

09.05.2022

To

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.

**BSE Scrip Code: 539216**

Dear Sir,

**Re: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

**Subject: - Voting Results and Consolidated Scrutinizer's Report of the Extra-Ordinary General Meeting of the Members of Garment Mantra Lifestyle Limited held on 07.05.2022.**

Dear Sir(s)/ Madam,

In terms of Regulation 44(3) of the SEBI Listing Regulations, we hereby submit the Voting Results of all the resolutions passed at the Extra-Ordinary General Meeting of the members of the Company, held on 07<sup>th</sup> May, 2022 at 11:30 a.m. (1ST).

We also hereby submit the Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting conducted at the EGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015.

Kindly take note of the same in your records.

Thanking You,

Yours Faithfully,

**For Garment Mantra Lifestyle Limited**



K. Lakshmi Priya  
Company Secretary  
Membership No: A36135



# G.V. AND ASSOCIATES

Company Secretaries

Partners :

**G. Vasudevan**, B.Com, LL.B, FCS

**L. Bharathi**, B.A.(CS), FCS

**V. Nithya**, B.Com, ACS

**N. Srividhya**, B.Com, ACS



Coimbatore Office :

'G.V. Enclave' 18/30, Ramani Street,  
K.K. Pudur, Saibaba Colony  
(Opp. Road to Saibaba Colony  
Hotel Annapoorna Road - 4th Right)  
Coimbatore - 641 038.

Chennai Office : Door No. 52, 1st Floor,  
Sundarabhavanam Apartment, 4th Avenue,  
Ashok Nagar, Chennai - 600 083.

## Scrutinizer's Report -Combined

To

The Chairman,

Extraordinary General Meeting of the Equity Shareholders of Garment Mantra Lifestyle Limited held on 07<sup>th</sup> day of May 2022 at 11.30 A.M. at Swaad Mantra Hotels And Restaurants, No.8, College Road, Tirupur – 641 602.

Dear Sir,

1. We, **G. V. AND ASSOCIATES** Company Secretaries, have been appointed as scrutinizers by
  - (i) the Board of Directors of Garment Mantra Lifestyle Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and the SEBI (Listing Obligations and Disclosure Requirements), 2015 and
  - (ii) The Chairman of the Extra-Ordinary General Meeting (EGM) on poll under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice to the Extra-Ordinary General Meeting (EGM) of the members of the Company, held on 07<sup>th</sup> day of May 2022 at 11.30 A.M. at Swaad Mantra Hotels And Restaurants, No.8, College Road, Tirupur – 641 602.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to e-voting and poll at EGM on the resolutions contained in the Notice to the EGM of the Equity Shareholders of the Company. Our responsibility as scrutinizers, for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "IN FAVOUR" or "AGAINST" for the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depositories Services (India) Limited and for poll at the EGM is to scrutinize and verify the Ballot Forms as per information provided by the Company and its Registrar/Transfer Agents and to report the votes cast in "FAVOUR" or "AGAINST" the resolutions as stated above

**CONSOLIDATED SCRUTINIZER'S REPORT**

Date of Extraordinary General Meeting	07.05.2022
Total number of shareholders on record date	3811
No. of Shareholders present in the meeting in person	17
Promoters and Promoters Group:	3
Public:	14

Resolution required: (Ordinary / Special)	Resolution No. 1- Special Resolution  To approve the sub-division of equity shares of the company
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Whether promoter / Promoter Group Interested in the agenda / resolution?	No
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Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4932375	15	0.0003	15	0	100	0
	Poll at EGM		4932345	99.99	4932345	0	100	0
	<b>Total</b>	<b>4932375</b>	<b>4932360</b>	<b>99.99</b>	<b>4932360</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	135032	0	0	0	0	0	0
	Poll at EGM		0	0	0	0	0	0
	<b>Total</b>	<b>135032</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	4970998	153177	3.08	152977	200	99.86	0.14
	Poll at EGM		11004	0.22	11004	0	100	0
	<b>Total</b>	<b>4970998</b>	<b>164181</b>	<b>3.30</b>	<b>163981</b>	<b>200</b>	<b>99.86</b>	<b>0.14</b>
<b>Total</b>		<b>10038405</b>	<b>5096541</b>	<b>50.77</b>	<b>5096341</b>	<b>200</b>	<b>99.99</b>	<b>0.01</b>



