

August 30, 2014

The BSE Limited  
Corporate Relationship Department,  
First Floor,  
New Trading Ring,  
Rotunda Building,  
P. J. Towers,  
Dalal Street, Mumbai.

Dear Sir,

Sub: Details of voting results at 23<sup>rd</sup> Annual General Meeting - Clause 35A of the Listing Agreement

Ref: Company Code - 532732

Apropos the captioned subject the details of the voting results at Annual General Meeting(AGM) are as follows:-

- a) **Date of AGM – August 28, 2014**
- b) **Total number of shareholder on record date – 4285 shareholders**
- c) **No. of Shareholders attended the meeting either in person or through proxy:**  
**Promoter and Promoter Group – 5 promoters in person**  
**Public – 62 shareholders in person and 2 Proxies**
- d) **No. of Shareholders attended the meeting through Video Conferencing – Not arranged**



Regd. & Corporate Off. : 460/7, Kewal Kiran Estate, I.B.Patel Rd., Near Western Express Highway, Goregaon (E), Mumbai - 400 063.  
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c. Details of Agenda - The below mentioned agendas were passed through ordinary resolution

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - In Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
<b>Resolution No. 1: To receive, consider and adopt the Audited Balance Sheet as on March 31, 2014 and the Statement of Profit and Loss Account for the financial year ended March 31, 2014 together with the report of the Directors and Auditors thereon.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1381948	0.00	1381948	0	100.00	0.00
Public- Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10530903</b>	<b>85.44</b>	<b>10530903</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Resolution No. 2: To declare the final dividend and confirm the three interim dividends of Rs.7.5/-, Rs.7/- and 5/- respectively per equity share for the year ended March 31, 2014.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1665419	0	100.00	0.00
Public- Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10814374</b>	<b>87.74</b>	<b>10814374</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (E-voting)</b>							
<b>Resolution No. 3: To appoint a Director in place of Mr. Dinesh P. Jain (DIN 00327277), who retires by rotation and being eligible, offers himself for re-appointment.</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1665419	0	100.00	0.00
Public- Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10814374</b>	<b>87.74</b>	<b>10814374</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (E-voting)</b>							
<b>Resolution No. 4: To re-appoint M/s. Jain &amp; Trivedi, Chartered Accountants as the Statutory Auditors of the company and fix their remuneration.</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1381948	0.00	1381948	0	100.00	0.00
Public- Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10530903</b>	<b>85.44</b>	<b>10530903</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

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Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
<b>Resolution No. 5: To re-appoint M/s. N.A. Shah Associates, Chartered Accountants as the joint Statutory Auditors of the company and fix their remuneration.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1381948	0.00	1381948	0	100.00	0.00
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10530903</b>	<b>85.44</b>	<b>10530903</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Resolution No. 6: To appoint Ms. Drushti R. Desai as an Independent Director not liable to retire by rotation.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1651019	14400	99.14	0.86
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10814374</b>	<b>87.74</b>	<b>10799974</b>	<b>14400</b>	<b>99.87</b>	<b>0.13</b>
<b>Resolution No. 7: Appointment of Mr. Nimish G. Pandya as an Independent Director not liable to retire by rotation..</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1651019	0.00	1651019	0	100.00	0.00
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10799974</b>	<b>87.63</b>	<b>10799974</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Resolution No. 8: Appointment of Dr. Prakash A. Modi as an Independent Director not liable to retire by rotation.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1381948	0.00	1254395	127553	90.77	9.23
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10530903</b>	<b>85.44</b>	<b>10403350</b>	<b>127553</b>	<b>98.79</b>	<b>1.21</b>



