



# Celebrity Fashions Limited

10<sup>th</sup> March 2024

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001.

**National Stock Exchange of India Limited**

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

**Scrip Code** - 532695

**NSE Symbol:** CELEBRITY

Dear Sir/Madam,

**Sub: Voting results of Postal ballot (E-voting) and Scrutinizer's Report**

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

With reference to the above, we herewith enclose the voting results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's report dated 10<sup>th</sup> March 2024 for the Notice of postal ballot dated 05<sup>th</sup> February 2024.

The resolutions mentioned in the Notice of Postal Ballot were passed with requisite majority. The resolutions are deemed as passed on the last date of the e-voting period, i.e. Sunday, 10<sup>th</sup> March 2024.

The voting results along with the Scrutinizer's Report are also being made available on the Company's website at [www.celebritygroup.com](http://www.celebritygroup.com).

Kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,

**For CELEBRITY FASHIONS LIMITED**

**S.VENKATARAGHAVAN  
CHIEF FINANCIAL OFFICER**

**Encl:** a/a

| <b>General information about company</b>  |                            |
|---|----------------------------|
| Scrip code  | 532695                     |
| NSE Symbol  | CELEBRITY                  |
| MSEI Symbol   | NOTLISTED                  |
| ISIN  | INE185H01016               |
| Name of the company   | CELEBRITY FASHIONS LIMITED |
| Type of meeting   | Postal Ballot              |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 10-03-2024                 |
| Start time of the meeting   |                            |
| End time of the meeting   |                            |

| <b>Scrutinizer Details</b>                |                    |
|---|--------------------|
| Name of the Scrutinizer                   | K.J. Chandra Mouli |
| Firms Name                                | BP & Associates    |
| Qualification                             | CS                 |
| Membership Number                         | F11720             |
| Date of Board Meeting in which appointed  | 05-02-2024         |
| Date of Issuance of Report to the company | 10-03-2024         |

| <b>Voting results</b>  |            |
|--|------------|
| Record date  | 02-02-2024 |
| Total number of shareholders on record date                                  | 21189      |
| No. of shareholders present in the meeting either in person or through proxy |            |
| a) Promoters and Promoter group  |            |
| b) Public  |            |
| No. of shareholders attended the meeting through video conferencing          |            |
| a) Promoters and Promoter group  |            |
| b) Public  |            |
| No. of resolution passed in the meeting                                      | 2          |
| Disclosure of notes on voting results  |            |

| Resolution(1)  |                               |                    |                     |  |                          |                        |                                      |                                    |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Special  |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No   |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | Approval for Issue of equity shares through preferential issue |                          |                        |                                      |                                    |
| 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           |                     |  |                          |                        |                                      |                                    |
|  | Poll                          |                    |                     |  |                          |                        |                                      |                                    |
|  | Postal Ballot (if applicable) |                    | 19975579            | 99.9963  | 19975579                 | 0                      | 100                                  | 0                                  |
|  | Total                         |                    | 19976325            | 19975579   | 99.9963                  | 19975579               | 0                                    | 100                                |
| Public- Institutions   | E-Voting                      | 6286108            |                     |  |                          |                        |                                      |                                    |
|  | Poll                          |                    |                     |  |                          |                        |                                      |                                    |
|  | Postal Ballot (if applicable) |                    | 0                   | 0  | 0                        | 0                      | 0                                    | 0                                  |
|  | Total                         |                    | 6286108             | 0  | 0                        | 0                      | 0                                    | 0                                  |
| Public- Non Institutions   | E-Voting                      | 27791680           |                     |  |                          |                        |                                      |                                    |
|  | Poll                          |                    |                     |  |                          |                        |                                      |                                    |
|  | Postal Ballot (if applicable) |                    | 2493268             | 8.9713   | 2492158                  | 1110                   | 99.9555                              | 0.0445                             |
|  | Total                         |                    | 27791680            | 2493268  | 8.9713                   | 2492158                | 1110                                 | 99.9555                            |
| Total  |                               | 54054113           | 22468847            | 41.5673  | 22467737                 | 1110                   | 99.9951                              | 0.0049                             |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |  |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution  |                               |                    |                     |  |                          |                        |                                      |                                    |

| <b>Details of Invalid Votes</b> |              |
|---------------------------------|--------------|
| Category                        | No. of Votes |
| Promoter and Promoter Group     |              |
| Public Insitutions              |              |
| Public - Non Insitutions        |              |

