



# PIL ITALICA LIFESTYLE LIMITED

(An ISO 9001:2015 Certified Company)

CIN : L25207RJ1992PLC006576

June 29, 2019

The Manager-Listing Department National Stock Exchange of India Limited, 'Exchange Plaza', C-1, Block -G Bandra Kurla Complex, Bandra -East Mumbai-400051	Listing Department BSE Limited Phiroze Jeejeebhoy Towers 25 <sup>th</sup> Floor, Dalal Street Mumbai- 400001
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**Name of Company** : PIL ITALICA LIFESTYLE LIMITED  
**Sub** : Voting Results of AGM and Consolidated Scrutinizers Report  
**Ref** : Scrip Code No.: PILITA/ 500327

Dear Sir / Madam,

The 27<sup>th</sup> Annual General Meeting of the Company was held on Friday , June 28, 2019 at 09.15 am at the registered office of the Company and the business as set out in the Notice convening 27<sup>th</sup> AGM was duly transacted.

In this regard, please find attached herewith the following:

1. Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 .
2. Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014.

Kindly take the above on your records.

Yours faithfully,

**For PIL ITALICA LIFESTYLE LIMITED**

  
Aditi Parmar  
(Company Secretary)  
M. No.: A37301



**PIL ITALICA LIFESTYLE LIMITED – VOTING RESULTS**

<b>Date of the AGM</b>	<b>28.06.2019</b>		
<b>Total number of shareholders on record date(21.06.2019)</b>	9920		
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	In Person	In Proxy	Total
Promoters and Promoter Group:	1	0	1
Public:	36	0	36
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	N.A.		
Promoters and Promoter Group:			
Public:			

**Agenda wise Disclosures are as follows:**

<b>Resolution No.</b>		1						
<b>Resolution required: (Ordinary/ Special)</b>		Ordinary Resolution						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		No						
<b>Description of resolution considered</b>		To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, alongwith the Reports of the Directors' and Auditors' thereon.						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	155373400	155373400	100	155373400	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		155373400	155373400	100	155373400	0	100
Public- Institutions	E-Voting	1534048	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		1534048	0	0	0	0	0
Public- Non Institutions	E-Voting	78092552	10805852	13.8372	10805852	0	100	0
	Poll		204352	0.2617	204352	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		78092552	11010204	14.0989	11010204	0	100
<b>Total</b>		<b>235000000</b>	<b>166383604</b>	<b>70.8015</b>	<b>166383604</b>	<b>0</b>	<b>100</b>	<b>0</b>





Resolution No.				2				
Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Mukesh Kumar Kothari (DIN:03103336), who retires by rotation and being eligible offers himself for reappointment.				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	155373400	155373400	100	155373400	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		155373400	155373400	100	155373400	0	100
Public- Institutions	E-Voting	1534048	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1534048	0	0	0	0	0
Public- Non Institutions	E-Voting	78092552	10805852	13.8372	10805852	0	100	0
	Poll		204352	0.2617	204352	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		78092552	11010204	14.0989	11010204	0	100
<b>Total</b>		<b>235000000</b>	<b>166383604</b>	<b>70.8015</b>	<b>166383604</b>	<b>0</b>	<b>100</b>	<b>0</b>



Resolution No.				3				
Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs. Namrata Babel (DIN:06910061) as an Independent Director				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	155373400	155373400	100	155373400	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	155373400	155373400	100	155373400	0	100	0
Public- Institutions	E-Voting	1534048	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1534048	0	0	0	0	0	0
Public- Non Institutions	E-Voting	78092552	10805852	13.8372	10805852	0	100	0
	Poll		204352	0.2617	204352	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	78092552	11010204	14.0989	11010204	0	100	0
<b>Total</b>		<b>235000000</b>	<b>166383604</b>	<b>70.8015</b>	<b>166383604</b>	<b>0</b>	<b>100</b>	<b>0</b>





