

August 14, 2020

**BSE Limited
Department of Corporate Services (DCS-Listing)
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001**

Company Code : 509472

Dear Sirs,

Sub: Voting Results & Scrutinizer's Report of 68th Annual General Meeting (AGM)**Ref: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We wish to inform you that the 68th Annual General Meeting (AGM) of the Company was held on Thursday, 13th August, 2020 at 3.30 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) of National Securities Depository Limited in compliance with the Ministry of Corporate Affairs (MCA) Circulars dated 5th May 2020, 8th April 2020 and 13th April 2020 and Securities and Exchange Board of India (SEBI) Circular dated 12th May, 2020.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Voting Results of the AGM of the Company along with the Scrutinizer's Report thereon.

The voting results along with Scrutinizer's Report are also being uploaded on the Company's website www.cravatex.com under investors section.

Request you to take the same on record.

Thanking You,
For **Cravatex Limited**,

SUDHANSHU
HARIPRASAD
NAMDEO

Digitally signed by SUDHANSHU HARIPRASAD NAMDEO
DN: cn=SUDHANSHU HARIPRASAD NAMDEO, o=CRAVATEX LIMITED, ou=CRAVATEX LIMITED, email=sudhanshu.hariprasad.namdeo@cravatex.com, c=IN
Date: 2020.08.14 14:38:44 +05'30'

Sudhanshu Namdeo
Company Secretary

Encl : a.a.

Voting Results of the 68th Annual General Meeting as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	August 13, 2020
Total Number of Shareholders on Record Date	1851
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	 Not Applicable Not Applicable
No. of Shareholders attended the meeting through video conferencing: Promoters and Promoter Group Public	 4 23

Resolution No. 1: To consider and adopt the (a) Audited Financial Statements of the Company for the financial year ended March 31, 2020 including audited Balance Sheet as at March 31, 2020 and the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with Reports of the Directors and Auditors thereon; and (b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 including audited Balance Sheet as at March 31, 2020 and the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with Reports of the Auditors thereon.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	19,38,120	19,38,120	100.000	19,38,120	0	100.000	0
	Poll		0	0	0	0	0	0
	Total		19,38,120	19,38,120	100.000	19,38,120	0	100.000
Public - Institutional Holders	E-voting	39,452	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		39,452	0	0	0	0	0
Public - others	E-voting	6,06,588	1,13,353	18.687	1,13,351	2	99.998	0.002
	Poll		0	0	0	0	0	0
	Total		6,06,588	1,13,353	18.687	1,13,351	2	99.998
TOTAL		25,84,160	20,51,473	79.386	20,51,471	2	99.999	0.001

Resolution No. 2: To confirm the payment of Interim Dividend on the Equity Shares for the financial year 2019-20.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	19,38,120	19,38,120	100.000	19,38,120	0	100.000	0
	Poll		0	0	0	0	0	0
	Total		19,38,120	19,38,120	100.000	19,38,120	0	100.000
Public - Institutional Holders	E-voting	39,452	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		39,452	0	0	0	0	0
Public others	E-voting	6,06,588	1,13,353	18.687	1,13,351	2	99.998	0.002
	Poll		0	0	0	0	0	0
	Total		6,06,588	1,13,353	18.687	1,13,351	2	99.998
TOTAL		25,84,160	20,51,473	79.386	20,51,471	2	99.999	0.001

Resolution No. 3: To declare a final dividend on 4%1,13,353 Non-convertible Cumulative Redeemable Preference Shares for the financial year 2019-20.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	19,38,120	19,38,120	100.000	19,38,120	0	100.000	0
	Poll		0	0	0	0	0	0
	Total		19,38,120	19,38,120	100.000	19,38,120	0	100.000
Public - Institutional Holders	E-voting	39,452	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		39,452	0	0	0	0	0
Public - others	E-voting	6,06,588	1,13,353	18.687	1,12,324	1,029	99.092	0.908
	Poll		0	0	0	0	0	0
	Total		6,06,588	1,13,353	18.687	1,12,324	1,029	99.092
TOTAL		25,84,160	20,51,473	79.386	20,50,444	1,029	99.950	0.050