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Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
<b>Resolution No. 9: Appointment of Mr. Yogesh A. Thar as an Independent Director not liable to retire by rotation.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1659593	0.00	1659593	0	100.00	0.00
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10808548</b>	<b>87.70</b>	<b>10808548</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Resolution No. 10: Approval of the tenure of appointment of Mr. Kewalchand P. Jain, Chairman and Managing Director of the Company and remuneration payable to Mr. Jain during such tenure.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1665419	0	100.00	0.00
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10814374</b>	<b>87.74</b>	<b>10814374</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Resolution No. 11: Approval of the tenure of appointment of Mr. Hemant P. Jain, Wholetime Director of the Company and remuneration payable to Mr. Jain during such tenure.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1665419	0	100.00	0.00
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10814374</b>	<b>87.74</b>	<b>10814374</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Resolution No. 12: Approval of the tenure of appointment of Mr. Dinesh P. Jain, Wholetime Director of the Company and remuneration payable to Mr. Jain during such tenure..</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1665419	0	100.00	0.00
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10814374</b>	<b>87.74</b>	<b>10814374</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



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Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
<b>Resolution No. 13: Approval of the tenure of appointment of Mr. Vikas P. Jain, Wholtime Director of the Company and remuneration payable to Mr. Jain during such tenure..</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1665419	0	100.00	0.00
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10814374</b>	<b>87.74</b>	<b>10814374</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
The below mentioned agendas were passed through Special Resolution							
<b>Resolution No. 14: Special Resolution under Section 14 for Adoption of new draft set of Articles of Association of the Company.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1660759	4660	99.72	0.28
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10814374</b>	<b>87.74</b>	<b>10809714</b>	<b>4660</b>	<b>99.96</b>	<b>0.04</b>
<b>Resolution No. 15: Special Resolution under Section 180(1)(c) for borrowing in excess of paid-up share capital and free reserves.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1665419	0	100.00	0.00
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10814374</b>	<b>87.74</b>	<b>10814374</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Resolution No. 16: Special Resolution under section 180(1)(a) for creating of charge on the Company's properties.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	9135298	99.88	9135298	0	100.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1665419	0	100.00	0.00
Public-Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>10814374</b>	<b>87.74</b>	<b>10814374</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



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Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
<b>Resolution No. 17: Special Resolution under Section 188 for purchase of furniture and fixtures from Komerstone Retail Limited.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	0	0.00	0	0	0.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1623571	41848	97.49	2.51
Public- Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>1679076</b>	<b>13.62</b>	<b>1637228</b>	<b>41848</b>	<b>97.51</b>	<b>2.49</b>
<b>Resolution No. 18 : Special Resolution under Section 188 to give on leave and license premises at Shop no. 1, Shatrunjay Plaza, S.V. Road, Goregaon West, Mumbai to Komerstone Retail Limited.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	0	0.00	0	0	0.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1623571	41848	97.49	2.51
Public- Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>1679076</b>	<b>13.62</b>	<b>1637228</b>	<b>41848</b>	<b>97.51</b>	<b>2.49</b>
<b>Resolution No. 19 : Special Resolution under Section 188 to take on leave and license from Directors/Promoters Units at Synthofine Estate, Opp Virwani Industrial Estate, Goregaon (E), Mumbai: 400 063 and Unit no.3, and Unit No. 104 at Devare House, Bhavani Shankar Road, Dadar West, Mumbai - 400 028.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	9146473	0	0.00	0	0	0.00	0.00
Public Institutional Holders	2542037	1665419	0.00	1623571	41848	97.49	2.51
Public- Others	636527	13657	2.15	13657	0	100.00	0.00
<b>Total (A)</b>	<b>12325037</b>	<b>1679076</b>	<b>13.62</b>	<b>1637228</b>	<b>41848</b>	<b>97.51</b>	<b>2.49</b>

This is for your information and records pursuant to Clause 35A of the Listing Agreement.

Please find the same in order and acknowledge receipt.

Thanking you,  
Yours faithfully,  
For Kewal Kiran Clothing Ltd.

*for ABW*  
**ABHIJIT WARANGE**  
VICE PRESIDENT- LEGAL & COMPANY SECRETARY