



Celebrity Fashions Limited

22nd September, 2020

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.: Summary of proceedings of 31st Annual General Meeting held on 21st September, 2020

Ref.: Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that the 31st Annual General Meeting (AGM) of the Company was held on Monday, 21st September, 2020 at 02.30 P.M. through Video Conference for the businesses mentioned in notice of AGM dated 21st August, 2020. In this regard, please find enclosed the summary of proceedings of the 31st Annual General Meeting.

This is for your information and records.

Thanking You,

Yours faithfully,

For **CELEBRITY FASHIONS LIMITED**

A. Rishi Kumar

Company Secretary & Compliance Officer

Encl: a/a



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SUMMARY OF PROCEEDINGS OF THE 31st ANNUAL GENERAL MEETING OF MEMBERS OF CELEBRITY FASHIONS LIMITED HELD ON MONDAY, 21st SEPTEMBER, 2020 AT 02.30 P.M. THROUGH VIDEO CONFERENCING

DIRECTORS PRESENT:

Mr. Venkatesh Rajagopal	-	Chairman (DIN: 00003625)
Mrs. Rama Rajagopal	-	Non Executive Director (DIN: 00003565) (Chairperson - CSR Committee)
Mr. Vidyuth Rajagopal	-	Managing Director (DIN: 07578471)
Mr. N.K. Ranganath	-	Independent Director (DIN: 00004044) (Chairman - Audit Committee & Stakeholders Relationship Committee)
Mr. K. Sridhar	-	Independent Director (DIN: 02916536) (Chairman - Nomination & Remuneration Committee)
Mrs. Nidhi Reddy	-	Independent Director (DIN: 00004081)
Mr. Manoj Mohanka	-	Independent Director (DIN: 00128593)

AUDITORS PRESENT

Mr. G. Chella Krishna	-	Partner, M/s. SRSV & Associates (Statutory Auditors)
Mr. K.J. Chandra Mouli	-	Partner, M/s. BP & Associates (Secretarial Auditors & Scrutinizer - e-voting)

IN ATTENDANCE:

Mr. S. Venkataraghavan	-	Chief Financial Officer
Mr. A. Rishi Kumar	-	Company Secretary

Members Present:

35 members holding 24525344 Equity shares attended the meeting though Video Conferencing.

CHAIRMAN:

Mr. Venkatesh Rajagopal, Chairman of the Board, chaired the proceedings of the Meeting.

At 2.30 P.M., the Chairman welcomed all the members to the 31st Annual General Meeting of the Company held through Video Conferencing for the first time as per the provisions of the Companies Act, 2013 and the relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.



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The Chairman briefed the members about the video conferencing facility and the requisite quorum being present through Video Conference; he called the meeting to be in order.

The Chairman informed that the Company has taken all feasible efforts under the current circumstances to enable members to participate through video conference and cast their votes electronically. He also informed the Members that the necessary registers and documents referred to in the Notice of the 31st AGM were available for inspection.

The Chairman then introduced the Directors, Chief Financial Officer and Company Secretary present for the meeting through video conferencing from their respective locations. The Statutory and Secretarial Auditors were also present during the meeting.

The Notice convening the Annual General Meeting, the Report of Board of Directors and the financial statements for the year ended 31st March, 2020, were taken as read as the same were already circulated to the members. As the Statutory and Secretarial Auditors' Report, did not contain any qualifications/adverse remarks they were taken as read.

The Chairman delivered his speech about the performance, outlook and the prevailing business conditions in the segment in which the Company operates.

The members were then requested to raise their queries, if any on the accounts and operations of the Company. One speaker shareholder raised queries on the financial performance and other relevant matters. Necessary clarifications were provided by the Chairman and Managing Director of the Company.

The Chairman informed that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has engaged e-voting facility of Central Depository Services India Ltd to the Members of the Company as on 14th September 2020 to cast their votes in respect of the businesses transacted at the 31st Annual General Meeting. The remote e-voting commenced on 18th September, 2020 at 9.00 a.m. and ended on 20th September, 2020 at 5.00 p.m. and M/s. BP & Associates, Practicing Company Secretaries, Chennai were appointed as scrutinizers for the e-voting process.

The Chairman requested all members, who have not exercised their vote through remote e-voting to exercise their votes electronically on the platform of Central Depository Services (India) Limited and informed that e-voting facility will be open for 15 minutes from the conclusion of the meeting.



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The following items of business, as per the notice of AGM, were open for e-voting at the meeting:

S No.	Particulars	Resolution
1	To receive, consider and adopt the Audited financial statements of the Company for the financial year ended 31 st March, 2020 together with the reports of the Board of Directors and Auditors thereon.	Ordinary
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.	Ordinary
3	Revision in remuneration of Mr. Vidyuth Rajagopal, Managing Director of the Company	Ordinary
4	Appointment of Mr. Manoj Mohanka as an Independent Director of the Company.	Ordinary

The Chairman informed that the results of e-voting would be declared within 48 hours of the conclusion of the meeting i.e., on or before 23rd September, 2020 and authorized Mr. A. Rishi Kumar, Company Secretary to declare the said results. He also informed that the results along with the Scrutinizer's report will be submitted to the stock exchanges (NSE & BSE) and uploaded on the Company's website www.celebritygroup.com and the website of CDSL www.evotingindia.com.

The Chairman then thanked the members present for their continued support and confidence in the Company and announced the formal closure of the 31st Annual General Meeting of the Company at 3.05 p.m.

For **CELEBRITY FASHIONS LIMITED**

A. Rishi Kumar
Company Secretary & Compliance Officer