Resolution required: (Ordinary / Special)					Resolution No. 2- Special Resolution			
					To increase the authorized share capital of the Company			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters 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	4932375	15	0.0003	15	0	100	0
	Poll at EGM		4932345	99.99	4932345	0	100	0
	<b>Total</b>	<b>4932375</b>	<b>4932360</b>	<b>99.99</b>	<b>4932360</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	135032	0	0	0	0	0	0
	Poll at EGM		0	0	0	0	0	0
	<b>Total</b>	<b>135032</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	4970998	153177	3.08	153177	0	100	0
	Poll at EGM		11004	0.22	11004	0	100	0
	<b>Total</b>	<b>4970998</b>	<b>164181</b>	<b>3.30</b>	<b>164181</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>10038405</b>	<b>5096541</b>	<b>50.77</b>	<b>5096541</b>	<b>0</b>	<b>100</b>	<b>0</b>



Resolution required: (Ordinary / Special)	Resolution No. 3- Special Resolution To Approve The Alteration Capital Clause V Of Memorandum Of Association (MOA) Of the Company
Whether promoter / Promoter Group Interested in the agenda / resolution?	No

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4932375	15	0.0003	15	0	100	0
	Poll at EGM		4932345	99.99	4932345	0	100	0
	<b>Total</b>	<b>4932375</b>	<b>4932360</b>	<b>99.99</b>	<b>4932360</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	135032	0	0	0	0	0	0
	Poll at EGM		0	0	0	0	0	0
	<b>Total</b>	<b>135032</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	4970998	153177	3.08	152977	200	99.86	0.14
	Poll at EGM		11004	0.22	11004	0	100	0
	<b>Total</b>	<b>4970998</b>	<b>164181</b>	<b>3.30</b>	<b>163981</b>	<b>200</b>	<b>99.86</b>	<b>0.14</b>
<b>Total</b>		<b>10038405</b>	<b>5096541</b>	<b>50.77</b>	<b>5096341</b>	<b>200</b>	<b>99.99</b>	<b>0.01</b>

  


Resolution required: (Ordinary / Special)					Resolution No. 4- Special Resolution			
					To approve Garment Mantra Lifestyle Limited Employees Stock Option Scheme -2022			
Whether promoter / Promoter Group Interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4932375	15	0.0003	15	0	100	0
	Poll at EGM		4932345	99.99	4932345	0	100	0
	Total	4932375	4932360	99.99	4932360	0	100	0
Public Institutions	E-Voting	135032	0	0	0	0	0	0
	Poll at EGM		0	0	0	0	0	0
	Total	135032	0	0	0	0	0	0
Public Non Institutions	E-Voting	4970998	153177	3.08	153177	0	100	0
	Poll at EGM		11004	0.22	11004	0	100	0
	Total	4970998	164181	3.30	164181	0	100	0
Total		10038405	5096541	50.77	5096541	0	100	0

Resolution required: (Ordinary / Special)	<b>Resolution No. 5 - Special Resolution</b> To approve Grant of options to employees of Group company including subsidiary or its associate company, in India or outside India or of a holding company of the company, under Garment Mantra Lifestyle Limited Employees Stock Option Scheme -2022
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Whether promoter / Promoter Group Interested in the agenda / resolution?	No
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Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4932375	15	0.0003	15	0	100	0
	Poll at EGM		4932345	99.99	4932345	0	100	0
	<b>Total</b>	<b>4932375</b>	<b>4932360</b>	<b>99.99</b>	<b>4932360</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	135032	0	0	0	0	0	0
	Poll at EGM		0	0	0	0	0	0
	<b>Total</b>	<b>135032</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	4970998	153177	3.08	152977	200	99.86	0.14
	Poll at EGM		11004	0.22	11004	0	100	0
	<b>Total</b>	<b>4970998</b>	<b>164181</b>	<b>3.30</b>	<b>163981</b>	<b>200</b>	<b>99.86</b>	<b>0.14</b>
<b>Total</b>		<b>10038405</b>	<b>5096541</b>	<b>50.77</b>	<b>5096341</b>	<b>200</b>	<b>99.99</b>	<b>0.01</b>



Resolution required: (Ordinary / Special)	Resolution No. 6 - Special Resolution To approve grant of options to equal to or exceeding 1% of the issued capital (Excluding Outstanding warrants and conversions) of the company under Garment Mantra Lifestyle Limited Employees Stock Option Scheme -2022
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Whether promoter / Promoter Group Interested in the agenda / resolution?	No
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Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4932375	15	0.0003	15	0	100	0
	Poll at EGM		4932345	99.99	4932345	0	100	0
	Total	4932375	4932360	99.99	4932360	0	100	0
Public Institutions	E-Voting	135032	0	0	0	0	0	0
	Poll at EGM		0	0	0	0	0	0
	Total	135032	0	0	0	0	0	0
Public Non Institutions	E-Voting	4970998	153177	3.08	152977	200	99.86	0.14
	Poll at EGM		11004	0.22	11004	0	100	0
	Total	4970998	164181	3.30	163981	200	99.86	0.14
Total		10038405	5096541	50.77	5096341	200	99.99	0.01

