



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

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 personally or through Proxy*

(*Based on shareholders registering Attendance)

Promoter and Promoter Group:

Public Shareholders	6
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No. of Shareholders who attended through Video Conferencing	123
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Promoter and Promoter Group	NIL
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Public Shareholders	
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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 in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
Promoters and Promoter Group	101,63,743	e-voting	101,63,743	100.00	101,63,743	-	100.00	0
		Poll	0	0	0	-	0	0
		Sub-total	101,63,743	100.00	101,63,743	-	100.00	0
Public-Institutional	10,83,748	e-voting	10,83,748	100.0000	10,83,748	-	100.0000	0
		Poll	0	0	0	-	0	0
		Sub-total	10,83,748	100.0000	10,83,748	-	100.0000	0
Public-Others	61,63,865	e-voting	16,24,209	26.3505	16,17,749	6,460	99.60	0.3977
		Poll	1,763	0.0286	1,763	-	100.00	0
		Sub-total	16,25,972	26.3791	16,19,512	6,460	99.60	0.3973
Total A	174,11,356		128,73,463	73.9372	128,67,003	6,460	99.9498	0.0502

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-appointment:

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
Promoters and Promoter Group	101,63,743	e-voting	101,63,743	100.00	101,63,743	-	100.00	0
		Poll	0	0	0	-	0	0
		Sub-total	101,63,743	100.00	101,63,743	-	100.00	0
Public-Institutional	10,83,748	e-voting	10,83,748	100.0000	10,83,748	-	100.00	0
		Poll	0	0	0	-	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	16,17,698	6,511	99.60	0.4009
		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

Resolution 3: To Appoint M/s. Suresh & Associates, Chartered Accountants as the Statutory Auditors of the Company.

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
Promoters and Promoter Group	101,63,743	e-voting	101,63,743	100.00	101,63,743	-	100.00	0
		Poll	0	0	0	-	0	0
		Sub-total	101,63,743	100.00	101,63,743	-	100.00	0
Public-Institutional	10,83,748	e-voting	10,83,748	100.0000	10,83,748	-	100.00	0
		Poll	0	0	0	-	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	16,17,698	6,511	99.60	0.4009
		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



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e-mail : info@cantabilinternational.com Website : www.cantabilinternational.com

CIN No. L74899DL1989PLC034995



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

Ordinary Resolution

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

Resolution 5- To appoint Dr. Arun Kumar Roopanwal (DIN D0406817) 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 in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
Promoters and Promoter Group	101,63,743	e-voting	101,63,743	100.00	101,63,743	-	100.00	0
		Poll	0	0	0	-	0	0
		Sub-total	101,63,743	100.00	101,63,743	-	100.00	0
Public-Institutional	10,83,748	e-voting	10,83,748	100.0000	10,83,748	-	100.00	0
		Poll	-	0	-	-	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	16,17,698	6,511	99.60	0.4009
		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

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 in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
Promoters and Promoter Group	101,63,743	e-voting	101,63,743	100.00	101,63,743	-	100.00	0
		Poll	0	0	0	-	0	0
		Sub-total	101,63,743	100.00	101,63,743	-	100.00	0
Public-Institutional	10,83,748	e-voting	10,83,748	100.0000	10,83,748	-	100.00	0
		Poll	-	0	-	-	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	16,17,699	6,510	99.60	0.4008
		Poll	1,763	0.0286	1,763	-	100.00	0
		Sub-total	16,25,972	26.3791	16,19,462	6,510	99.60	0.4004
Total 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

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
Promoters and Promoter Group	101,63,743	e-voting	101,63,743	100.00	101,63,743	-	100.00	0
		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	-	100.00	0



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Public-Institutional	10,83,748	Poll	-	0	-	-	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	-	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.

Special Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
Promoters and Promoter Group	101,63,743	e-voting	101,63,743	100.00	101,63,743	-	100.00	0
		Poll	0	0	0	-	0	0
		Sub-total	101,63,743	100.00	101,63,743	-	100.00	0
Public-Institutional	10,83,748	e-voting	10,83,748	100.0000	10,83,748	-	100.00	0
		Poll	-	0	-	-	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	-	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 9: Change in terms of appointment of Mr. Deepak Bansal (DIN:01111104) as a Whole Time Director

Special Resolution

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
		Poll	0	0	0	-	0	0
		Sub-total	101,63,743	100.00	101,63,743	-	100.00	0
Public-Institutional	10,83,748	e-voting	10,83,748	100.0000	10,83,748	-	100.00	0
		Poll	-	0	-	-	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	16,17,698	6,511	99.60	0.4009
		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

For Cantabil Retail India Limited

Deepam Chahal
(Deepam Chahal)
Company Secretary

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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.

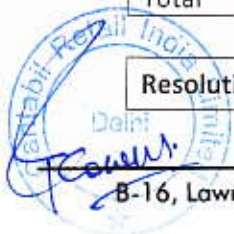
The consolidated results as per the scrutinizer's Report dated 30th September, 2014 are as below:

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				
Particulars	Number of Votes contained in			Percentage
	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				
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. 3- To Appoint M/s. Suresh & Associates, Chartered Accountants as the Statutory

CANTABIL RETAIL INDIA LTD.





Auditors of the Company.

Ordinary 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

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.

Ordinary Resolution

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	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

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..

Ordinary Resolution

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	128,73,463	100.00

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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 Limited

(Poonam Chahal)

Company Secretary



CANTABIL RETAIL INDIA LTD.