Resolution No. 4: To declare a final dividend on the Equity Shares for the financial year 2019-20.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)= [(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	19,38,120	19,38,120	100.000	19,38,120	0	100.000	0
	Poll		0	0	0	0	0	0
	Total		19,38,120	19,38,120	100.000	19,38,120	0	100.000
Public - Institutional Holders	E-voting	39,452	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		39,452	0	0	0	0	0
Public - others	E-voting	6,06,588	1,13,353	18.687	1,13,351	2	99.998	0.002
	Poll		0	0	0	0	0	0
	Total		6,06,588	1,13,353	18.687	1,13,351	2	99.998
TOTAL		25,84,160	20,51,473	79.386	20,51,471	2	99.999	0.001

Resolution No. 5 : To appoint a Director in place of Mr. Rajesh Batra (DIN 00020764) who retires by rotation and, being eligible, offers himself for re-appointment.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	19,38,120	19,38,120	100.000	19,38,120	0	100.000	0
	Poll		0	0	0	0	0	0
	Total		19,38,120	19,38,120	100.000	19,38,120	0	100.000
Public - Institutional Holders	E-voting	39,452	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		39,452	0	0	0	0	0
Public - others	E-voting	6,06,588	1,13,353	18.687	1,12,324	1,029	99.092	0.908
	Poll		0	0	0	0	0	0
	Total		6,06,588	1,13,353	18.687	1,12,324	1,029	99.092
TOTAL		25,84,160	20,51,473	79.386	20,50,444	1,029	99.950	0.050

Resolution No. 6 : To appoint Mr. Divakar G. Kamath (DIN: 08730430) as the Director of the Company designated as Executive Director and Chief Financial Officer, not liable to retire by rotation.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)= [(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	19,38,120	19,38,120	100.000	19,38,120	0	100.000	0
	Poll		0	0	0	0	0	0
	Total		19,38,120	19,38,120	100.000	19,38,120	0	100.000
Public - Institutional Holders	E-voting	39,452	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		39,452	0	0	0	0	0
Public others	E-voting	6,06,588	1,13,353	18.687	1,12,324	1,029	99.092	0.908
	Poll		0	0	0	0	0	0
	Total		6,06,588	1,13,353	18.687	1,12,324	1,029	99.092
TOTAL		25,84,160	20,51,473	79.386	20,50,444	1,029	99.950	0.050

Resolution No. 7 : To appoint Mr. Rohan Batra (DIN: 02574195) as a Director of the Company, liable to retire by rotation.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	19,38,120	19,38,120	100.000	19,38,120	0	100.000	0
	Poll		0	0	0	0	0	0
	Total		19,38,120	19,38,120	100.000	19,38,120	0	100.000
Public - Institutional Holders	E-voting	39,452	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		39,452	0	0	0	0	0
Public - others	E-voting	6,06,588	1,13,353	18.687	1,12,324	1,029	99.092	0.908
	Poll		0	0	0	0	0	0
	Total		6,06,588	1,13,353	18.687	1,12,324	1,029	99.092
TOTAL		25,84,160	20,51,473	79.386	20,50,444	1,029	99.950	0.050

Resolution No. 8 : To re-appointment Mrs. Pheroza Jimmy Bilimoria (DIN 00191386) as an Independent Director for a second term of 5 (five) consecutive years with effect from August 14, 2020 upto August 13, 2025.

Resolution Required:	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	19,38,120	19,38,120	100.000	19,38,120	0	100.000	0
	Poll		0	0	0	0	0	0
	Total		19,38,120	19,38,120	100.000	19,38,120	0	100.000
Public - Institutional Holders	E-voting	39,452	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		39,452	0	0	0	0	0
Public - others	E-voting	6,06,588	1,13,353	18.687	1,13,351	2	99.998	0.002
	Poll		0	0	0	0	0	0
	Total		6,06,588	1,13,353	18.687	1,13,351	2	99.998
TOTAL		25,84,160	20,51,473	79.386	20,51,471	2	99.999	0.001

HEMANSHU KAPADIA & ASSOCIATES

COMPANY SECRETARIES

Office No. 12, 14th Floor, Navjivan Society, Building No.3

Lamington Road, Mumbai-400 008

Tel 6631 0888/6631 4830

E-mail: hemanshu@hkacs.com

Website: hkacs.com

SCRUTINISER'S REPORT ON E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Secretarial Standard - 2 (SS-2) issued by the Institute of Company Secretaries of India]

To,

The Chairman

of the 68th Annual General Meeting of Equity Shareholders of

Cravatex Limited [CIN: L93010MH1951PLC008546]

held on Thursday, August 13, 2020 at 3.30 p.m. through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM')

Sub.: Result of E-voting held for 68th Annual General Meeting (AGM) of the Equity Shareholders of Cravatex Limited.