  




Resolution required: (Ordinary / Special)	Resolution No. 7 - Special Resolution To approve Garment Mantra Lifestyle Limited Employees Stock Purchase Scheme -2022
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Whether promoter / Promoter Group Interested in the agenda / resolution?	No
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Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4932375	15	0.0003	15	0	100	0
	Poll at EGM		4932345	99.99	4932345	0	100	0
	Total	4932375	4932360	99.99	4932360	0	100	0
Public Institutions	E-Voting	135032	0	0	0	0	0	0
	Poll at EGM		0	0	0	0	0	0
	Total	135032	0	0	0	0	0	0
Public Non Institutions	E-Voting	4970998	153177	3.08	153177	0	100	0
	Poll at EGM		11004	0.22	11004	0	100	0
	Total	4970998	164181	3.30	164181	0	100	0
Total		10038405	5096541	50.77	5096541	0	100	0

  


Resolution required: (Ordinary / Special)	Resolution No. 8 - Special Resolution To approve Grant of options to employees of Group company including subsidiary or its associate company, in India or outside India or of a holding company of the company, under Garment Mantra Lifestyle Limited Employees Stock Purchase Scheme – 2022
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Whether promoter / Promoter Group Interested in the agenda / resolution?	No
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Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4932375	15	0.0003	15	0	100	0
	Poll at EGM		4932345	99.99	4932345	0	100	0
	Total	4932375	4932360	99.99	4932360	0	100	0
Public Institutions	E-Voting	135032	0	0	0	0	0	0
	Poll at EGM		0	0	0	0	0	0
	Total	135032	0	0	0	0	0	0
Public Non Institutions	E-Voting	4970998	153177	3.08	152977	200	99.86	0.14
	Poll at EGM		11004	0.22	11004	0	100	0
	Total	4970998	164181	3.30	163981	200	99.86	0.14
Total		10038405	5096541	50.77	5096341	200	99.99	0.01

  


Resolution required: (Ordinary / Special)	<b>Resolution No. 9 - Special Resolution</b> To approve grant of options to equal to or exceeding 1% of the issued capital (Excluding Outstanding warrants and conversions) of the company under Garment Mantra Lifestyle Limited Employees Stock Purchase Scheme -2022
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Whether promoter / Promoter Group Interested in the agenda / resolution?	No
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Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4932375	15	0.0003	15	0	100	0
	Poll at EGM		4932345	99.99	4932345	0	100	0
	<b>Total</b>	<b>4932375</b>	<b>4932360</b>	<b>99.99</b>	<b>4932360</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	135032	0	0	0	0	0	0
	Poll at EGM		0	0	0	0	0	0
	<b>Total</b>	<b>135032</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	4970998	153177	3.08	153177	0	100	0
	Poll at EGM		11004	0.22	11004	0	100	0
	<b>Total</b>	<b>4970998</b>	<b>164181</b>	<b>3.30</b>	<b>164181</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>10038405</b>	<b>5096541</b>	<b>50.77</b>	<b>5096541</b>	<b>0</b>	<b>100</b>	<b>0</b>

  


Resolution required: (Ordinary / Special)	Resolution No. 10 - Special Resolution To appoint Mr. Thangamuthu Muthiah (DIN No: 09550682) as an Independent Director of the Company
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Whether promoter / Promoter Group Interested in the agenda / resolution?	No
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Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of voters Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	4932375	15	0.0003	15	0	100	0
	Poll at EGM		4932345	99.99	4932345	0	100	0
	Total	4932375	4932360	99.99	4932360	0	100	0
Public Institutions	E-Voting	135032	0	0	0	0	0	0
	Poll at EGM		0	0	0	0	0	0
	Total	135032	0	0	0	0	0	0
Public Non Institutions	E-Voting	4970998	153177	3.08	153177	0	100	0
	Poll at EGM		11004	0.22	11004	0	100	0
	Total	4970998	164181	3.30	164181	0	100	0
Total		10038405	5096541	50.77	5096541	0	100	0

Thanking you,

Place: Coimbatore

Date: 07.05.2022

ICSI UDIN: F006699D000284922

Yours faithfully,

**For G.V. AND ASSOCIATES  
COMPANY SECRETARIES**

  
Partner

G Vasudevan (Scrutinizer)

Partner,

G.V. And Associates

M. No. FCS 6699

CP No.6522

Scrutinizers