



BELLA CASA FASHION & RETAIL LTD

(Formerly Known as Gupta Fabtex Pvt. Ltd.)

Importers, Manufacturer & Exporters of :
Home Furnishing, Garment & Fabrics

Ph. : 0141-2771844
E-mail : info@bellacasa.in
Website : www.bellacasa.in

CIN : L17124RJ1996PLC011522

E-102, 103, EPIP, Sitapura Industrial Area, Jaipur – 302022, INDIA

Ref- BSE/2022-23/35

Date: 20th September,2022

To,

**Corporate Relationship Department,
BSE Limited**

Phioze Jeejeebhoy Tower,
Dalal Street,
Mumbai – 400 001

Subject- Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015- Details of voting results of 26th Annual General Meeting of the Company and Scrutinizer's Report for the 26th Annual General Meeting.

Scrip Code- 539399

Dear Sir/Ma'am,

Pursuant to Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, please find enclosed details of voting results inclusive of remote e-voting and e-voting during AGM of the Company held on Friday, September 16, 2022 commenced at 12:00 PM through Video Conferencing (VC)/Other Audio Video (OAVM).

We are also submitting the Consolidated Scrutinizer's Report on Results of 26th Annual General Meeting (AGM) of Company pursuant to Section 108 of the Companies Act, 2013, and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014.

Kindly disseminate the information on the official website of the exchange for information of all members of exchange and investors. Kindly take this information on record.

For and on behalf of Bella Casa Fashion & Retail Limited

**Sonika Gupta
Company Secretary
M. No. A38676**

General information about company	
Scrip code	539399
NSE Symbol	
MSEI Symbol	
ISIN	INE344T01014
Name of the company	Bella Casa Fashion & Retail Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	16-09-2022
Start time of the meeting	12:00 PM
End time of the meeting	12:18 PM

Scrutinizer Details	
Name of the Scrutinizer	Manish Sancheti
Firms Name	M Sancheti & Associates
Qualification	CS
Membership Number	7972
Date of Board Meeting in which appointed	12-08-2022
Date of Issuance of Report to the company	16-09-2022

Voting results	
Record date	09-09-2022
Total number of shareholders on record date	1267
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	6
b) Public	17
No. of resolution passed in the meeting	3
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				Consideration and adoption of the audited financial statements of the Company for the financial year ended 31st March, 2022 together with report 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	7809962	5615906	71.907	5615906	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		7809962	5615906	71.907	5615906	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3665038	36517	0.9964	36517	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3665038	36517	0.9964	36517	0	100
Total		11475000	5652423	49.2586	5652423	0	100	0
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?				No				
Description of resolution considered				Declaration of Final dividend on Equity Shares for the year ended 31stMarch, 2022.				
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	7809962	5615906	71.907	5615906	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		7809962	5615906	71.907	5615906	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3665038	36517	0.9964	36517	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3665038	36517	0.9964	36517	0	100
Total		11475000	5652423	49.2586	5652423	0	100	0
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Director in place of Mr. Harish Kumar Gupta (DIN:-01323944) liable to retire by rotation in terms of section 152 (6) of the Companies Act, 2013 and being eligible offers, himself for reappointment.				
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	7809962	5615906	71.907	5615906	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		7809962	5615906	71.907	5615906	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3665038	36517	0.9964	36517	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3665038	36517	0.9964	36517	0	100
Total		11475000	5652423	49.2586	5652423	0	100	0
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	

CONSOLIDATED SCRUTINIZER REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Chairman
Annual General Meeting of the
Members of **Bella Casa Fashion & Retail Limited**
E-102, 103 EPIP, Sitapura Industrial Area
Jaipur, Rajasthan - 302022


Sub: - Consolidated Report of the Scrutinizer on Remote e-voting and e-voting facility provided to the shareholders during the Annual General Meeting (AGM) of Bella Casa Fashion & Retail Limited held on Friday, September 16, 2022 at 12:00 P.M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