Resolution No.				4				
Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Narendra Bhanawat (DIN: 00146824) as a Whole time Director				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	155373400	155373400	100	155373400	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		155373400	155373400	100	155373400	0	100
Public- Institutions	E-Voting	1534048	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1534048	0	0	0	0	0
Public- Non Institutions	E-Voting	78092552	10805852	13.8372	10805852	0	100	0
	Poll		204352	0.2617	204352	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	78092552	11010204	14.0989	11010204	0	100	0
<b>Total</b>		<b>235000000</b>	<b>166383604</b>	<b>70.8015</b>	<b>166383604</b>	<b>0</b>	<b>100</b>	<b>0</b>





## A MODI & CO

CHARTERED ACCOUNTANTS

4, SHIVKRIPA, MAHAVEER COLONY, BEDLA ROAD, UDAIPUR- 313 011  
TEL- 0294 2450152, 94142 39096, E MAIL- CAASHOKMODI@GMAIL.COM

CA ASHOK MODI  
B.COM, FCA

Dt. 28.06.2019

To,  
Chairperson & Managing Director,  
Pil Italica Lifestyle Ltd  
Kodiyat Road , Vill : Sisarma,  
PIN: 313 031 Distt: Udaipur

**Corporate Identity Number (CIN) : L25207RJ1992PLC006576**

Dear Sir/Madam,

At the outset, we would like to thank you for entrusting us with the task of scrutinizing the e-voting and voting by Poll process by your shareholders, at the 27<sup>th</sup> Annual General Meeting of your Company held on 28.06.2019.

Please find enclosed, our Report as listed below:

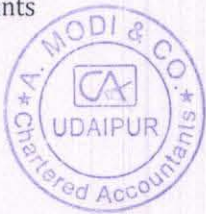
-Consolidated Report on E-voting and voting by Poll process.

Our Report on E-Voting is based on the data downloaded from the e-voting platform provided by Link Intime India Pvt. Ltd.

We trust you will find our Report to be comprehensive & self- explanatory in all respects. We will however be happy to answer your queries if any, on the same and assure you of our best services at all times.

For A Modi & Co  
Chartered Accountants

(Ashok Modi)  
Prop.  
M. No: 074488  
DATED: 28.06.2019  
PLACE: Udaipur







## **A MODI & CO**

**CHARTERED ACCOUNTANTS**

**4, SHIVKRIPA, MAHAVEER COLONY, BEDLA ROAD, UDAIPUR- 313 011**

**TEL- 0294 2450152, 94142 39096, E MAIL- CAASHOKMODI@GMAIL.COM**

**CA ASHOK MODI  
B.COM, FCA**

### **Scrutinizers Consolidated Report (E-Voting Process and Polling Paper)**

To,  
Chairperson & Managing Director,  
Pil Italica Lifestyle Ltd  
Kodiyat Road , Vill : Sisarma,  
PIN: 313 031 Distt: Udaipur

Dear Sir,

I. Ashok Modi, Proprietor of M/s A Modi & Co. Chartered Accountants, Udaipur, have been appointed by the Board of Directors of PIL Italica Lifestyle Ltd (the Company) as scrutinizer for the purpose of scrutinizing e-voting process and voting by Poll process in a fair and transparent manner and ascertaining the requisite majority on voting carried out as per the provisions of The Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of SEBI (LODR) Regulations, 2015 in respect of resolutions passed at the 27<sup>th</sup> Annual General Meeting ( AGM) of the Members of the Company held on Friday 28<sup>th</sup> June, 2019.

2. It is the responsibility of the management of the Company to ensure due compliance of the provisions of The Companies Act, 2013 and rules made there under and also the requirements thereof relating to voting through electronic means and Polling Papers on the resolution contained in the Notice of 27<sup>th</sup> AGM of the members of the Company. As the Scrutinizer for the e-voting process and Poll process my roles and responsibility are limited to make a Scrutinizer's Consolidated Report of the votes cast "in favor" or "against" in respect of the resolutions contained in the Notice of the 27<sup>th</sup> Annual General Meeting, based on the Reports generated from the e-voting system provided by the (Link Intime India Pvt. Ltd.) the Authorised Agency to provide Remote e-voting facilities, engaged by the Company and from Poll Process conducted at the 27<sup>th</sup> AGM.

