



FASHIONS LIMITED

A Govt. Recognised Export House

Men's fashion technology

Dated : 27th September, 2013

To,
To,
The General Manager Listing,
Bombay Stock Exchange Limited ,
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dala Street,
Mumbai – 400001

Sub.: Proceedings of the 20th Annual General Meeting held on 27th September, 2013

Dear Sir,

This is to inform that the 20th Annual General Meeting (hereinafter referred to as "AGM ") of the Company have held today, 27th September, 2013 at 9.30 AM. The proceedings of the AGM are as under :-

PRESENT :

Mr. Anil Mittal - Chairman & Managing Director
Mr. Atul Mittal - Joint Managing Director
Mr. Vinay Mittal - Director
Mr. Raman Ohri - Director
Mr. S. K. Gupta - Director
Mr. Vinay Aggarwal- Statutory Auditor
Ms. Kamini Gupta - Company secretary & GM Finance

Total No. of shareholders on the date of AGM -- 5315
Present in person -- 197
Present in Proxy -- 65

Sh. Anil Mittal, Chairman & Managing Director took the Chair. After ascertaining that the requisite quorum of the meeting present, the Chairman called the meeting to order. He then formally extended very warm welcome to the Share Holders at the Annual General Meeting and read the Chairman Speech and highlighted the Company's performance.

With the permission of the Members, the Notice of the Meeting was taken as read. After that , Chairman asked the Company Secretary Ms. Kamini Gupta to read the Directors' Report and the Auditors' Report.

The Secretary read the Directors' Report and the Auditors' Report .

The Shareholders of the Company transacted and accorded approval to all the businesses as mentioned in the Notice convening the 20th AGM :-

Regd. Office & Works : 134-135, NSEZ (Noida Special Economic Zone), Phase-II, Noida-201 305, Gautam Budh Nagar. (INDIA)
: Telephone : +91-120-4055600, 4055611, 4055633, Fax : +91-120-2562104
Delhi Office : Unit No. 306-308, Square One Mall, C-2, District Center, Saket, New Delhi-110017
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Kamini Gupta



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ORDINARY BUSINESS

**ITEM NO. 1: APPROVAL AND ADOPTION OF ANNUAL ACCOUNTS AND REPORT OF
AUDITORS AND DIRECTORS THEREON**

Resolution required: Ordinary
Mode of voting: Show of Hands

Adopted the Audited Balance Sheet of the Company as at 31st March, 2013 and the Profit and Loss Account for the financial year ended on that date, together with the Director's Report and Auditors Report thereon.

ITEM NO. 2: REAPPOINTMENT OF DIRECTOR- RETIRING BY ROTATION

Resolution required: Ordinary
Mode of voting: Show of Hands

Re- appointment of Director of the Company, Mr.S.K.Gupta, who retires by rotation and being eligible, offers himself for re- appointment.

**ITEM NO. 3
REAPPOINTMENT OF DIRECTOR- RETIRING BY ROTATION**

Resolution required: Ordinary
Mode of voting: Show of Hands

Re- appointment of Director of the Company, Mr. Vinay Mittal, who retires by rotation and being eligible, offers himself for re- appointment.

**ITEM NO. 4
APPOINTMENT OF STATUTORY AUDITORS**

Resolution required: Ordinary
Mode of voting: Show of Hands

Appointment of M/s Aggarwal & Rampal, Chartered Accountants, the retiring Auditors, as the Auditors of the Company, from the conclusion of this AGM until the conclusion of the next Annual General Meeting of the Company .



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SPECIAL BUSINESS

ITEM NO. 5 REAPPOINTMENT OF MR. ANUBHAV MITTAL , RELATIVE OF DIRECTOR

Resolution required: Special
Mode of voting: Show of Hands

Appointment and remuneration of Mr. Anubhav Mittal, relative , as VP Overseas Marketing with office at New York , USA in the Company wef 01.10.2013 for a period of 3 years and the resolution was passed Unanimously as a **Special Resolution**.

ITEM NO. 6

REAPPOINTMENT OF CHAIRMAN & MANAGING DIRECTOR

Resolution required: Ordinary
Mode of voting: Show of Hands

Re -appointment of Mr. Anil Mittal, as Chairman & Managing Director of the Company, for a period of 5 years, wef 26.04.2013, without remuneration, and the resolution was passed Unanimously as an **Ordinary Resolution**.

Other:- In terms of the listing of additional Equity Shares of the Company the Statutory Auditors Certificate as per Regulation 73(2) of SEBI ICDR Regulations 2009 placed before the shareholders and recorded.

* The Items / Resolutions in the AGM were passed as per the Notice of AGM already submitted.

VOTE OF THANKS

The Meeting concluded with a vote of thanks to the Chair.

For Samtex Fashions Limited

KAMINI GUPTA
Company Secretary & GM Finance