Dear Sir,

I, Hemanshu Kapadia, Practicing Company Secretary (Membership No.: **F3477** and C.P. No.: **2285**), Proprietor of M/s. Hemanshu Kapadia & Associates, Mumbai, have been appointed by the Board of Directors of **Cravatex Limited** ("**the Company**") as the Scrutiniser for the purpose of scrutinising the remote e-voting process and e-voting during AGM as per the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 ("**the Rules**"), Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("**SS - 2**") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**the Regulation**") as amended from time to time, on the resolutions contained in the notice to the 68th Annual General Meeting (AGM) of the Members of the Company, held on Thursday, August 13, 2020 at 3.30 p.m. through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM').

The notice dated June 29, 2020, as confirmed by the Company sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliances with the MCA Circular dated May 5, 2020 read with the circulars dated April 8,

2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means and SS - 2 on the resolutions contained in the Notice to the 68th AGM of the Members of the Company. My responsibility as a scrutiniser for the e-voting process is restricted to prepare a Scrutiniser's Report on the votes cast "in favour" or "against" the resolutions as stated in notice to the 68th AGM, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities and engaged by the Company for the said purpose.
2. Further to the above, I submit my report as under:-
 - i. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at AGM by electronic means (e-voting) was provided by National Securities Depository Limited (NSDL).
 - ii. The remote e-voting remained opened from Monday, August 10, 2020, at (9.00 a.m. IST) to Wednesday, August 12, 2020 (5.00 p.m. IST).
 - iii. The Members of the Company as on the "cut-off" date for the purpose of e-voting i.e. Thursday, August 6, 2020 were entitled to vote on the resolutions (Item nos. 1 to 8 as set out in the notice of the 68th AGM of the Company).
 - iv. 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 NSDL 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.
 - v. 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 National Securities Depository Limited (<https://www.evoting.nsdl.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 NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
 - vi. Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

I. Ordinary Business:

- A. Resolution No. 1: To consider and adopt the (a) audited Financial Statements of the Company for the financial year ended March 31, 2020 including audited Balance**

Sheet as at March 31, 2020 and the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with Reports of the Directors and Auditors thereon; and (b) audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 including audited Balance sheet as at March 31, 2020 and the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with Reports of the Auditors thereon (Ordinary Resolution):

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
47	2051471	99.9999

(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
1	2	0.0001

(iii) Invalid votes:

Total number of members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

B. Resolution No. 2: To confirm the payment of Interim Dividend on Equity Shares for the financial year 2019-20 (Ordinary Resolution):

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
47	2051471	99.9999

(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
1	2	0.0001

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

C. Resolution No. 3: To declare a final on 4% Non-convertible Cumulative Redeemable Preference Shares for the financial year 2019-20 (Ordinary Resolution):

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting

46	2050444	99.9498
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(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
2	1029	0.0502

(iii) Invalid votes:

Total number of members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

D. Resolution No. 4: To declare a final dividend on the Equity Shares for the financial year 2019-20 (Ordinary Resolution):

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
47	2051471	99.9999

(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
1	2	0.0001

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

E. Resolution No. 5: To appoint a Director in place of Mr. Rajesh Batra (DIN: 00020764) who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution):

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
46	2050444	99.9498

(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
2	1029	0.0502

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

were declared invalid.	on e-voting
0	0

II. Special Business:

F. Resolution No. 6: To appoint Mr. Divakar G. Kamath (DIN: 08730430) as the Director of the Company designated as Executive Director as Chief Financial Officer (Ordinary Resolution):

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
46	2050444	99.9498

(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
2	1029	0.0502

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

G. Resolution No. 7: To appoint Mr. Rohan Batra (DIN: 02574195) as a Director of the Company (Ordinary Resolution):

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
46	2050444	99.9498

(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
2	1029	0.0502

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

H. Resolution No. 8: To re-appoint Mrs. Pheroza Jimmy Bilimoria (DIN: 00191386) as an Independent Director for a second term of 5 (five) consecutive year (Special Resolution):