Dear Sir,

1. I, Manish Sancheti, Practicing Company Secretary & proprietor of M Sancheti & Associates, (Membership No. 7972, C.P. No. 8997) has been appointed as Scrutinizer by the Board of Directors of **Bella Casa Fashion & Retail Limited** (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended for the purpose of scrutinizing the process of voting through electronic means ("remote e-voting") and e-voting at the Annual general meeting in a fair and transparent manner on all the resolutions contained in the Notice dated August 12, 2022 ("Notice") issued by the Company in accordance with General Circular No. 14 / 2020, 17 / 2020, 20 / 2020, 2 / 2021, 19 / 2021, 21 / 2021 and 2 / 2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021 and 5 May 2022 respectively issued by Ministry of Corporate affairs and in accordance with the circular dated 12th May, 2020 read with circular dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as "MCA & SEBI CIRCULARS" for convening the Annual general meeting of its members through VC/OAVM on Friday, September 16, 2022 at 12:00 P.M.
2. The management of the Company is responsible to ensure compliance with the requirements of the Act, and Rules made thereunder, MCA circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the Annual general meeting. Our responsibility as Scrutinizer is restricted to ensure that the voting is conducted in a fair and transparent manner, ascertaining requisite majority on the proposed resolutions and making a Scrutinizer's Report in respect of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide remote e-voting facility and e-voting at the AGM.
3. The Shareholder of the Company holding Shares as on the "cut-off date" i.e. Friday, September 09, 2022 were entitled to vote on the proposed resolution as contained in the Notice of the Annual general meeting.
4. As on the "cut-off date" i.e. Friday, September 09 2022 there were 1,267 Shareholders of the Company (1,321 folios) as per BenPos received from the registrar and share transfer agent of the Company.
5. The remote e-voting period commenced at 09:00 A.M on Tuesday, September 13, 2022 and ended on Thursday, September 15, 2022 at 05:00 P.M.

6. 20 shareholders attended the Annual general meeting through VC/OAVM were counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. The remote e-voting facility was in operation during the Annual general meeting and till after 15 minutes conclusion of Meeting and was used for voting only by the members attending the meeting and who have not exercised their right to vote through remote e-voting prior to the Annual general meeting.
8. The votes cast through remote e-voting and e-voting at the Annual general meeting were unblocked on September 16, 2022 after the conclusion of the Annual general meeting and e-voting at the Annual general meeting in the presence of two witnesses, Mr. K.S. Panwar and Ms. Taniya Sharma, who are not in the employment of the Company and they have signed below in confirmation of the same. Thereafter, the voting summary statement was downloaded from the CDSL e-voting system.

Signature: 
Name: Mr. K.S. Panwar

Signature: 
Name: Ms. Taniya Sharma

9. The results of remote e-voting and e-voting at the Annual general meeting, are enclosed as Annexure – A to this Report.
10. Based on the above results of e-voting, all the resolutions contained in the Notice of the annual general meeting were carried out with the requisite majority.
11. The electronic data and all other relevant records relating to remote e-voting and voting at the Annual general meeting through, shall remain under our safe custody until the Chairman considers, approves and signs the minutes of the Annual general meeting and the same shall be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully

For Bella Casa Fashion & Retail Limited

Manish Sancheti
M Sancheti & Associates
FCS No.: 7972
CP No.: 8997
UDIN: F007972D000982143
Date: September 16, 2022
Place: Jaipur

Harish Kumar Gupta
Whole-Time Director
DIN: 01323944
(Chairman of the Meeting)
Date: September 16, 2022
Place: Jaipur

Annexure – A

Resolution 1: Ordinary Resolution

Consideration and adoption of the audited financial statements of the Company for the financial year ended 31st March, 2022 together with report of the Board of Directors and Auditors thereon

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
20	5652423.00	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution

Declaration of Final dividend on Equity Shares for the year ended 31st March, 2022

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
20	5652423.00	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 3: Ordinary Resolution

Appointment of Director in place of Mr. Harish Kumar Gupta (DIN:-01323944) liable to retire by rotation in terms of section 152 (6) of the Companies Act, 2013 and being eligible offers, himself for reappointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
20	5652423.00	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL