

LIBERTY

28th September, 2021

<p>The Manager Listing Department The National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No. C/1, Bandra - Kurla Complex, Bandra (E) Mumbai - 400051 Tel. No.: 022-26598100`14 Fax No.: 022-26598273-38</p> <p>Scrip Code: LIBERTSHOE ISIN No. : INE 557B01019</p>	<p>The Manager Listing Department Bombay Stock Exchange Ltd. Phiroza Jeejeebhoy Towers, Dalal Street Mumbai – 400001 Tel: 022 – 22722375, 2066 Fax : 022 – 22722037, 39, 41,61</p> <p>Scrip Code: 526596 ISIN No. : INE 557B01019</p>
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Sub: Summary of proceedings of 35th Annual General Meeting ('AGM')

Reg: Compliance with the provisions of Regulations 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Compliance Officer: CS Munish Kakra (CFO & Company Secretary)

Contact Address: Libertypuram, 13th Milestone, G.T. Karnal Road, Kutail, P. O. Bastara, Distt. Karnal 132114 (Haryana), Ph. 01748 – 251101 – 03, 9313601387

Dear Sir/Madam

With reference to the above subject, we would like to inform you that the 35th Annual General Meeting of the Company convened on Tuesday, 28th September, 2021 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

In this regard, Please find enclosed the following summary of proceedings as required under Regulation 30, Part A of Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.

The above AGM concluded at 11:37 A.M. on the same date.

Please take the above information on your records and acknowledge the receipt of the same.

Thanking you

Sincerely yours

For Liberty Shoes Ltd.


CS Munish Kakra

CFO & Company Secretary

Encl: a/a

Liberty Shoes Limited

Corporate Office:

Ground Floor, Building 8, Tower-A, DLF Cyber City,
Phase-II, Gurugram, Haryana, INDIA - 122002
Tel.: +91-124-4616200, 3856200 Fax : +91-124-4616222
Email : corporate@libertyshoes.com

Registered Office:

Libertypuram, 13th Milestone, G.T. Karnal Road,
P.O. Box Bastara, Distt. Karnal, Haryana, India -132 114
Tel.: +91-1748-251101, 251103 Fax : +91-1748-251100,
Email : corporate@libertyshoes.com CIN No. L19201HR1986PLC033185

Summary of proceedings of the 35th Annual General Meeting

The 35th Annual General meeting (AGM) of the Members of Liberty Shoes Limited ("the Company") was convened on Tuesday, 28th September, 2021 at 11.00 A.M through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") and concluded at 11:37 a.m.

Directors Present in the Meeting:

1. Shri Adesh Kumar Gupta, CEO & Executive Director
2. Shri Shammi Bansal, Executive Director
3. Shri Adish Kumar Gupta, Executive Director
4. Shri Ashok Kumar, Executive Director
5. Shri Raghubar Dayal, Independent Director
6. Shri Ramesh Chandra Palhan, Independent Director
7. Shri Arvind Bali Kumar, Independent Director

KMPs:

1. CS Munish Kakra, CFO & Company Secretary (Compliance Officer)

Statutory Auditors:

1. Shri Uma Shanker Gupta, Representative of U. Shanker & Associates, Statutory Auditors of the Company

Secretarial Auditors:

1. Ms. Jyoti Sharma, Practicing Company Secretary, Proprietor JVS & Associates

Members Present in the Meeting:

In Person 35

As Authorised Representative 01

Through Proxy: Facility to appoint proxy was dispensed with since this Meeting was held through Video Conferencing.

Chairman of this Meeting: Shri Adesh Kumar Gupta, CEO & Executive Director

Business conducted at the Meeting:

Sh. Munish Kakra, CFO & Company Secretary commenced the meeting by welcoming the Directors, Auditors, invitees and Members present at the 35th Annual General Meeting of the Company.

Sh. Munish Kakra, CFO & Company Secretary introduced all the Directors, Auditors and key managerial personnel of the Company present at the Meeting through VC.



He further informed the Members that:

- representatives of U. Shanker & Associates, Statutory Auditors and JVS & Associates, Secretarial Auditor and Mr. Sukesh Gupta, Scrutinizer for the remote e-voting and the e-voting at the 35th AGM, were present at the Meeting through VC;
- Registers as required under the Act were available for inspection in electronic mode, should any Member request for the same;
- Notice convening the AGM and the Auditor's Report for the year ended March 31, 2021 were taken as read;
- There were no qualifications, comments or observations in the Statutory and Secretarial Auditor's reports;

Sh. Adesh Kumar Gupta, CEO & Executive Director was elected as Chairman of the Meeting. After ascertaining the requisite quorum which remained throughout the meeting, the Chairman called the meeting in order.

Shri Adesh Kumar Gupta, Chairman made his opening remarks covering the Company's performance during the financial year 2020-21, the Impact of COVID-19 on the Sales, Manufacturing and Retail operations of the Company, initiatives taken by it against COVID-19 and future plans of the Company.

Sh. Munish Kakra with the permission of Chairman invited the members to express their views, ask questions, seek clarifications on the operations and financial performance of the Company and the resolutions proposed.

The Chairman appropriately responded to all the queries raised by the Shareholders who registered themselves as Speakers and thereafter Sh. Munish Kakra after taking permission of the Chairman continued with the proceedings of the Meeting.

Thereafter, the following items forming part of the Notice for the said Meeting were considered by the Members:-

Ordinary Business:

Item No. 1-

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon. **(Ordinary Resolution)**

Item No. 2-

To appoint a Director in place of Sh. Adesh Kumar Gupta (DIN-00143192), who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**



Item No. 3-

To appoint a Director in place of Sh. Ashok Kumar (DIN-06883514), who retires by rotation and being eligible, offers himself for re- appointment. **(Ordinary Resolution)**

Special Business:

Item No. 4-

Re-appointment of Sh. Adesh Kumar Gupta (DIN: 00143192) as CEO & Executive Director of the Company and fixing his remuneration. **(Special Resolution)**

Item No. 5-

Re-appointment of Sh. Shammi Bansal (DIN: 00138792) as Executive Director of the Company and fixing his remuneration. **(Special Resolution)**

Item No. 6-

Re-appointment of Sh. Sunil Bansal (DIN: 00142121) as Executive Director of the Company and fixing his remuneration. **(Special Resolution)**

Item No. 7-

Re-appointment of Sh. Adish Kumar Gupta (DIN: 00137612) as Executive Director of the Company and fixing his remuneration. **(Special Resolution)**

Item No. 8-

Re-appointment of Sh. Ashok Kumar (DIN: 06883514) as Executive Director of the Company and fixing his remuneration. **(Special Resolution)**

Item No. 9-

Appointment of Sh. Sanjay Bhatia (DIN: 0080533) as Independent Director of the Company. **(Ordinary Resolution)**

Item No. 10-

Appointment of Dr. Sujata (DIN: 09289128) as Independent Director of the Company. **(Ordinary Resolution)**

Item No. 11-

Appointment of Smt. Nidhi Lal (DIN: 01363845) as Independent Director of the Company. **(Ordinary Resolution)**



Voting:

Sh. Munish Kakra informed the members that in terms of the applicable provisions of Companies Act, 2013 read with the Rules made there under and SEBI Listing Regulations, the Company had provided an e-voting facility to the Members as on Cut-off date i.e. Tuesday, 21st September, 2021. He further informed that the Company engaged the Services of Link Intime India Private Limited to provide the electronic voting facility to the Members of the Company for "Remote e-voting" & E-voting at the Meeting on its website i.e. <https://instavote.linkintime.co.in>

Remote e-voting:

Sh. Munish Kakra informed the members that Remote e-voting

(a) Commenced on: Saturday, 25th September, 2021 at 9 a.m. (IST)

(b) Ended on: Monday, 27th September, 2021 at 5 a.m. (IST)

E-voting at the Meeting:

He further informed the members that the facility of E-voting was also made available for those members who participated in the Meeting and had not cast their votes through remote e-voting for 30 Minutes post closure of the meeting.

Scrutinizer:

He also informed to the Members that Shri Sukesh Gupta, Proprietor of M/s Sukesh Gupta & Co., Chartered Accountants was appointed as Scrutinizer by the Board of Directors in their meeting held on 11th August, 2021 for conducting and supervising the E-voting process of the 35th Annual General Meeting and to issue his consolidate report to the Chairman.

Results:

He also informed to the members that the combined voting results shall be submitted separately, in due course and the same shall also be made available on the website of the Company i.e. www.libertyshoes.com and website of M/s Link Intime India Private Limited.

Sh. Munish Kakra thanked the Directors, Auditors, Invitees and shareholders for their continued support and for attending and participating in the meeting through VC despite challenging time. Thereafter, the Chairman declared the Meeting as concluded. The e-voting facility was kept open for the next 30 minutes to enable the Members to cast their vote.



VOTING RESULTS

Date of the AGM:	Tuesday, 28th September, 2021
Total number of shareholders on record date: (i.e. 21st September, 2021 cut-off date for Voting purpose	28814
No. of shareholders present in the meeting either in person or through Authorised Representative or through proxy:	N.A.
Promoters and Promoter Group:	N.A.
Public:	N.A.
No of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	16
Public:	20



Agenda-wise disclosure

ORDINARY BUSINESS:

Item No. 1: To receive, consider and adopt :

The Audited Financial Statements of the Company for the Financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon.

Resolution Required: Ordinary/Special

Ordinary Resolution

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 (3) = [(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled = [(4)/(2)]*100	% of Votes against on votes polled = [(5)/(2)]*100
		1	2	100	4	5	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting		0	0.00	0	0	0	0
	E-voting at AGM	5376	0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting		2458	0.04	2437	21	99	1
	E-voting at AGM	6929969	0	0.00	0	0	0	0
	Total		2458	0.04	2437	21	99	1
Total		17040000	8978195	52.69	8978174	21	100	0



Item No. 2- Appointment of Director

To appoint a Director in place of Sh. Adesh Kumar Gupta (DIN-00143192), who retires by rotation and being eligible, offers himself for re-appointment

Resolution Required: Ordinary/Special

Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution

Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	%of votes Polled on outstanding shares	No. of Votes- in favor	No. of Votes against	%of Votes in favour on votes polled	%of Votes against on votes polled
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting		0	0.00	0	0	0	0
	E-voting at AGM	5376	0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting		2462	0.04	2341	121	95	5
	E-voting at AGM	6929969	0	0.00	0	0	0	0
	Total		2462	0.04	2341	121	95	5
Total		17040000	8978199	52.69	8978078	121	100	0



Item No. 3- Appointment of Director

To appoint a Director in place of Sh. Ashok Kumar (DIN-06883514), who retires by rotation and being eligible, offers himself for re-appointment

Resolution Required: Ordinary/Special		Ordinary Resolution									
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 favor	No. of Votes against	%of Votes in favour on votes polled	%of Votes against on votes polled			
		1	2	$(3) = \frac{[(2)/(1)] * 100}{100}$	4	5	$\frac{(6)}{[(4)/(2)] * 100}$	$\frac{(7)}{[(5)/(2)] * 100}$			
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0			
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0			
	Total		8975737	88.83	8975737	0	100	0			
Public – Institutions	Remote E-Voting		0	0.00	0	0	0	0			
	E-voting at AGM	5376	0	0.00	0	0	0	0			
	Total		0	0.00	0	0	0	0			
Public -Non Institutions	Remote E-Voting		2463	0.04	2336	127	95	5			
	E-voting at AGM	6929969	0	0.00	0	0	0	0			
	Total		2463	0.04	2336	127	95	5			
Total		17040000	8978200	52.69	8978073	127	100	0			



SPECIAL BUSINESS:

Item No. 4. Re-appointment of Sh. Adesh Kumar Gupta (DIN: 00143192) as CEO & Executive Director of the Company and fixing his remuneration

Resolution Required: Ordinary/Special		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	%of votes Polled on outstanding shares (3) = $\frac{[(2)/(1)] * 100}{100}$	No. of Votes-in favor	No. of Votes against	%of Votes in favour on votes polled $= \frac{[(4)/(2)] * 100}{100}$	%of Votes against on votes polled $= \frac{[(5)/(2)] * 100}{100}$
		1	2	$\frac{[(2)/(1)] * 100}{100}$	4	5	$\frac{[(4)/(2)] * 100}{100}$	$\frac{[(5)/(2)] * 100}{100}$
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting		0	0.00	0	0	0	0
	E-voting at AGM	5376	0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting		2457	0.04	2336	121	95	5
	E-voting at AGM	6929969	0	0.00	0	0	0	0
	Total		2457	0.04	2336	121	95	5
Total		17040000	8978194	52.69	8978073	121	100	0

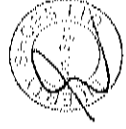


Item No. 5- Re-appointment of Sh. Shammi Bansal (DIN: 00138792) as Executive Director of the Company and fixing his remuneration

Resolution Required: Ordinary/Special		Special Resolution									
Whether promoter/promoter group are interested in the agenda/resolution		Yes									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes-in favor	No. of Votes against	% of Votes in favour on votes polled = [(4)/(2)]*100	% of Votes against on votes polled = [(5)/(2)]*100	(7)		
		1	2		4	5	=[(4)/(2)]*100	=[(5)/(2)]*100	(7)		
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0	0		
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0	0		
	Total		8975737	88.83	8975737	0	100	0	0		
Public – Institutions	Remote E-Voting		0	0.00	0	0	0	0	0		
	E-voting at AGM	5376	0	0.00	0	0	0	0	0		
	Total		0	0.00	0	0	0	0	0		
Public -Non Institutions	Remote E-Voting		2457	0.04	2336	121	95	5			
	E-voting at AGM	6929969	0	0.00	0	0	0	0	0		
	Total		2457	0.04	2336	121	95	5	0		
Total		17040000	8978194	52.69	8978073	121	100	0	0		



Item No. 6- Re-appointment of Sh. Sunil Bansal (DIN: 00142121) as Executive Director of the Company and fixing his remuneration									
Resolution Required: Ordinary/Special					Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution					Yes				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes-in favor	No. of Votes against	% of Votes in favour on votes polled = [(4)/(2)]*100	% of Votes against on votes polled = [(5)/(2)]*100	
		1	2		4	5	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100	
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0	
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0	
	Total		8975737	88.83	8975737	0	100	0	
Public – Institutions	Remote E-Voting		0	0.00	0	0	0	0	
	E-voting at AGM	5376	0	0.00	0	0	0	0	
	Total		0	0.00	0	0	0	0	
Public -Non Institutions	Remote E-Voting		2463	0.04	2342	121	95	5	
	E-voting at AGM	6929969	0	0.00	0	0	0	0	
	Total		2463	0.04	2342	121	95	5	
Total		17040000	8978200	52.69	8978079	121	100	0	



