

OUTCOME OF VOTING OF ANNUAL GENERAL MEETING AS PER CLAUSE 35A OC THE LISTING AGREEMEN

CANTABIL RETAIL INDIA LIMITED (CIN: L74899DL1989PLC034995)

Date of AGM :TUESDAY, 30TH SEPTEMBER ,2014

Total Number of Shareholders as on record Date:

No. of Shareholders present in the meeting either personaly or through Proxy*
("Based on shareholders registering Attendance)

Promoter and Promoter Group:

Public Shareholders

No. of Shareholders who attended through Video Conferencing

Promoter and Promoter Group

Public Shareholders

Details of Agenda

Resolution 1: To receive, consider and adopt the Audited Balance Sheet as on March 31, 2014, Statement of Profit and Loss A/c for the financial year ended on that date together with the Report of the Board of Directors and Auditors thereon:

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes	No. of Votes in Against	% of votes in favour over	% of votes in agains
Promoters and	POWER TRANSPORTED	e-voting	101,63,743	100.00	101,63,743	-	100.00	Over votes Polled
Promoter Group	101,63,743	Poll	0	0	0		0	0
		Sub-total	101,63,743	100.00	101,63,743	+	100.00	0
	e-voting	10,83,748	100.0000	10,83,748		100.0000	0	
Public-Institutional	10,83,748	Pall		0	-		0	0
		Sub-total	10,83,748	100.0000	10,83,748	*:	100.0000	0
		e-voting	16,24,209	26.3505	16,17,749	6,460	99.60	0.3977
Public-Others	61,63,865	Poll	1,763	0.0286	1,763	0,100	100.00	0.5977
		Sub-total	16,25,972	26.3791	16,19,512	6,460	99.60	0.2072
otal A	174,11,356		128,73,463	73.9372	128,67,003	6,460	99.9498	0.3973

Resolution 2: To appoint a Director in place of Mr. Anil Bansal (DIN 02443104), who retires by rotation and being eligible offers himself for re-% of Votes Mode of Polled on Category No. of % of votes in No. of shares Voting No of Valid Outstanding No. of Votes Votes in favour over % of votes in against Held Votes Polled Shares in Favour Against Votes Polled over Votes Polled e-voting 101,63,743 Promoters and 100.00 101,63,743 100.00 O 101,63,743 Poll 0 Promoter Group n 0 0 Sub-total 101,63,743 100.00 101,63,743 100.00 0 e-voting 10,83,748 100.0000 10,83,748 100.00 0 Public-Institutional 10,83,748 Poll 0 0 0 Sub-total 10,83,748 100.0000 10,83,748 100.00 0 e-voting 16,24,209 26.3505 16,17,698 6,511 99.60 0.4009 Public-Others 61,63,865 Poll 1.763 0.0286 1,763 100.00 0 Sub-total 16,25,972 26.3791 16,19,461 6.511 99.60 0.4004 Total A 174,11,356 128,73,463 73.9372 128,66,952 6,511 99.95 0.0506

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
Promoters and Promoter Group 101,63,74		e-voting	101,63,743	100.00	101,63,743	-	100.00	O O
	101,63,743	Poll	0	0	0	-	0	0
		Sub-total	101,63,743	100.00	101,63,743		100.00	o o
V.S.		e-voting	10,83,748	100.0000	10,83,748	- 80	100.00	0
Public-Institutional	10,83,748	Poll	-	0		400	0	0
	1000000	Sub-total	10,83,748	100.0000	10,83,748		100.00	0
1		e-voting	16,24,209	26.3505	16,17,698	6,511	99.60	0.4009
Public-Others	61,63,865	Poll	1,763	0.0286	1,763		100.00	0.4003
Delhi .) E		Sub-total	16,25,972	26.3791	16,19,461	5,511	99.60	0.4004

CANTABIL RETAIL INDIA LTD.



