

INTEGRA GARMENTS AND TEXTILES LIMITED

(formerly known as Five Star Mercantile Limited)

Plot No: G2, MIDC Industrial Estate, Post Salai Dhaba, Butibori, Nagpur: 441122

Corporate Relations Department

BSE Limited

1st Floor, New Trading Wing

Rotunda Building, P J Towers

Dalal Street, Fort

Mumbai 400 001

The Market Operations Department

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor

Plot No C/1, G Block

Bandra-Kurla Complex

Bandra (E), Mumbai 400 051

Company Code: 535958

Company Symbol: INTEGRA

Date: 28th September, 2020

Sub: Proceedings of 13th Annual General Meeting of Integra Garments and Textiles Limited

The 13th Annual General Meeting of the Members of the Company was held on 28th September, 2020 at 2.00 p.m. through Video Conference (VC) / Other Audio Visual Means (OAVM).

Mr. Harshvardhan A. Piramal, Chairman and Non-Executive Director Chaired the proceedings of the Meeting.

The number of shareholders as on record date 21st September, 2020 were 17,598.

The details of number of shareholders present in the meeting are as follows:

Category	Promoter and Promoter Group	Public	Total
In Person	N.A.	N.A.	N.A.
Through Proxy / Authorised Representative	1	1	2
Video Conference	5	36	41
Total	6	37	43

The Chairman called the meeting to order as requisite quorum was present. The Chairman introduced the Directors and the invitees present at the meeting and conveyed regrets on behalf of Board members who could not attend the meeting.

The Chairman informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

W: www.integralgarments.com @: corporatesecretarial@integralgarments.com

☎: 022-66229500

CIN No.: L18109MH2007PLC172888

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The Chairman informed the Members that the Report of Board of Directors, the Audited Accounts for the financial year ended 31st March, 2020 and the Notice convening the 13th AGM were taken as read as the same had already been circulated to the Members. As there were no qualifications in the Audit Report, it was not required to be read.

The Company Secretary informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 10.00 a.m. on Friday, 25th September, 2020 and ended at 5.00 p.m. on Sunday, 27th September, 2020. Further, informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote through remote e-voting.

The Company had appointed Ms. Kala Agarwal, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting at the AGM.

The Chairman addressed the meeting with his speech.

The following resolutions as set out in the Notice dated 18th August, 2020 convening the 13th Annual General Meeting were put forth for approval of the Members:

Sr. No.	Particulars	Type of Resolution
Ordinary Business		
01	Adoption of Financial Statements together with the Reports of Board of Directors' and Auditors' thereon for the financial year ended 31 st March, 2020.	Ordinary Resolution
02	Re-appointment of Mr. R. K. Rewari (DIN: 00619240), Managing Director, who retires by rotation and eligible for re-appointment.	
03	Appointment of M/s. Mayur Khandelwal & Co., Chartered Accountants, Mumbai (FRN: 134723W) as the Statutory Auditors of the Company, who shall hold the office from the conclusion of this AGM until the conclusion of the 18 th AGM.	

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Special Business		
04	Appointment of Ms. Kalyani Shukla (DIN: 02039079) as a Non - Executive Director of the Company w.e.f. 28 th September, 2020.	Ordinary Resolution
05	Appointment of Mr. Sameer Shelke (DIN: 08720443) as an Independent Director, for first term of five consecutive years from 21 st March, 2020 to 20 th March, 2025.	
06	Approval of Material Related Party Transaction.	
07	Approval to make offer(s) of Convertible Debentures up to an overall amount of Rs. 50 Crore.	Special Resolution

Since the Company did not receive any request for the speaker registration from the shareholder for expressing their views/ concerns, the Chairman proceeded further with the meeting.

Thereafter, the Chairman announced for voting to be taken electronically (e-voting) and requested Ms. Kala Agarwal, Practising Company Secretary, the Scrutinizer for the orderly conduct of the voting.

The Chairman announced that the e-voting results along with the consolidated Scrutinizers' Report shall be informed to Stock Exchanges and also will be placed on the website of the Company, CDSL and Stock Exchanges. The meeting concluded at 02.10 p.m.

Post completion of the Annual General Meeting, after scrutiny of votes through e-voting and e-voting at the AGM, the Scrutinizer submitted her Report. As per the report submitted by the Scrutinizer considering the consolidated results of the remote e-voting and e-voting at the AGM, all resolutions (Ordinary as well Special) embodied in the Notice of Annual General Meeting dated 18th August, 2020 were passed with requisite majority.

Request you to take the same on record.

Thanking You,

Yours truly,

For **Integra Garments and Textiles Limited**

 

Samruddhi Varadkar
Company Secretary

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