Item No. 7 - Re-appointment of Sh. Adish Kumar Gupta (DIN: 00137612) as Executive Director of the Company and fixing his remuneration

Resolution Required: Ordinary/Special		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes-in favor	No. of Votes against	% of Votes in favour on votes polled = [(4)/(2)]*100	% of Votes against on votes polled = [(5)/(2)]*100
		1	2	(3) = [(2)/(1)]*100	4	5	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting		0	0.00	0	0	0	0
	E-voting at AGM	5376	0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting		2463	0.04	2336	127	95	5
	E-voting at AGM	6929969	0	0.00	0	0	0	0
	Total		2463	0.04	2336	127	95	5
Total		17040000	8978200	52.69	8978073	127	100	0

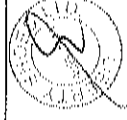


Item No. 8- Re-appointment of Sh. Ashok Kumar (DIN: 06883514) as Executive Director of the Company and fixing his remuneration

Resolution Required: Ordinary/Special		Special Resolution						
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 (3) = $\frac{[(2)/(1)] * 100}{100}$	No. of Votes-in favor	No. of Votes against	% of Votes in favour on votes polled $= \frac{[(4)/(2)] * 100}{100}$	% of Votes against on votes polled $= \frac{[(5)/(2)] * 100}{100}$
		1	2		4	5	(6) $= \frac{[(4)/(2)] * 100}{100}$	(7) $= \frac{[(5)/(2)] * 100}{100}$
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting		0	0.00	0	0	0	0
	E-voting at AGM	5376	0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting		2463	0.04	2336	127	95	5
	E-voting at AGM	6929969	0	0.00	0	0	0	0
	Total		2463	0.04	2336	127	95	5
Total		17040000	8978200	52.69	8978073	127	100	0



Item No. 9- Appointment of Sh. Sanjay Bhatia (DIN: 0080533) as Independent Director of the Company									
Resolution Required: Ordinary/Special					Ordinary Resolution				
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 (3) = $\frac{[(2)/(1)] * 100}{100}$	No. of Votes- in favor	No. of Votes against	% of Votes in favour on votes polled = $\frac{[(4)/(2)] * 100}{100}$	% of Votes against on votes polled = $\frac{[(5)/(2)] * 100}{100}$	
		1	2		4	5	(6) = $\frac{[(4)/(2)] * 100}{100}$	(7) = $\frac{[(5)/(2)] * 100}{100}$	
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0	
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0	
	Total		8975737	88.83	8975737	0	100	0	
Public -- Institutions	Remote E-Voting		0	0.00	0	0	0	0	
	E-voting at AGM	5376	0	0.00	0	0	0	0	
	Total		0	0.00	0	0	0	0	
Public -Non Institutions	Remote E-Voting		2463	0.04	2336	127	95	5	
	E-voting at AGM	6929969	0	0.00	0	0	0	0	
	Total		2463	0.04	2336	127	95	5	
Total		17040000	8978200	52.69	8978073	127	100	0	



Item No. 10- Appointment of Dr. Sujata (DIN: 09289128) as Independent Director of the Company

Resolution Required: Ordinary/Special		Ordinary Resolution						
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 $(3) = \frac{[(2)/(1)] * 100}{100}$	No. of Votes-in favor	No. of Votes against	% of Votes in favour on votes polled $= \frac{[(4)/(2)] * 100}{100}$	% of Votes against on votes polled $= \frac{[(5)/(2)] * 100}{100}$
		1	2		4	5	(6)	(7)
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting		0	0.00	0	0	0	0
	E-voting at AGM	5376	0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting		2463	0.04	2336	127	95	5
	E-voting at AGM	6929969	0	0.00	0	0	0	0
	Total		2463	0.04	2336	127	95	5
Total		17040000	8978200	52.69	8978073	127	100	0

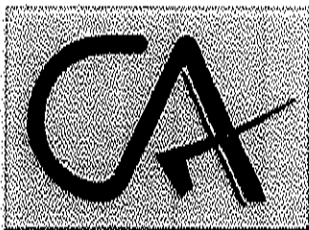


Item No. 11- Appointment of Smt. Nidhi Lal (DIN: 01363845) as Independent Director of the Company									
Resolution Required: Ordinary/Special					Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution					No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares $(3) = \frac{[(2)/(1)] * 100}{100}$	No. of Votes-in favor	No. of Votes against	% of Votes in favour on votes polled $= \frac{[(4)/(2)] * 100}{100}$	% of Votes against on votes polled $= \frac{[(5)/(2)] * 100}{100}$	
		1	2		4	5	(6)	(7)	
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0	
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0	
	Total		8975737	88.83	8975737	0	100	0	
Public – Institutions	Remote E-Voting		0	0.00	0	0	0	0	
	E-voting at AGM	5376	0	0.00	0	0	0	0	
	Total		0	0.00	0	0	0	0	
Public -Non Institutions	Remote E-Voting		2463	0.04	2336	127	95	5	
	E-voting at AGM	6929969	0	0.00	0	0	0	0	
	Total		2463	0.04	2336	127	95	5	
Total		17040000	8978200	52.69	8978073	127	100	0	

Note: Rounded -Off wherever required for all Agenda Items.

All the resolutions, as set out in the 35th AGM Notice dated 11th August, 2021, were passed by the Members by requisite majority.





SUKESH GUPTA & CO.

CHARTERED ACCOUNTANTS

SCRUTINIZERS' REPORT ON REMOTE E-VOTING, AND E-VOTING AT THE AGM PROCESS FOR 35TH ANNUAL GENERAL MEETING OF LIBERTY SHOES LIMITED HELD ON TUESDAY 28TH SEPTEMBER, 2021 AT 11:00 AM THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM")

(Section 108 of the Companies Act read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 and any amendment thereof including Companies (Management & Administration), Amendment Rules, 2015/MCA and SEBI Circulars issued from time to time.

REPORT OF SCRUTINIZER

28th September, 2021

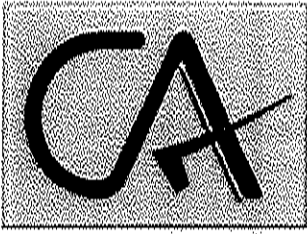
To
The Chairman
Liberty Shoes Ltd.
Libertypuram, 13th Milestone, G.T Kamal Road, Kutail, P.O Bastara,
Distt.Kamal-132114
Haryana

Sub: SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND E-VOTING AT THE 35TH ANNUAL GENERAL MEETING OF THE COMPANY

I, Suresh Gupta, Proprietor of M/s Suresh Gupta & Co.(Chartered Accountants), Panipat (Haryana), appointed as Scrutinizer by the Board of Directors of M/s. Liberty Shoes Ltd.("the Company") vide board resolution passed on 11th August, 2021 for the purpose of scrutinizing remote E-voting and E-voting at the 35th AGM on the below mentioned resolutions(s), for 35th Annual General Meeting (AGM) of Liberty Shoes Ltd. ("the Company"), held on Tuesday, 28th September, 2021 at 11:00 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and concluded at 11:37 a.m., submit my report as under:

1. The said AGM of the Company was held in accordance with the circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and in terms of the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, (as amended) ("Act") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015/ MCA Circulars and SEBI Circulars. As informed by the Management, the Notice dated 11th August, 2021 convening the 35th AGM of the Company through VC/OAVM held on 28th September, 2021 along with Statement setting out all the material facts under Section 102 of the Companies Act, 2013 and MCA Circular/ SEBI Circular were duly sent to the Members of the Company through Electronic mode to those Members whose e-mail addresses are registered with the Company/RTA or Depositories, in compliance with the MCA Circulars/ SEBI Circulars and provisions of Companies Act, 2013. The intimation for dispatch of Notice





SUKESH GUPTA & CO.

CHARTERED ACCOUNTANTS

along with Annual Report etc. to the Shareholders were also given by way of pre and post Advertisement(s) which were published in Newspapers Jansata (Hindi Newspaper) and Financial Express (English Newspaper) in compliance with MCA Circulars.

2. The Company had engaged the services of Link Intime India Private Limited to provide the remote e-voting facility and the e-voting system on the date of 35th AGM to the Members whereby they could exercise their right to vote, on the resolutions passed at AGM, by electronic means.

(a) Remote E-voting:

The remote e-voting had commenced on Saturday, September 25, 2021 at 9:00 a.m., and ended on Monday, September 27, 2021 at 5:00 p.m. and remote e-voting facility provided by Link Intime India Private Limited was disabled thereafter.

(b) E-voting at the Meeting: The facility was made available for those members who participated in the Meeting and had not cast their votes through remote e-voting for a duration of 30 Minutes post completion of proceedings of the Meeting. The e-voting at the said AGM concluded at 12:07 p.m.

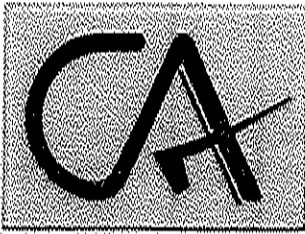
3. After the closure of e-voting at the AGM, I have unblocked the electronic votes received from Shareholders through both the facilities (Remote E-voting and E-voting at AGM) in the presence of two witnesses who are not in the employment of the Company. I have scrutinized the votes casted through both the facilities for the purpose of this Report.

4. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or Client ID of the Shareholders, numbers of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of list of shares with differential voting rights.

5. The details containing, inter alia, list of Equity Shareholders, who voted FOR or AGAINST/ INVALID each of the resolution put to vote, were downloaded from the e-voting website of M/s Link Intime India Private Limited, the consolidated result of Remote E- voting and E-voting at AGM is given in the Annexure -A as attached herewith.

6. This report has been issued at the request of company for (i) submission to stock exchange(s), (ii) placing on the websites of the company and website of RTA. This report is not to be used for any other purpose or to be distributed by the company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.





SUKESH GUPTA & CO.

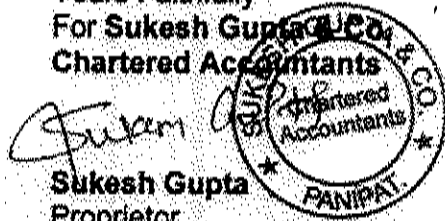
CHARTERED ACCOUNTANTS

Recommendation:

Based on the foregoing, the above Resolution Nos. 1 to 11 of 35th Annual General Meeting held on 28th September, 2021 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) may be considered to have been passed with the requisite majority of shareholders. The Chairman may accordingly declare the results of voting.

Thanking you
Yours Faithfully

For Sukesh Gupta & Co.
Chartered Accountants



Sukesh Gupta

Proprietor

Membership No. 514675

[Scrutinizer for Remote E-Voting

And E-voting at AGM Process]

UDIN: 21514675AAAAC3847

Date: 28th September, 2021

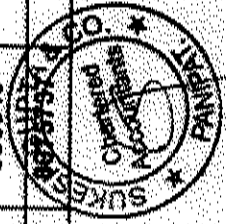
Place: Panipat, Haryana

Adesh Kumar Gupta

Chairman of the Meeting

VOTING RESULTS

Date of the AGM:		Tuesday, 28th September, 2021						
Total number of shareholders on record date: (i.e. 21st September, 2021 cut-off date for Voting purpose		28814						
No. of shareholders present in the meeting either in person or through Authorised Representative or through proxy.		N.A.						
Promoters and Promoter Group:		N.A.						
Public:		N.A.						
No of Shareholders attended the meeting through Video Conferencing:		18						
Promoters and Promoter Group:		20						
Public:								
Agenda-wise disclosure								
ORDINARY BUSINESS:								
Item No. 1: To receive, consider and adopt :								
The Audited Financial Statements of the Company for the Financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon.								
Resolution Required: Ordinary/Special		Ordinary Resolution						
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 favor	No. of Votes against	%of Votes in favour on votes polled	%of Votes against on votes polled
Promoter and Promoter Group	Remote E-Voting		2	83.55	4	5	(6) = [(4)/(2)] * 100 100	(7) = [(5)/(2)] * 100 0
	E-voting at AGM	10104655	8442097	5.28	8442097	0	100	0
	Total		8975737	88.83	533640	0	100	0



Public – Institutions	Remote E-Voting	0	0.00	0	0	0	0	0
	E-voting at AGM	5376	0.00	0	0	0	0	0
	Total	0	0.00	0	0	0	0	0
Public -Non Institutions	Remote E-Voting	2458	0.04	2437	21	99	1	
	E-voting at AGM	6929969	0.00	0	0	0	0	0
	Total	2458	0.04	2437	21	99	1	
Total		8978195	52.69	8978174	21	100	0	

Item No. 2- Appointment of Director

To appoint a Director in place of Sh. Adesh Kumar Gupta (DIN-00143192), who retires by rotation and being eligible, offers himself for re-appointment

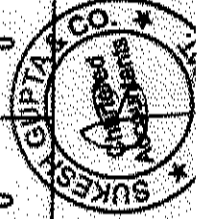
Resolution Required: Ordinary/Special

Ordinary Resolution

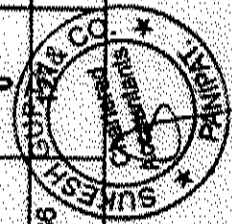
Whether promoter/promoter group are interested in the agenda/resolution

Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	%of votes Polled on outstanding shares	No. of Votes- In favor	No. of Votes against	%of Votes in favour on votes polled	%of Votes against on votes polled
Promoter and Promoter Group	Remote E-Voting		2	(3) = $\frac{[(2)/(1)]}{100}$	4	5	$\frac{(6)}{[(4)/(2)] \times 100}$	$\frac{(7)}{[(5)/(2)] \times 100}$
	E-voting at AGM	10104655	8442097	83.55	8442097	0	100	0
	Total		533640	5.28	533640	0	100	0
Public – Institutions	Remote E-Voting		8975737	88.83	8975737	0	100	0
	E-voting at AGM	5376	0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0



		Total	0	0.00	0	0	0	0	0
Public -Non Institutions	Remote E-Voting		2462	0.04	2341	121	95	5	
	E-voting at AGM	6929969	0	0.00	0	0	0	0	
Total		17040000	2462	0.04	2341	121	95	5	
Item No. 3- Appointment of Director									
To appoint a Director in place of Sh. Ashok Kumar (DIN-06883514), who retires by rotation and being eligible, offers himself for re-appointment									
Resolution Required: Ordinary/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 favor	No. of Votes against	%of Votes in favour on votes polled	%of Votes against on votes polled	
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0	
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0	
	Total		8975737	88.83	8975737	0	100	0	
Public -- Institutions	Remote E-Voting		0	0.00	0	0	0	0	
	E-voting at AGM	5376	0	0.00	0	0	0	0	
	Total		0	0.00	0	0	0	0	
Remote E-Voting			2463	0.04	2336	0	95	5	



