



Celebrity Fashions Limited

16th March 2023

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: Voting results of Postal ballot (E-voting) and Scrutinizer's Report

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

With reference to the above, we herewith enclose the voting results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's report dated 16th March 2023 for the Notice of postal ballot dated 13th February 2023.

The resolutions mentioned in the Notice of Postal Ballot were passed with requisite majority. The resolutions are deemed as passed on the last date of the e-voting period, i.e. Wednesday, 15th March 2023.

The voting results along with the Scrutinizer's Report are also being made available on the Company's website at www.celebritygroup.com.

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

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

Record Date	03-02-2023
Total number of shareholders on record date	18,236
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:	-
Public:	-
No. of resolution passed in the meeting	4

Item No.1 - To consider and approve early redemption of Preference Shares.								
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	17299321	86.5991	17299321	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	19976325	17299321	86.5991	17299321	0	100.0000	0.0000
Public-Institutions	E-Voting	8469776	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8469776	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	23226180	4279384	18.4248	4278379	1005	99.9765	0.0235
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	23226180	4279384	18.4248	4278379	1005	99.9765	0.0235
GRAND TOTAL		51672281	21578705	41.7607	21577700	1005	99.9953	0.0047

Item No.2 - To approve the increase in Authorised Share Capital and the consequent amendment to the Memorandum of Association.

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	17299321	86.5991	17299321	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	19976325	17299321	86.5991	17299321	0	100.0000	0.0000
Public-Institutions	E-Voting	8469776	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8469776	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	23226180	4279384	18.4248	4279204	180	99.9958	0.0042
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	23226180	4279384	18.4248	4279204	180	99.9958	0.0042
GRAND TOTAL		51672281	21578705	41.7607	21578525	180	99.9992	0.0008

Item No.3 - To Issue Equity shares to Citrine Fund Limited 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	17299321	86.5991	17299321	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	19976325	17299321	86.5991	17299321	0	100.0000	0.0000
Public-Institutions	E-Voting	8469776	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8469776	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	23226180	4279384	18.4248	4278479	905	99.9789	0.0211
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	23226180	4279384	18.4248	4278479	905	99.9789	0.0211
GRAND TOTAL		51672281	21578705	41.7607	21577800	905	99.9958	0.0042

Item No.4 - To Issue Equity shares to Arial Holdings 1 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	17299321	86.5991	17299321	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	19976325	17299321	86.5991	17299321	0	100.0000	0.0000
Public-Institutions	E-Voting	8469776	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8469776	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	23226180	4279384	18.4248	4278479	905	99.9789	0.0211
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	23226180	4279384	18.4248	4278479	905	99.9789	0.0211
GRAND TOTAL		51672281	21578705	41.7607	21577800	905	99.9958	0.0042



SCRUTINIZER'S REPORT - CELEBRITY FASHIONS LIMITED

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

The Chairman,
Celebrity Fashions Limited,
SDF-IV & C2, 3rd Main Road, MEPZ / SEZ,
Tambaram, Chennai, -600045, Tamil Nadu, India.

Respected Sir,

Sub: Passing of Resolution(s) through Postal Ballot Conducted through Remote E-voting Facility

We, BP & Associates, Company Secretaries, Chennai, have been appointed as the Scrutinizer by the Board of Directors of CELEBRITY FASHIONS LIMITED ("the Company") at its meeting held on 13th February, 2023 for conducting the Postal Ballot e-voting process for seeking members' assent/dissent on the resolutions as specified in the Postal Notice dated 13th February, 2023, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 respectively of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and including any statutory modifications or re-enactments thereof for the time being in force as amended from time to time, read with the General Circular No. 11/2022 dated 28th December, 2022 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and pursuant to other applicable laws and regulations.

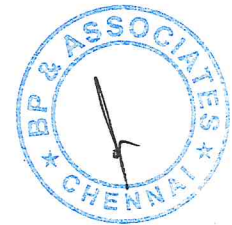
We hereby state that, we are familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.





- 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 Postal ballot.
- 2 On 13th February, 2023 the Company has completed the dispatch of Postal Ballot notice(s)/ form(s), to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited/Central Depository Services (India) Limited as on the cut-off date i.e., Friday, 03rd February, 2023 and whose e-mail IDs was available with the Company and Depositories. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.
- 3 The Postal Ballot (e-Voting) period begun on Tuesday, 14th February, 2023 at 9.00 a.m. and ended on Wednesday, 15th March, 2023 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., Friday, 03rd February, 2023 have casted their vote electronically were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of Postal Ballot of "CELEBRITY FASHIONS LIMITED" dated 13th February, 2023.
- 4 All votes casted through remote e-voting facility up to 5.00 p.m IST on Wednesday, 15th March, 2023, the last date and time fixed by the Company for e-voting were considered for our scrutiny.
- 5 Our responsibility as scrutinizer for the e-voting facility for Postal Ballot 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 Central Depository Services India Ltd, (CDSL) the authorized agency engaged by the Company to provide facilities for remote e-voting by the Shareholders of the Company.

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.





We as Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the details of which are as follows:

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

Item No - 1

Special Resolution – To consider and approve early redemption of Preference Shares.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Postal Ballot-Remote e-voting	2,15,77,700	100.00%	1,005	0.00%	0	2,15,78,705	100.00%
Total	2,15,77,700	100.00%	1,005	0.00%	0	2,15,78,705	100.00%

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

Item No - 2

Ordinary Resolution - To approve the increase in Authorised Share Capital and consequent amendment to the Memorandum of Association.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Postal Ballot-Remote e-voting	2,15,78,525	100.00%	180	0.00%	0	2,15,78,705	100.00%
Total	2,15,78,525	100.00%	180	0.00%	0	2,15,78,705	100.00%

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

Item No - 3

Special Resolution - To Issue Equity shares to Citrine Fund Limited on Preferential Basis.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Postal Ballot-Remote e-voting	2,15,77,800	100.00%	905	0.00%	0	2,15,78,705	100.00%
Total	2,15,77,800	100.00%	905	0.00%	0	2,15,78,705	100.00%

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

Item No - 4

Special Resolution - To Issue Equity shares to Arial Holdings 1 on Preferential Basis.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Postal Ballot-Remote e-voting	2,15,77,800	100.00%	905	0.00%	0	2,15,78,705	100.00%
Total	2,15,77,800	100.00%	905	0.00%	0	2,15,78,705	100.00%

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





BP & ASSOCIATES
Company Secretaries

7 We hereby confirm that I am maintaining the Registers received from the Service Provider electronically in respect of the votes cast through e-voting by the shareholders of the Company. I shall be arranging to handover these records to you or other person as authorised by you.

Thanking you,
Yours Faithfully,
BP & Associates
Company Secretaries

K.J. CHANDRA MOULI
Partner

C P No: 15708 | M No : F11720

UDIN: F011720D003281681

Place: Chennai

Date: 16-03-2023