Further to above, I submit my report as under:-

1. The remote e-voting period remained open from Tuesday 25.06.2019 at 10 am and ends on to Thursday 27.06.2019 at 05.00 p.m.
2. The Members of the Company as on the "Cut Off" date i.e. 21.06.2019 were entitled to vote on the proposed resolutions as set out in the 27<sup>th</sup> Annual General Meeting notice dated 15.05.2019 of the Company.







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3. Thereafter, the electronic votes cast through remote e-voting were unblocked on 27.06.2019 after 5:00 P.M. in the presence of 2 witnesses Ms. Divya Kothari & Ms. Sonali Ostwal who are not in the employment of the Company.

Name: Ms. Divya Kothari

Signature: .....

Name: Ms. Sonali Ostwal

Signature: .....

4. At the 27<sup>th</sup> AGM held on 28.06.2019, the Chairman at the end of discussions on the resolutions announced the voting through Polling Papers to facilitate the members at the meeting who could not participate in the remote e-voting to record their votes.
5. Then the details containing, inter- alia, list of Equity Shareholders, who voted through Remote e-voting "for" and/or "against" each of the resolutions that were put to vote, were generated from the e-voting website of Link Intime India Pvt. Ltd. and based on such reports, members have casted their votes through remote e-voting and voting through polling papers at the meeting.
6. The register to record the assent or dissent received has been maintained electronically. It contained the particulars of name, address, folio number or client id of the shareholders, number of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
7. The consolidated Results of the voting (Remote e-voting and Polling Paper) is given in attachment hereto marked as "Annexure-1"

For A Modi & Co  
Chartered Accountants

(Ashok Modi)  
Prop.  
M. No: 074488



DATED: 28.06.2019  
PLACE: Udaipur





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## Annexure-I

Agenda Item No.	1						
Subject	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, along with the Reports of the Directors' and Auditors' thereon.						
Type of Resolution	Ordinary Resolution						
Particulars	Remote E-voting		Poll Process		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	14	166179252	32	204352	46	166383604	100.00
Dissent	0	0	0	0	0	0	0
Total	14	166179252	32	204352	46	166383604	100.00
Abstain/Invalid	0	0	0	0	0	0	0

Agenda Item No.	2						
Subject	To appoint a Director in place of Mr. Mukesh Kumar Kothari (DIN: 03103336), who retires by rotation and being eligible offers himself for reappointment..						
Type of Resolution	Ordinary Resolution						
Particulars	Remote E-voting		Poll Process		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	14	166179252	32	204352	46	166383604	100.00
Dissent	0	0	0	0	0	0	0
Total	14	166179252	32	204352	46	166383604	100.00
Abstain/Invalid	0	0	0	0	0	0	0

Agenda Item No.	3						
Subject	Re-appointment of Mrs. Namrata Babel (DIN:06910061) as an Independent Director						
Type of Resolution	Special Resolution						
Particulars	Remote E-voting		Poll Process		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	14	166179252	32	204352	46	166383604	100.00
Dissent	0	0	0	0	0	0	0
Total	14	166179252	32	204352	46	166383604	100.00
Abstain/Invalid	0	0	0	0	0	0	0







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Agenda Item No.	4						
	Re-appointment of Mr. Narendra Bhanawat (DIN: 00146824) as a Whole time Director						
Type of Resolution	Ordinary Resolution						
Particulars	Remote E-voting		Poll Process		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	14	166179252	32	204352	46	166383604	100.00
Dissent	0	0	0	0	0	0	0
Total	14	166179252	32	204352	46	166383604	100.00
Abstain/Invalid	0	0	0	0	0	0	0

Based on the aforesaid results, the resolution no 1 to 4 as contained in the notice of 27<sup>th</sup> AGM dated 15.05.2019 have been passed with requisite majority.

The Polling papers and all other relevant records related to the voting is under my safe custody and will be handed over to the Company Secretary or the Director authorized by the board for safe keeping after the chairman approves and signs the Minutes of the aforesaid 27<sup>th</sup> Annual General Meeting.

Thanking You,

Yours Faithfully,

For A Modi & Co  
Chartered Accountants

(Ashok Modi)  
Prop.  
M. No: 074488  
DATED: 28.06.2019  
PLACE: Udaipur