Total A 174,11,356 128,73,463 73.9372 128,66,952 6,511 99.95 0.0506

Resolution 4:- To appoint Mr. Lalit Kumar (DIN 00025150) as an Independent Director of the Company to hold office for a period starting from the date of this Annual General Meeting for five consecutive years from the date of this meeting upto September 29, 2019.

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
Promoters and	1 50000000	e-voting	101,63,743	100.00	101,63,743	-	100.00	D D
Promoter Group	omoter Group 101,63,743	Poll	0	0	0	-	0	0
ATTACANA SISTEM		Sub-total	101,63,743	100.00	101,63,743		100.00	0
and the second s	e-voting	10,83,748	100.0000	10,83,748	- 2	100.00	0	
Public-Institutional	10,83,748	Poli	-	0			0	0
		Sub-total	10,83,748	100.0000	10,83,748		100.00	0
Markeysky	consideration of	e-voting	16,24,209	26.3505	16,17,699	6,510	99.60	0 0000
Public-Others 61,6	61,63,865	Poll	1,763	0.0286	1,763	9,020	100.00	0.4008
		Sub-total	16,25,972	26.3791	16,19,462	6,510	99.60	0 4004
otal A	174,11,356		128,73,463	73.9372	128,66,953	6,510	99.95	0.4004 0.0506

Resolution 5- To appoint Dr. Arun Kumar Roopanwal (DIN 00406817) as an Independent Director of the Company to hold office for a period starting from the date of this Annual General Meeting for five consecutive years from the date of this meeting upto September 29, 2019.

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in agains
Promoters and	12002222	e-voting	101,63,743	100.00	101,63,743		100.00	0
Promoter Group	101,63,743	Poll	0	0	0		0	0
C. WICHENNER		Sub-total	101,63,743	100.00	101,63,743	4	100.00	0
works and the second		e-voting	10,83,748	100.0000	10,83,748	-	100.00	0
Public-Institutional	10,83,748	Poli	-	0			0	0
		Sub-total	10,83,748	100.0000	10,83,748		100.00	0
Para seed second	V00014.63V074650=3	e-voting	16,24,209	26.3505	16,17,698	6,511	99.60	0.4009
Public-Others	61,63,865	Poll	1,763	0.0286	1,763		100.00	0.4009
		Sub-total	16,25,972	26.3791	16,19,461	6,511	99.60	0.4004
otal A	174,11,356		128,73,463	73.9372	128,66,952	6,511	99.95	0.4004

Resolution 6: Appointment of Mrs. Renu Jagdish, as an Independent Director of the Company to hold office for a period starting from the date of this Annual General Meeting for five consecutive years from the date of this meeting upto September 29, 2019...

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
Promoters and	100000000000000000000000000000000000000	e-voting	101,63,743	100.00	101,63,743	-	100.00	0
Promoter Group	101,63,743	Poll	0	0	0	40	0	0
		Sub-total	101,63,743	100.00	101,63,743		100.00	0
		e-voting	10,83,748	100.0000	10,83,748	- 27	100.00	0
Public-Institutional	10,83,748	Poll		0	190000000000000000000000000000000000000	111	0	0
		Sub-total	10,83,748	100.0000	10,83,748		100.00	0
-		e-voting	16,24,209	26.3505	16,17,699	6,510	99.60	0.4008
Public-Others 61,63,865	Poll	1,763	0.0286	1,763		100.00	0.4000	
		Sub-total	16,25,972	26.3791	16,19,462	6,510	99.60	0.4004
otal A	174,11,356		128,73,463	73.9372	128,66,953	6,510	99.95	0.0506

Resolution 7: To pass a Special Resolution for exercising the Borrowing Power limit pursuant to Section 180(1)(c) of the Companies Act, 2013. Special Resolution % of Votes Mode of Polled on Category No. of % of votes in No. of shares Voting No of Valid Outstanding No. of Votes Votes in favour over % of votes in against Votes Polled Shares in Favour Against Votes Polled over Votes Polled e-voting 101,63,743 100.00 Promoters and 101,63,743 100.00 0 101,63,743 Poll Promoter Group 0 0 Sub-total 101,63,743 100.00 101,63,743 100.00 0 e-voting 10,83,748 100.0000 10,83,748 100.00 0



Public-Institutional	10,83,748	nell I			-	-		
- done-mandatorial	10,00,740	Poll		0		* 1	0	0
		Sub-total	10,83,748	100.0000	10,83,748		100.00	0
Public-Others	61,63,865	e-voting	16,24,209	26.3505	16,17,748	6,461	99.60	0.3978
		Poll	1,763	0.0286	1,763	0.000	100.00	0
		Sub-total	16,25,972	26.3791	16,19,511	6,461	99.60	0.3974
Total A	174,11,356		128,73,463	73.9372	128,67,002	6,461	99.95	0.0502

Resolution 8: - To pass a Special Resolution for Creation of mortgages/ charges/ hypothecation on immovable/movable properties of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013.

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in agains
Promoters and	e-voting	101,63,743	100.00	101,63,743		100.00	0	
Promoter Group	101,63,743	Poli	0	0	0		0.	0
		Sub-total	101,63,743	100.00	101,63,743		100.00	0
	e-voting	10,83,748	100.0000	10,83,748		100.00	0	
Public-Institutional	10,83,748	Poll	1(*)(1)	0			0	0
		Sub-total	10,83,748	100.0000	10,83,748		100.00	0
		e-voting	16,24,209	26.3505	16,17,748	5,461	99.60	0.3978
Public-Others 61,63,865	61,63,865	Pali	1,763	0.0286	1,763	-	100.00	0
		Sub-total	16,25,972	26.3791	16,19,511	6,461	99.60	0.3974
otal A	174,11,356		128,73,463	73.9372	128,67,002	6,461	99.95	0.0502

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group 101,63,743	e-voting	101,63,743	100.00	101,63,743		100.00	0	
	101,63,743	Poll	0	0	0	9	0	0
		Sub-total	101,63,743	100.00	101,63,743		100.00	0
	5.15.00 a 2.00 a 2.00	e-voting	10,83,748	100.0000	10,83,748	- 2	100.00	.0
Public-Institutional	10,83,748	Poll	2 7	0		140	0	0
		Sub-total	10,83,748	100.0000	10,83,748		100.00	0
		e-voting	16,24,209	26.3505	16,17,698	6,511	99.60	0.4009
Public-Others	61,63,865	Poll	1,763	0.0286	1,763		100.00	0
		Sub-total	16,25,972	26.3791	16,19,461	6,511	99.60	0,4004
Total A	174,11,356	- Name and the second	128,73,463	73.9372	128,66,952	6,511	99.95	0.0506

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(Pobham Chahal) Company Secretary



Announcement of consolidated Results of E-voting and Poll conducted with respect to the 26th Annual General Meeting of Cantabil Retail India Limited.

As per the provisions of Section 108 and section 109 of the Companies Act, 2013 read with rules prescribed there under and as also the Listing Agreement, the Company had provided the facility of E-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of 26th Annual General Meeting (AGM). The e-voting open from 24th September, 2014 to 26th September, 2014, in line with the provisions of the Companies Act, 2013 and in terms of the clarifications issued by MCA, voting by show of hands was not permitted at the general meeting where e-voting has been offered to the shareholders. Therefore, at the 26th Annual General Meeting, voting was conducted by means of poll.

The Board of Directors had appointed M/s Sanjay Grover & Associates, Practising Company Secretary as the Scrutinizer for e-voting and poll.

