



Celebrity Fashions Limited

10th September 2022

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 33rd Annual General Meeting held on 09th September 2022

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 33rd Annual General Meeting (AGM) of the Company was held on Friday, 09th September 2022 at 02.45 P.M. through Video Conference for the businesses mentioned in notice of AGM dated 12th August 2022. In this regard, please find enclosed the summary of proceedings of the 33rd 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



Celebrity Fashions Limited

SUMMARY OF PROCEEDINGS OF THE 33RD ANNUAL GENERAL MEETING (AGM) OF CELEBRITY FASHIONS LIMITED HELD ON FRIDAY, 09TH SEPTEMBER 2022 AT 02.45 P.M. THROUGH VIDEO CONFERENCING

DIRECTORS PRESENT:

- | | | |
|-------------------------|---|---|
| Mr. Venkatesh Rajagopal | - | Chairman (DIN: 00003625) |
| Mrs. Rama Rajagopal | - | Whole Time Director (DIN: 00003565)
(Chairperson - CSR Committee) |
| Mr. Vidyuth Rajagopal | - | Managing Director (DIN: 07578471) |
| Mr. K. Sridhar | - | Independent Director (DIN: 02916536)
(Chairman - Nomination & Remuneration Committee)
(Authorised Representative - Audit Committee & Stakeholders Relationship Committee) |
| Mrs. Nidhi Reddy | - | Independent Director (DIN: 00004081) |
| Mr. Manoj Mohanka | - | Independent Director (DIN: 00128593) |

AUDITORS PRESENT

- | | | |
|------------------------|---|--|
| Mr. K.J. Chandra Mouli | - | Partner, M/s. BP & Associates
(Secretarial Auditors & Scrutinizer - E-voting) |
| Mr. R. Venkatakrisnan | - | Partner, RVKS & Associates (Internal Auditors) |
| Mrs. Madura Ganesh | - | Representative, M/s. SRSV & Associates
(Statutory Auditors) |

IN ATTENDANCE:

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

CHAIRMAN:

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

Members Present:

33 members holding 1,99,77,778 Equity shares attended the meeting through Video Conferencing.



Celebrity Fashions Limited

At 2.45 P.M., the Chairman welcomed all the members to the 33rd Annual General Meeting of the Company held through Video Conferencing 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.

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.

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 Auditors, Secretarial Auditors and Internal 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 2022, 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.

Subsequently, Chairman requested those shareholders who were registered to speak at the meeting to raise their queries. Three members sought clarifications on certain operational areas of the Company. The Chairman and the Managing Director answered to the observations/queries raised by the speaker shareholders to their satisfaction.

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 02th September 2022 to cast their votes in respect of the businesses transacted at the 33rd Annual General Meeting.

The remote e-voting commenced on 06th September 2022 at 9.00 a.m. and ended on 08th September 2022 at 5.00 p.m. and M/s. BP & Associates, Practicing Company Secretaries, Chennai were appointed as scrutinizers for the e-voting process.



Celebrity Fashions Limited

Thereafter, 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.

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

S No.	Particulars	Resolution (Ordinary/Special)
1	To receive, consider and adopt the Audited financial statements for the financial year ended 31 st March 2022 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 in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.	Ordinary
3	To re-appoint Statutory Auditors and fix their remuneration.	Ordinary
4	Revision in terms of remuneration payable to Mr. Vidyuth Rajagopal, Managing Director of the Company	Special
5	Change in Designation of Mrs. Rama Rajagopal from Non-Executive to Executive Director (Whole Time Director) of the Company.	Special
6	Material Related Party Transaction(s) between the Company and Indian Terrain Fashions Limited	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 11th September 2022 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 33rd Annual General Meeting of the Company.



Celebrity Fashions Limited

On completion of the e-voting process, the meeting concluded at 3.30 P.M.

For **CELEBRITY FASHIONS LIMITED**

A. Rishi Kumar
Company Secretary & Compliance Officer