



ITALICA

PIL ITALICA LIFESTYLE LIMITED

(An ISO 9001 : 2015 Certified Company)

CIN : L25207RJ1992PLC006576

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0294-2432272

info@italica.com

July 25, 2020

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 th Floor, Dalal Street Mumbai- 400001
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Sub : Voting Results of 28th AGM and Consolidated Scrutinizers Report
Ref : Scrip Code No.: PILITA/ 500327

Dear Sir / Madam,

The 28th Annual General Meeting of the Company was held on Friday, July 24, 2020 at 11.00 A.M. through Video Conferencing ("VC") /Other Audio Visual Means {"OAVM"} and also at the Registered Office of the Company at Kodyat Road, Village: Sisarma, Udaipur - 313031 and the business as set out in the Notice convening 28th 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

A. DETAILS OF THE PROCEEDINGS OF THE MEETING

PARTICULARS	DETAILS
Date of the AGM	24.07.2020
Record Date	17.07.2020
Total number of shareholders on record date	10860
No. of shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group: Public:	0 5
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	02 39

B. RESULTS OF THE MEETING

Sr. No.	Agenda Resolution required	(Ordinary/Special)	Mode of Voting	Remarks
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, alongwith the Reports of the Directors' and Auditors' thereon.	Ordinary Resolution	Remote e-voting prior and during the AGM	Passed with Requisite majority
2	To appoint a Director in place of Mr. Narendra Bhanawat (DIN: 00146824), who retires by rotation and being eligible offers himself for reappointment.	Ordinary Resolution	Remote e-voting prior and during the AGM	Passed with Requisite majority
3	Re-appointment of Mr. Daud Ali (DIN: 00185336) as Managing Director.	Special Resolution	Remote e-voting prior and during the AGM	Passed with Requisite majority



C) RESOLUTIONWISE DETAILS OF VOTING RESULTS ATTACHED

Agenda wise Disclosures are as follows:

Resolution No.		1						
Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, alongwith the Reports of the Directors' and Auditors' thereon.						
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	10176479	13.0313	10175778	701	99.9931	0.0069
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		78092552	10176479	13.0313	10175778	701	99.9931
Total		235000000	165549879	70.4468	165549178	701	99.9996	0.0004



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. Narendra Bhanawat (DIN: 00146824), 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)	155373400	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)	1534048	0	0	0	0	0	0
	Total	1534048	0	0	0	0	0	0
Public- Non Institutions	E-Voting	78092552	10176079	13.0308	10175223	856	99.9916	0.0084
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	78092552	0	0	0	0	0	0
	Total	78092552	10176079	13.0308	10175223	856	99.9916	0.0084
Total		235000000	165549479	70.4466	165548623	856	99.9995	0.0005



Resolution No.				3				
Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Daud Ali (DIN: 00185336) as Managing 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	155057200	99.7965	155057200	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		155373400	155057200	99.7965	155057200	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	10492679	13.4362	10491833	846	99.9919	0.0081
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		78092552	10492679	13.4362	10491833	846	99.9919
Total		235000000	165549879	70.4468	165549033	846	99.9995	0.0005





A MODI & CO

CHARTERED ACCOUNTANTS

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

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Scrutinizers Consolidated Report

Date:- 25-07-2020

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, had been appointed as the Scrutinizer by the Board of Directors of PIL Italica Lifestyle Ltd, ("the Company") for the purpose of scrutinizing the e-voting process through Remote E-voting and E-voting facility to the shareholders present during the AGM through Video Conferencing/Other Audio Visual Means ("VC/OAVM") on the resolutions set out in the Notice of the 28th Annual General Meeting (AGM) of the members of the Company, held on July 24, 2020 at 11.00 a.m. , submit my Report as under:

1. It is the responsibility of the management of the Company to ensure due compliance with the requirement of the relevant provisions of the Companies Act, 2013 and the Rules made thereunder, MCA Circulars, SEBI Circulars, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting issued by the Institute of Company Secretaries of India, relating to E-voting facility provided to the shareholders present at the AGM through VC/OAVM and Remote E-voting. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM arc conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman.
2. The Company had availed the e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting e-voting prior to the AGM (remote e-voting) and voting during the AGM by the Members of the Company. Those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting were allowed to cast their vote through e-Voting system available during the AGM.
3. The notice dated June18, 2020, (intimated on July 3, 2020) as confirmed by the Company was sent to the shareholders and the remote e-voting period remained open from July 21, 2020 at 9.00 a.m. (IST) to July 23, 2020 at 5.00 p.m.(IST) and was disabled thereafter.





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- The members holding shares as on "cut-off date" i.e. July 17, 2020, were entitled to vote on the proposed resolutions as stated in the Notice of the 28th Annual General Meeting of the Company by remote e-voting system prior to the 28th AGM and e-voting system during the 28th AGM.
- As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL, had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed and the results were prepared.

Signature

Witness 1 (Divya Kothari)

witness 2 (Kamna Indrawat)



- Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under.

Item No.1:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, alongwith the Reports of the Directors' and Auditors' thereon. (Ordinary Resolution)

Particulars	Number of members			Number of votes contained in			Percentage (%)
	Remote E-voting	e-voting during the AGM	Total	Remote E-voting	e-voting during the AGM	Total	
Assent	39	5	44	165500778	48400	165549178	99.9995
Dissent	1	1	2	700	1	701	0.0005
Total	40	6	46	165501478	48401	165549879	100
Abstain/Invalid	-	-	-	-	-	-	-

Based on the aforesaid results, Ordinary Resolution No. 1 of the Notice dated June 18, 2020 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.





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Item No.2:

To appoint a Director in place of Mr. Narendra Bhanawat (DIN: 00146824), who retires by rotation and being eligible offers himself for reappointment. (Ordinary Resolution)

Particulars	Number of members			Number of votes contained in			Percentage (%)
	Remote E-voting	e-voting during the AGM	Total	Remote E-voting	e-voting during the AGM	Total	
Assent	36	5	41	165500223	48400	165548623	99.9995
Dissent	3	1	4	855	1	856	0.0005
Total	39	6	45	165501078	48401	165549479	100
Abstain/Invalid	1	-	1	400	-	400	-

Based on the aforesaid results, Ordinary Resolution No. 2 of the Notice dated June 18, 2020 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No.3:

Re-appointment of Mr. Daud Ali (DIN: 00185336) as Managing Director. (Special Resolution)

Particulars	Number of members			Number of votes contained in			Percentage (%)
	Remote E-voting	e-voting during the AGM	Total	Remote E-voting	e-voting during the AGM	Total	
Assent	37	5	42	165184433	48400	165232833	99.9995
Dissent	2	1	3	845	1	846	0.0005
Total	39	6	45	165501478	48401	165549879	100
Abstain/Invalid	1	-	1	316200	-	316200	-

Based on the aforesaid results, Special Resolution No. 3 of the Notice dated June 18, 2020 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.





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8. In terms of the Notice for the AGM dated June 18, 2020, the Members who have already voted through remote e-voting were not entitled to vote during the AGM. As such, votes cast by the Members who had voted at remote e-voting were treated as invalid.
9. The Electronic data and other relevant records relating to remote e-voting and e-voting during the AGM has been kept in my safe custody and shall be retained until the minutes of the AGM is approved and signed, and shall be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For A Modi & Co
Chartered Accountants

(Ashok Modi)
Prop.
M. No: 074488
DATED: 25.07.2020
PLACE: Udaipur
UDIN: 20074488AAAAABC7309