The consolidated results as per the scrutinizer's Report dated 30th September, 2014 are as below:

Resolution No. 1- To receive, consider and adopt the Audited Balance Sheet as on March 31, 2014, Statement of Profit and Loss A/c for the financial year ended on that date together with the Report of the Board of Directors and Auditors thereon:

Ordinary Resolution	n						
Particulars		Number of Votes contained in					
	e-Votes	Poll	Total				
Assent	128,65,240	1,763	128,67,003	99.95			
Dissent	6,460		6,460	0.05			
Total	128,71,700	1,763	128,73,463	100.00			

Resolution No. 2- To appoint a Director in place of Mr. Anil Bansal (DIN 02443104), who retires by rotation and being eligible offers himself for re-appointment:

Ordinary Resolution	n .						
Particulars		Number of Votes contained in					
	e-Votes	Poll	Total				
Assent	128,65,189	1,763	128,66,952	99.95			
Dissent	6,511	-	6,511	0.05			
Total	128,71,700	1,763	128,73,463	100.00			

Resolution No. 3- To Appoint M/s. Suresh & Associates, Chartered Accountants as the Statutory

CANTABIL RETAIL INDIA LTD.



Auditors of the Con	npany.	是那馬		
Ordinary Resolution	1	The state of the s		
Particulars		Percentage		
	e-Votes	Poll	Total	
Assent	128,65,189	1,763	128,66,952	99.95
Dissent	6,511	-	6,511	0.05
Total	128,71,700	1,763	128,73,463	100.00

Resolution No. 4-- To appoint Mr. Lalit Kumar (DIN 00025150) as an Independent Director of the Company to hold office for a period starting from the date of this Annual General Meeting for five consecutive years from the date of this meeting upto September 29, 2019.

Particulars		Number of Votes contained in					
	e-Votes	Poll	Total				
Assent	128,65,190	1,763	128,66,953	99.95			
Dissent	6,510	-	6,510	0.05			
Total	128,71,700	1,763	128,73,463	100.00			

Resolution No. 5-To appoint Dr. Arun Kumar Roopanwal (DIN 00406817) as an Independent Director of the Company to hold office for a period starting from the date of this Annual General Meeting for five consecutive years from the date of this meeting upto September 29, 2019.

Ordinary Resolution	n			
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	128,65,189	1,763	128,66,952	99.95
Dissent	6,511	-	6,511	0.05
Total	128,71,700	1,763	128,73,463	100.00

Resolution No. 6: Appointment of Mrs. Renu Jagdish, as an Independent Director of the Company to hold office for a period starting from the date of this Annual General Meeting for five consecutive years from the date of this meeting upto September 29, 2019..

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	128,65,190	1,763	128,66,953	99.95
Dissent	6,510	-	6,510	0.05
Total	128,71,700	1,763 BIL RETAIL IN	128,73,463	100.00

B-16, Lawrence Road Ind. Area, New Delhi - 110 035. Tel : 91-11-27156381 /82 Telefax : 91-11-27156383 e-mail : info@cantabilinternational.com Website : www.cantabilinternational.com

CIN No. L74899DL1989PLC034995



Resolution No. 7- To pass a Special Resolution for exercising the Borrowing Power limit pursuant to Section 180(1)(c) of the Companies Act, 2013.

Special Resolution				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	128,65,239	1,763	128,67,002	99.95
Dissent	6,461		6,461	0.05
Total	128,71,700	1,763	128,73,463	100.00

Resolution 8: - To pass a Special Resolution for Creation of mortgages/ charges/ hypothecation on immovable/movable properties of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013.

Special Resolution				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	128,65,239	1,763	128,67,002	99.95
Dissent	6,461	-	6,461	0.05
Total	128,71,700	1,763	128,73,463	100.00

Resolution No. 9- Change in terms of appointment of Mr. Deepak Bansal (DIN:01111104) as a Whole Time Director

Special Resolution				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	128,65,189	1,763	128,66,952	99.95
Dissent	6,511	-	6,511	0.05
Total	128,71,700	1,763	128,73,463	100.00

For Cantabil Retail India Vimited

(Poonam Chahal)
Company Secretary

CANTABIL RETAIL INDIA LTD.