Public -Non Institutions	E-voting at AGM	6929969	0	0.00	0	0	0	0	0
	Total		2463	0.04	2336	127	95	5	
Total		17040000	8978200	52.69	8978073	127	100	0	

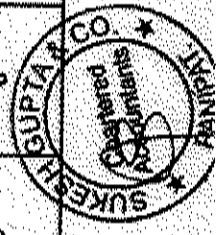
SPECIAL BUSINESS:

Item No. 4. Re-appointment of Sh. Adesh Kumar Gupta (DIN: 00143192) as CEO & Executive Director of the Company and fixing his remuneration

Resolution Required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution

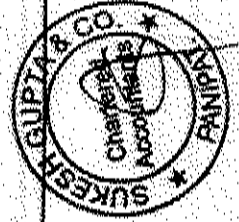
Category	Mode of Voting	No. of shares held	No. of votes polled	%of votes polled on outstanding shares	No. of Votes- in favor	No. of Votes against	%of Votes in favour on votes polled	%of Votes against on votes polled	Special Resolution	
									Yes	No
Promoter and Promoter Group	Remote E-Voting		8442097	63.55	8442097	0	100	0		
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0		
	Total		8975737	88.83	8975737	0	100	0		
Public - Institutions	Remote E-Voting		0	0.00	0	0	0	0		
	E-voting at AGM	5376	0	0.00	0	0	0	0		
	Total		0	0.00	0	0	0	0		
	Remote E-Voting		2457	0.04	2336	121	95	5		
Public -Non Institutions	E-voting at AGM	6929969	0	0.00	0	0	0	0		



		Total	2457	0.04	2336	121	95	5
Total		17040000	8978194	52.69	8978073	121	100	0
Item No. 5- Re-appointment of Sh. Shammil Bansal (DIN: 00138792) as Executive Director of the Company and fixing his remuneration								
Resolution Required: Ordinary/Special								
Whether promoter/promoter group are interested in the agenda/resolution								
Special Resolution								
Yes								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2)/(1)] * 100	No. of Votes- In favor	No. of Votes against	% of Votes in favour on votes polled = [(4)/(2)] * 100	% of Votes against on votes polled = [(5)/(2)] * 100
Promoter and Promoter Group	Remote E-Voting		2	(3) = [(2)/(1)] * 100	4	5	(6) = [(4)/(2)] * 100	(7) = [(5)/(2)] * 100
	E-voting at AGM	10104655	8442097	83.55	8442097	0	100	0
	Total		533640	5.28	533640	0	100	0
Public - Institutions	Remote E-Voting		8975737	88.83	8975737	0	100	0
	E-voting at AGM	5376	0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting		2457	0.04	2336	121	95	5
	E-voting at AGM	6929969	0	0.00	0	0	0	0
	Total		2457	0.04	2336	121	95	5
Total								
		17040000	8978194	52.69	8978073	121	100	0
Item No. 6- Re-appointment of Sh. Sunil Bansal (DIN: 00142121) as Executive Director of the Company and fixing his remuneration								
Resolution Required: Ordinary/Special								



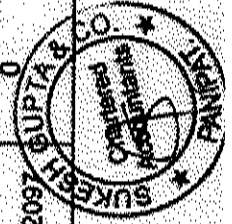
Whether promoter/promoter group are interested in the agenda/resolution		Yes									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares (3) = $\frac{[(2)(1)]}{100}$	No. of Votes - In favor	No. of Votes against	% of Votes in favour on votes polled $= \frac{[(4)(2)]}{100}$	% of Votes against on votes polled $= \frac{[(5)(2)]}{100}$			
		1	2		4	5	(6)	(7)			
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0			
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0			
	Total		8975737	88.83	8975737	0	100	0			
Public - Institutions	Remote E-Voting		0	0.00	0	0	0	0			
	E-voting at AGM	5376	0	0.00	0	0	0	0			
	Total		0	0.00	0	0	0	0			
Public - Non Institutions	Remote E-Voting		2463	0.04	2342	121	95	5			
	E-voting at AGM	6929969	0	0.00	0	0	0	0			
	Total		2463	0.04	2342	121	95	5			
Total		17040000	8978200	52.69	8978078	121	100	0			
Item No. 7- Re-appointment of Sh. Adish Kumar Gupta (DIN: 00137612) as Executive Director of the Company and fixing his remuneration											
Resolution Required: Ordinary/Special Special Resolution											
Whether promoter/promoter group are interested in the agenda/resolution		Yes									



Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes- in favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	$(3) = \frac{(2)/(1)}{100}$	4	5	$\frac{(6)}{[(4)/(2)] \times 100}$	$\frac{(7)}{=[(5)/(2)] \times 100}$
Promoter and Promoter Group	Remote E-Voting		8442097	83.55	8442097	0	100	0
	E-voting at AGM	10104655	533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public - Institutions	Remote E-Voting		0	0.00	0	0	0	0
	E-voting at AGM	5376	0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting		2463	0.04	2336	127	95	5
	E-voting at AGM	6929969	0	0.00	0	0	0	0
	Total		2463	0.04	2336	127	95	5
Total		17040000	8978200	52.69	8978073	127	100	0
Item No. 8- Re-appointment of Sh. Ashok Kumar (DIN: 06883514) as Executive Director of the Company and fixing his remuneration								
Resolution Required: Ordinary/Special								
Whether promoter/promoter group are interested in the agenda/resolution								
Special Resolution								
No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes- in favor	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	Remote E-Voting	8442097	83.55	8442097	0	100	0
	E-voting at AGM	533640	5.28	533640	0	100	0
	Total	8975737	88.83	8975737	0	100	0
Public - Institutions	Remote E-Voting	0	0.00	0	0	0	0
	E-voting at AGM	0	0.00	0	0	0	0
	Total	0	0.00	0	0	0	0
Public - Non Institutions	Remote E-Voting	2463	0.04	2336	127	95	5
	E-voting at AGM	0	0.00	0	0	0	0
	Total	8978200	52.69	8978073	127	100	0
Total							
Item No. 3- Appointment of Sh. Sanjay Bhatia (DIN: 0080533) as Independent Director of the Company							
Resolution Required: Ordinary/Special							
Whether promoter/promoter group are interested in the agenda/resolution							
No							
Ordinary Resolution							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares (3) = [(2)/(1)] * 100	No. of Votes- in favor	No. of Votes against	% of Votes against on votes polled
	Remote E-Voting	1	2	83.55	4	5	[(5)/(2)] * 100
			8442097	83.55	8442097	0	[(5)/(2)] * 100



Promoter and Promoter Group	E-voting at AGM	10104655	533640	5.28	533640	0	100	0
	Total	8975737	8975737	88.83	8975737	0	100	0
	Remote E-Voting	0	0	0.00	0	0	0	0
Public - Institutions	E-voting at AGM	5376	0	0.00	0	0	0	0
	Total	0	0	0.00	0	0	0	0
	Remote E-Voting	2463	2336	0.04	2336	127	95	5
Public -Non Institutions	E-voting at AGM	6929969	0	0.00	0	0	0	0
	Total	17040000	2463	0.04	2336	127	95	5
	Total	8978200	8978073	52.69	8978073	127	100	0

Item No. 10- Appointment of Dr. Sujata (DIN: 09289128) as Independent Director of the Company

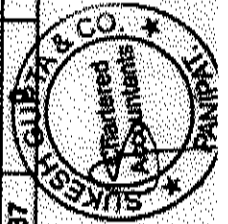
Resolution Required: Ordinary/Special

Ordinary Resolution

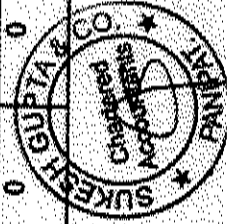
Whether promoter/promoter group are interested in the agenda/resolution

No

Category	Mode of Voting	No. of shares held	No. of votes polled	%of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes- in favor	No. of Votes against	%of Votes in favour on votes polled =[(4)/(2)]*100	%of Votes against on votes polled =[(5)/(2)]*100
		1	2	(3) = [(2)/(1)]*100 100	4	5	(6) =[(4)/(2)]*100 100	(7) =[(5)/(2)]*100 0
	Remote E-Voting		8442097	63.55	8442097	0	100	0
Promoter and Promoter Group	E-voting at AGM	10104655	533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	127	100	0



Public - Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0	0	0
	E-voting at AGM									
Total	0									
Public-Non Institutions	Remote E-Voting	6929969	2463	0.04	2336	127	95	0	0	0
	E-voting at AGM									
Total	0									
Total		17040000	8978200	52.69	8978073	127	100			
Item No. 11 - Appointment of Smt. Nidhi Lal (DIN: 01363845) as Independent Director of the Company										
Resolution Required: Ordinary/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 (3) = $\frac{(2)/(1)}{100}$	No. of Votes-in favor	No. of Votes against	% of Votes in favour on votes polled $= \frac{(4)/(2)}{100}$	% of Votes against on votes polled $= \frac{(5)/(2)}{100}$		
Promoter and Promoter Group	Remote E-Voting		2	$\frac{(2)/(1)}{100}$	4	5	$\frac{(6)}{100}$	$\frac{(7)}{100}$		
	E-voting at AGM	10104655	8442097	83.55	8442097	0	100	0		
	Total		8975737	88.83	8975737	0	100	0		
Public - Institutions	Remote E-Voting		0	0.00	0	0	0	0		
	E-voting at AGM	5376	0	0.00	0	0	0	0		



	Total	0	0.00	0	0	0	0	0
	Remote E-Voting	2463	0.04	2336	127	95	5	
Public -Non Institutions	E-voting at AGM	0	0.00	0	0	0	0	0
	Total	2463	0.04	2336	127	95	5	
	Total	8978200	52.69	8978073	127	100	0	

Note: Rounded -Off wherever required for all Agenda Items.

All the resolutions, as set out in the 35th AGM Notice dated 11th August, 2021, were passed by the Members by requisite majority.

