



Celebrity Fashions Limited

17th September, 2021

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai- 400051.

Scrip Code - 532695

NSE Symbol: CELEBRITY

Dear Sir/Madam,

Sub: Disclosure of Voting Results of the 32nd Annual General Meeting

Ref: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that the 32nd Annual General Meeting ("AGM") of Celebrity Fashions Limited was held on 16th September, 2021 through Video Conferencing ("VC") and all the business contained in the Notice of AGM, were transacted and approved by the Shareholders with requisite majority.

Please find enclosed the details of voting results (i.e. result of remote e-voting together with that of the e-voting conducted at the AGM) as prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Consolidated Scrutinizer's report.

Kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,

For CELEBRITY FASHIONS LIMITED

A. Rishi Kumar

Company Secretary & Compliance Officer

Encl: a/a

SDF - IV & C2, 3rd Main Road, MEPZ / SEZ, Tambaram, Chennai - 600 045. INDIA. Tel: + 91 - 44 - 4343 2200,
4343 2300 Fax: +91 - 44- 2262 2897 E- mail: email@celebritygroup.com

CIN: L17121TN1988PLC015655

Voting Results as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Company	CELEBRITY FASHIONS LIMITED
Date of Annual General Meeting	16th September 2021
Total number of shareholders on record date i.e 09th September 2021	14,251
No. of shareholders present in the meeting either in person or through proxy:	Not applicable
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	4
Public:	37

Item No. 1 - To 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 Auditors thereon

Resolution required: (Ordinary/ Special)			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)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	19976325	14482598	72.4988	14482598	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19976325	14482598	72.4988	14482598	0	100.0000
Public-Institutions	E-Voting	4565000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4565000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23226680	4540788	19.5499	4540783	5	99.9999	0.0001
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23226680	4540788	19.5499	4540783	5	99.9999
Total	GRAND TOTAL	47768005	19023386	39.8245	19023381	5	100.0000	0.0000

Item No.2- To appoint a Director in place of Mrs. Rama Rajagopal, (DIN: 00003565) who retires by rotation and being eligible offers herself for re-appointment

Resolution required: (Ordinary/ Special)			Ordinary					
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 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	19976325	5496636	27.5158	5496636	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19976325	5496636	27.5158	5496636	0	100.0000
Public-Institutions	E-Voting	4565000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4565000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23226680	4540788	19.5499	4535758	5030	99.8892	0.1108
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23226680	4540788	19.5499	4535758	5030	99.8892
GRAND TOTAL		47768005	10037424	21.0129	10032394	5030	99.9499	0.0501

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	89,85,962

Item No.3 - Re-appointment of Mr. Vidyuth Rajagopal as Managing Director and payment of remuneration								
Resolution required: (Ordinary/ Special)				Ordinary				
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 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	19976325	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19976325	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	4565000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4565000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23226680	4540788	19.5499	4537233	3555	99.9217	0.0783
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23226680	4540788	19.5499	4537233	3555	99.9217
GRAND TOTAL		47768005	4540788	9.5059	4537233	3555	99.9217	0.0783

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	1,44,82,598

Item No.4 - Re-appointment of Mr. K Sridhar (DIN: 02916536) as an Independent Director								
Resolution required: (Ordinary/ Special)				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)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	19976325	14482598	72.4988	14482598	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19976325	14482598	72.4988	14482598	0	100.0000
Public-Institutions	E-Voting	4565000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4565000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23226680	4540788	19.5499	4540208	580	99.9872	0.0128
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		23226680	4540788	19.5499	4540208	580	99.9872
GRAND TOTAL		47768005	19023386	39.8245	19022806	580	99.9970	0.0030

Item No.5 - Issue of Equity Shares to Ares Diversified on preferential basis								
Resolution required: (Ordinary/ Special)				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)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	19976325	14482598	72.4988	14482598	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	19976325	14482598	72.4988	14482598	0	100.0000	0.0000
Public-Institutions	E-Voting	4565000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4565000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	23226680	4540788	19.5499	4535222	5566	99.8774	0.1226
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	23226680	4540788	19.5499	4535222	5566	99.8774	0.1226
GRAND TOTAL		47768005	19023386	39.8245	19017820	5566	99.9707	0.0293



Consolidated Scrutinizer's Report - CELEBRITY FASHIONS LIMITED

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 32nd Annual General Meeting of the Equity Shareholders of CELEBRITY FASHIONS LIMITED held on Thursday, the 16th September, 2021 at 02.30 p.m IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Respected Sir,

We, BP & Associates, Company Secretaries, Chennai - 83, have been appointed as the Scrutinizer by the Board of Directors of **CELEBRITY FASHIONS LIMITED ("the Company")** at its meeting held on Friday, 13th August, 2021 for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the **32nd Annual General Meeting ("AGM")** of the Equity Shareholders of **"CELEBRITY FASHIONS LIMITED"** held on **Thursday, the 16th September, 2021 at 02.30 p.m** (Indian Standard Time) through Video Conference (VC) / Other Audio Visual Means (OAVM), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and the General Circular No. 14/2020 dated 08th April, 2020, the General Circular No. 17/2020 dated 13th April, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" and General Circular No. 20/2020 dated 5th May, 2020 and 13th January, 2021 in relation to "Clarification on holding of Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)" all issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ("Listing Regulations").

We hereby state that, we are familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.





- 1 The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act 2013 and the rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Annual General Meeting.
- 2 Our responsibility as scrutinizer for the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) is restricted to make scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services India Ltd, (CDSL) the authorized agency engaged by the Company to provide facilities for remote e-voting and e-voting by the Shareholders of the Company.
- 3 The e-Voting period remained open from Monday, 13th September, 2021 at 9.00 a.m. and ended on Wednesday, 15th September, 2021 at 5:00 p.m. During this period, the shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Thursday, 09th September, 2021 have casted their vote electronically were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the Notice of the 32nd Annual General Meeting of "CELEBRITY FASHIONS LIMITED" (Item Number 1 to 5 of the Notice of the 32nd AGM of CELEBRITY FASHIONS LIMITED).
- 4 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 evoting were allowed to cast their votes through e-voting system during the AGM.
- 5 After closure of e-voting at the AGM, the votes cast through evoting 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 Ltd .The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.

Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the E-Voting website of Central Depository Services (India) Limited.





6 The result of the E- voting is as under:

Item No - 1

Ordinary Resolution - To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the reports of the Board of Directors and Auditors' thereon

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	1,90,21,141	99.99%	5	0.00%	0	1,90,21,146	99.99%
e-Voting at AGM	2,240	0.01%	-	0.00%	0	2240	0.01%
Total	1,90,23,381	100.00%	5	0.00%	0	1,90,23,386	100.00%

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.

Item No - 2

Ordinary Resolution - To appoint a director in place of Mrs. Rama Rajagopal (DIN: 00003565), who retires by rotation and being eligible offers herself for re-appointment.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	1,00,30,154	99.93%	5,030	0.05%	89,85,962	1,00,35,184	99.98%
e-Voting at AGM	2,240	0.02%	-	0.00%	-	2,240	0.02%
Total	1,00,32,394	99.95%	5,030	0.05%	89,85,962	1,00,37,424	100.00%

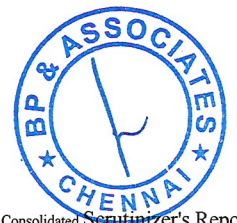
Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.

Item No - 3

Ordinary Resolution - Re-appointment of Mr. Vidyuth Rajagopal as Managing Director and payment of remuneration.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	45,34,993	99.87%	3,555	0.08%	1,44,82,598	45,38,548	99.95%
e-Voting at AGM	2,240	0.05%	-	0.00%	-	2240	0.05%
Total	45,37,233	99.92%	3,555	0.08%	1,44,82,598	45,40,788	100.00%

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.





Item No - 4

Special Resolution - Re-appointment of Mr. K. Sridhar (DIN: 02916536) as an Independent Director.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	1,90,20,566	99.99%	580	0.00%	-	1,90,21,146	99.99%
e-Voting at AGM	2,240	0.01%	-	0.00%	-	2240	0.01%
Total	1,90,22,806	100.00%	580	0.00%	-	1,90,23,386	100.00%

Based on the aforesaid results, we report that this **Special Resolution** has been passed with requisite Majority.

Item No - 5

Special Resolution - Issue of Equity shares to ARES DIVERSIFIED on preferential basis

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	1,90,15,580	99.96%	5,566	0.03%	-	1,90,21,146	99.99%
e-Voting at AGM	2,240	0.01%	-	0.00%	-	2240	0.01%
Total	1,90,17,820	99.97%	5,566	0.03%	-	1,90,23,386	100.00%

Based on the aforesaid results, we report that this **Special Resolution** has been passed with requisite Majority.

7 All electronic data and relevant records relating to e- voting are under my safe custody until the Chairman of the Company considers, approves and signs the minutes of the 32nd Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

BP & Associates
Company Secretaries

K.J. CHANDRA MOULI
Partner

C P No: 15708 | M No : 25315

UDIN: A025315C000956069

Place: Chennai

Date: 16th September, 2021

