Company Secretary & Compliance Officer



Encl: a/a

INDIAN TERRAIN FASHIONS LIMITED

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Registered Office : No. 208, Velachery Tambaram Main Road, Narayanapuram, Pallikaranai, Chennai - 600 100.
Email ID : response.itfl@indianterrain.com
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L18101TN2009PLC073017

INDIAN TERRAIN



SUMMARY OF PROCEEDINGS OF THE 12TH ANNUAL GENERAL MEETING (AGM) OF INDIAN TERRAIN FASHIONS LIMITED HELD ON MONDAY, 16TH SEPTEMBER 2021 AT 11.00 A.M. THROUGH VIDEO CONFERENCING FACILITY.

DIRECTORS PRESENT:

- Mr. Venkatesh Rajagopal - Chairman (DIN: 00003625)
Mrs. Rama Rajagopal - Whole time Director (DIN: 00003565)
(Chairperson - CSR Committee)
Mr. Charath Ram Narsimhan - Managing Director & CEO (DIN: 06497859)
Mr. Vidyuth Venkatesh Rajagopal - Joint Managing Director (DIN : 07578471)
Mr. N. K. Ranganath - Independent Director (DIN: 00004044)
(Chairman – Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee)
Mr. Manoj Mohanka - Independent Director (DIN: 00128593)

AUDITORS PRESENT:

- Mr. Madura Ganesh - Partner, M/s. SRSV & Associates
(Statutory Auditors)
Mr. K. J. Chandramouli - Partner, M/s. BP & Associates
(Secretarial Auditors & Scrutinizer - E-voting)
Mr. R. Venkatakrishnan - Partner, RVKS & Associates (Internal Auditors)

IN ATTENDANCE:

- Mr. S. Thiagarajan - General Manager (Finance & Accounts)
Mr. E. Elamugilan - Company Secretary

CHAIRMAN:

Mr. Venkatesh Rajagopal, Chairman of the Board chaired the meeting.

Attendance:

Members present through Video Conference: 59 (Fifty Nine) members holding 33848117
Equity shares
Members present through proxies : Not Applicable

At 11.00 a.m., the Chairman commenced the proceedings of the annual general meeting (AGM) by welcoming the members to the 12th AGM of the Company held through Video Conferencing mode as per the provisions of Companies Act, 2013 and circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).





The Chairman briefed the members about instructions and the process regarding the participation through video conferencing and the requisite quorum being present through video conference, declared the meeting in order. Further informed that since the AGM is held through video conferencing, the requirement of appointing proxies is not applicable. The Chairman informed that the statutory registers as required to be kept for inspection were available electronically for inspection by the members during the AGM.

The Chairman then introduced the Directors, Senior Executives and Company Secretary present for the AGM through video conferencing. The Chairman also acknowledged the attendance of Ms. Madura Ganesh, Partner of M/s. SRSV & Associates, Statutory Auditors, Mr. K. J. Chandramouli, Partner of M/s. BP & Associates, Practicing Company Secretaries, Secretarial Auditors & Scrutinizers for E-voting and Mr. R. Venkatakrishnan, partner of M/s. RVKS & Associates, Internal Auditors. He thanked all the members, Board of Directors, Auditors and the Management team for joining this AGM through video conference.

The Chairman informed that the Company has taken all feasible efforts under the current Covid-19 pandemic to enable members to participate through video conference and cast their votes electronically. Members who have not cast their votes through remote e-voting and participating in the AGM will also have an opportunity to cast their votes during the meeting through the e-voting system.

The Chairman further informed that the Notice of AGM, Board's report, audited financial statements, Statutory Auditors report and Secretarial Auditors report was already circulated to the members along with the Annual Report and informed members to treat them as read since it did not have any qualifications/ comments/ observations.

The Chairman delivered his speech on the overall performance, operations, outlook, strategy and future prospects of the Company.

After the conclusion of his speech, he informed that the Company has provided to the shareholders the facility to register themselves as speakers and also send queries through e-mail. The Company has received requests from 5 (five) shareholders to register themselves as speaker shareholders during the AGM and requested the host (CDSL) to enable the speaker shareholders to speak/ask queries on the Company's operations and financial statements of the Company. Accordingly, only 2 (two) speaker shareholders had participated and sought answers/clarifications. The Chairman and other Directors answered to the observations/queries raised by speaker shareholders to their satisfaction. Thereafter, the Chairman thanked the speaker shareholders for their participation on behalf of the Company.

The Chairman further informed that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of providing remote e-voting and e-voting during AGM facility to members. The remote e-voting facility started on 12th September 2021 at 9.00 a.m. and ended on 15th September 2021 at 5.00 p.m. (IST) and M/s. BP & Associates, Practicing Company Secretaries, Chennai were appointed as the Scrutinizers by the Board





for scrutinizing the e-voting process.

Thereafter, the Chairman requested all the members participating who have not exercised remote e-voting to exercise their votes electronically on the platform of Central Depository Services (India) Limited – www.evotingindia.com and informed that e-voting facility will remain open for the conclusion of the meeting.

The following resolutions as set out at Item Nos. 1 to 3 of the Notice of AGM were open for e-voting:

S No.	Particulars	Resolution required (Ordinary/ Special)
1.	To consider and adopt the audited financial statements of the Company for the financial year ended 31 st March 2021 together with the reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To appoint a director in place of Mrs. Rama Rajagopal (DIN: 00003565), who retires by rotation and being eligible offers herself for re-appointment.	Ordinary
3.	To consider and appoint Mrs. Nidhi Reddy (DIN: 00004081) as an Independent Director of the Company	Ordinary

The Chairman informed that the results of e-voting would be declared on or before 18th September 2021 i.e., within 48 hours of conclusion of AGM and authorized Mr. E. Elamugilan, Company Secretary to declare the said results. Also, informed that the results will be uploaded on the Company's website www.indianterrain.com, website of CDSL and on the website of the Stock Exchanges www.nseindia.com and www.bseindia.com.

The Chairman then thanked the members for their continuous support and confidence in the Company and announced the formal closure of the 12th Annual General Meeting of the Company at 12.00 p.m.

For INDIAN TERRAIN FASHIONS LIMITED

E. Elamugilan
Company Secretary & Compliance Officer