| Resolution(2)  |                               |                    |                     |   |                          |                        |                                      |                                    |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Special   |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | Yes   |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | Approval for revision of remuneration paid to Mr. Vidyuth Rajagopal (DIN: 07578471) Managing Director of the Company from 01st April 2023 till the remaining period of his tenure |                          |                        |                                      |                                    |
| 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           |                     |   |                          |                        |                                      |                                    |
|  | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|  | Postal Ballot (if applicable) |                    | 0                   | 0   | 0                        | 0                      | 0                                    | 0                                  |
|  | Total                         |                    | 19976325            | 0   | 0                        | 0                      | 0                                    | 0                                  |
| Public- Institutions   | E-Voting                      | 6286108            |                     |   |                          |                        |                                      |                                    |
|  | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|  | Postal Ballot (if applicable) |                    | 0                   | 0   | 0                        | 0                      | 0                                    | 0                                  |
|  | Total                         |                    | 6286108             | 0   | 0                        | 0                      | 0                                    | 0                                  |
| Public- Non Institutions   | E-Voting                      | 27791680           |                     |   |                          |                        |                                      |                                    |
|  | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|  | Postal Ballot (if applicable) |                    | 2493268             | 8.9713  | 2490658                  | 2610                   | 99.8953                              | 0.1047                             |
|  | Total                         |                    | 27791680            | 2493268   | 8.9713                   | 2490658                | 2610                                 | 99.8953                            |
| Total  |                               | 54054113           | 2493268             | 4.6125  | 2490658                  | 2610                   | 99.8953                              | 0.1047                             |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |   |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution  |                               |                    |                     |   |                          |                        |                                      |                                    |

| <b>Details of Invalid Votes</b> |              |
|---------------------------------|--------------|
| Category                        | No. of Votes |
| Promoter and Promoter Group     | 19975579     |
| Public Insitutions              |              |
| Public - Non Insitutions        |              |







**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  
IV & C2, 3rd Main Road, MEPZ / SEZ,  
Tambaram, Chennai, -600045, Tamil Nadu, India

Respected Sir,

**Sub: Passing of Resolution through Postal Ballot Conducted through Remote E-voting Facility**

We, BP & Associates, Company Secretaries, Chennai, have been appointed as the Scrutinizer by the Board of Directors of Celebrity Fashions Limited ("the Company") at its meeting held on 05<sup>th</sup> February, 2024 for conducting the Postal Ballot e-voting process for seeking members' assent/dissent on the resolution as specified in the Postal Notice dated 05<sup>th</sup> February, 2024, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 respectively of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and including any statutory modifications or re-enactments thereof for the time being in force as amended from time to time, read with the General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and pursuant to other applicable laws and 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 Postal ballot.
2. On 09<sup>th</sup> February, 2024 the Company has completed the dispatch of Postal Ballot notice(s)/ form(s), to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited/Central Depository Services (India) Limited as on the cut-off date i.e., Friday, 02<sup>nd</sup> February, 2024 and whose e-mail IDs was available with the Company and Depositories. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.



3. The Postal Ballot (e-Voting) period begun on Saturday, 10<sup>th</sup> February, 2024 at 9.00 a.m. and ended on Sunday, 10<sup>th</sup> March, 2024 at 5:00 p.m. 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., Friday, 02<sup>nd</sup> February, 2024 have casted their vote electronically were entitled to vote on the proposed 2 (Two) resolutions as mentioned in the Notice of Postal Ballot of "CELEBRITY FASHIONS LIMITED" dated 05<sup>th</sup> February, 2024.
4. All votes casted through remote e-voting facility up to 5.00 p.m IST on Sunday, 10<sup>th</sup> March, 2024, the last date and time fixed by the Company for e-voting were considered for our scrutiny.
5. Our responsibility as scrutinizer for the e-voting facility for Postal Ballot 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 Central Depository Services India Ltd, (CDSL) the authorized agency engaged by the Company to provide facilities for remote e-voting by the Shareholders of the Company.

We as Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the details of which are as follows:

**Item No – 1: Special Resolution – Approval for Issue of equity shares through preferential issue:**

| Mode of Voting                 | Votes in favor of the resolution |                | Votes against the resolution |              | Invalid/ Abstained Votes | Total           |                |
|--------------------------------|----------------------------------|----------------|------------------------------|--------------|--------------------------|-----------------|----------------|
|                                | Nos.                             | %              | Nos.                         | %            |                          | Nos.            | Nos.           |
| Postal Ballot- Remote e-voting | 22467737                         | 100.00%        | 1110                         | 0.00%        | -                        | 22468847        | 100.00%        |
| <b>Total</b>                   | <b>22467737</b>                  | <b>100.00%</b> | <b>1110</b>                  | <b>0.00%</b> | <b>-</b>                 | <b>22468847</b> | <b>100.00%</b> |

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

**Item No – 2: Special Resolution - Approval for revision of remuneration paid to Mr. Vidyuth Rajagopal (DIN: 07578471) Managing Director of the Company from 01<sup>st</sup> April 2023 till the remaining period of his tenure.**

| Mode of Voting                 | Votes in favor of the resolution |               | Votes against the resolution |              | Invalid/ Abstained Votes | Total          |                |
|--------------------------------|----------------------------------|---------------|------------------------------|--------------|--------------------------|----------------|----------------|
|                                | Nos.                             | %             | Nos.                         | %            |                          | Nos.           | Nos.           |
| Postal Ballot- Remote e-voting | 2490658                          | 99.90%        | 2610                         | 0.10%        | 19975579                 | 2493268        | 100.00%        |
| <b>Total</b>                   | <b>2490658</b>                   | <b>99.90%</b> | <b>2610</b>                  | <b>0.10%</b> | <b>19975579</b>          | <b>2493268</b> | <b>100.00%</b> |

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

