

Ref- BSE/2020-21/24

Date: 30th September, 2020

To,
Corporate Relationship Department,
BSE Limited
Phioze Jeejeebhoy Tower,
Dalal Street,
Mumbai – 400 001

Subject- Proceedings of the Annual General Meeting of Bella Casa Fashion & Retail Limited.

Scrip Code- 539399

Dear Sir/Ma'am,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III (Part A) (13) and any other applicable provisions, we hereby submit proceedings of 24th Annual General Meeting held on Wednesday, September 30, 2020 at 12:00 P.M through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

The details of consolidated voting results of both the 'Venue E-Voting' and the 'Remote e-voting' by the shareholders on all the resolutions as set out in the Notice of the AGM will be intimated in the prescribed format under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, within the prescribed time limits.

Kindly take this information on record.

For and on behalf of Bella Casa Fashion & Retail Limited


Sonika Gupta
Membership No. A38676
Company Secretary & Compliance Officer



Proceedings of 24th Annual General Meeting

The 24th Annual General Meeting ("AGM") of the Members of Bella Casa Fashion & Retail Limited ("the Company") was held on Wednesday, September 30, 2020 at 12.00 P.M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') to transact the Businesses, as mentioned in the Notice of the 24th AGM.

Mr. Harish Kumar Gupta chaired the Meeting. Ms. Sonika Gupta, Company Secretary of the Company welcomed all the Members present at the AGM through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') and with the permission of Chairman, declared that the requisite quorum was present and called the Meeting to order. The Directors present at the meeting introduced themselves.

The Company Secretary informed that the Statutory Auditors, Secretarial Auditors, Chief Financial Officer and Company Secretary are also participating in the AGM through Video Conferencing from their respective locations.

It was informed that due to spread of COVID-19 and social distancing norms, the AGM is held through VC / OAVM, which is in compliance with the directions issued by Ministry of Corporate Affairs and SEBI. Since this AGM is being held through Video Conferencing without physical attendance of Members at a common venue, the requirement of appointing proxies by the Members is not applicable. The Registers and documents referred to in the AGM Notice were available for inspection of the members on the Company's website.

With the permission of the members, Notice of the AGM was taken as read. Since there were no audit qualifications by Statutory and Secretarial Auditors, with the permission of the members, Auditor's and Secretarial Auditor's Reports were taken as read.

She further informed the Members that the Company, in accordance with the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, had provided facility to all the Members as on September 23, 2020, ("the Cut-off Date") to exercise their votes on the items of business given in the Notice through remote electronic voting system provided by the Central Depository Services (India) Limited (CDSL). The remote e-voting period commenced on Sunday, September 27, 2020, at 09:00 a.m. (IST) and concluded on Tuesday, September 29, 2020, at 05:00 p.m. (IST). The Chairman apprised the Members about the availability of e-voting system during the AGM for those present in the AGM and who have not cast their votes through remote e-voting.

Since no member was registered as 'Speaker', the Chairman proceeded with the following resolutions, set out at Sr. No. 1 to 11 in the Notice of 24th AGM:



Sonika Gupta
Bella Casa Fashion & Retail Limited

The Following items of business, as per Notice of the 24th AGM, were transacted at the Meeting.

Ordinary Business	
1.	Consideration and adoption of the Financial Statements of the Company for the year ended 31st March, 2020 including Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors and Auditors thereon.
2.	Re-appointment Mr. Gaurav Gupta (DIN:-07106587) liable to retire by rotation in terms of section 152 (6) of the Companies Act, 2013 and being eligible offers, himself for reappointment.
Special Business	
3.	Re-appointment of Mr. Harish Kumar Gupta (DIN:01323944) as the Chairman & Whole-Time Director of the Company for a period of five (5) years
4.	Re-appointment of Mr. Pawan Kumar Gupta (DIN: 01543446) as the Managing Director of the Company for a period of five (5) years.
5.	Re-appointment of Mr. Saurav Gupta (DIN: 07106619) as the Whole-Time Director of the Company for a period of five (5) years.
6.	Re-appointment of Mr. Gaurav Gupta (DIN: 07106587) as the Whole-Time Director of the Company for a period of five (5) years.
7.	Re-appointment of Mr. Sharad Mangal (DIN: 01127317) as an Independent Director of the Company for a period of five (5) years.
8.	Re-appointment of Mr. Gunjan Jain (DIN: 07223400) as an Independent Director of the Company for a period of five (5) years.
9.	Re-appointment of Ms. Kalpana Juneja (DIN: 07226135) as an Independent Director of the Company for a period of five (5) years.
10.	Re-appointment of Mr. Vikas Mathur (DIN: 07252879) as an Independent Director of the Company for a period of five (5) years
11.	Inspection of the documents

It was informed that the members who have not casted their votes through Remote e-Voting can exercise their votes at the AGM and the e-Voting facility will remain open for 15 minutes after conclusion of the meeting and will be disabled thereafter.

He informed further that Mr. Indrajeet Sharma was appointed as the Scrutinizer, to scrutinize the remote e-voting and e-voting at this meeting, in a fair and transparent manner.

It was informed that the voting results for remote e-voting and e-voting at the AGM will be declared within forty-eight hours of conclusion of the Meeting and the resolutions thus passed shall be deemed to be passed at this AGM on September 30, 2020. The Consolidated Scrutinizer Report and voting results shall be submitted to the Stock Exchange and also uploaded on the website of the Company and Central Depository Services (India) Ltd., agency providing remote e-voting facility.

There being no other business, Chairman concluded the meeting with a vote of thanks to the Directors and members present for attending the AGM. The meeting concluded at 12:37 P.M. (including the time allowed for e-voting at the AGM).

Kindly take this information on record.

For and on behalf of Bella Casa Fashion & Retail Limited

Sonika Gupta
Membership No. A38676
Company Secretary & Compliance Officer

