



**Disclosure of Voting Results of Extra Ordinary General Meeting of Indian Terrain Fashions Ltd  
held on 12th January 2015**

**Voting Results as per Clause 35A of Equity Listing Agreement with Stock Exchanges**

Date of Extra Ordinary General Meeting	<b>12th January 2015</b>
Total Number of Shareholders as on record date (i.e.12th December 2014-Cut off date for e-voting purpose)	9471
No. of Shareholders present in the Meeting either in person or through proxy	
Promoter and Promoter Group	2
Public	32
No. of Shareholders attended the meeting through Video Conferencing	Not Arranged

Agenda-wise

**The mode of voting of resolution: E-Voting & Ballot**

Item No	Details of Agenda	Resolution Required	Mode of Voting	Remarks
		(Ordinary / Special)	(Show of Hands /Poll/Postal Ballot/ E-voting)	
1	Approval for Fund Raising	Special	E-Voting & Ballot	The resolution was passed with requisite majority

**Incase of Poll /Postal Ballot / E-Voting : E-Voting & Ballot**

1.Approval for Fund Raising

Promoter / Public	No. of Shares Held	No. of Votes polled	% of Votes polled on outstanding shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in favour on votes polled	% of Votes against on Votes polled
	1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoter & Promoter Group	2217510	2217008	99.98%	2217008	0	100	0
Public -Institutional holders	450677	0	0.00%	0	0	0	0
Public-Others	3105644	165703	5.34%	165703	0	100	0
<b>Total</b>	<b>5773831</b>	<b>2382711</b>	<b>41.27%</b>	<b>2382711</b>	<b>0</b>	<b>100</b>	<b>0</b>

Note : Above Resolution was passed with requisite Majority

For INDIAN TERRAIN FASHIONS LIMITED

*[Signature]*  
Company Secretary



CIN: L18101TN2009PLC073017 mail:response.itfl@indianterrain.com website:www.indianterrain.com

New No. 74, (Old No. 62), Akshaya Flats, 3rd Floor, 12th Avenue, Ashok Nagar, Chennai - 83.

**COMBINED SCRUTINIER REPORT FOR E-VOTING**

FOR

INDIAN TERRAIN FASHIONS LIMITED

To,

The Chairman of Extra Ordinary General Meeting of the Equity Shareholders of "Indian Terrain Fashions Limited," (the Company) held on Monday, the 12<sup>th</sup> January 2015 at SDF IV & C2 ,3<sup>rd</sup> Main Road, MEPZ/SEZ, Tambaram, Chennai-600 045.

Dear Sir,

Sub: Passing of Resolution through e-Voting and Postal Ballot Under 108 and 110 of the Companies Act 2013 (Rule 20 & 22 of Companies Management and Administration Rules, 2014).

1. I, S Bhaskar, a Company Secretary in Practice, has been appointed as a Scrutinizer by

- i. the Board of Directors the Company for the purpose of Scrutinizing the e-voting process under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

2. The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to e-voting and postal Ballot on the resolution contained in the Notice to the Extra Ordinary General Meeting of the members of the Company, held on the 12<sup>th</sup> January 2015. My responsibility as a scrutinizer for the e-voting process and for postal Ballot is restricted to make a scrutinizer's report of the votes cast "in favor" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting.

3. The e-Voting results were unblocked by me on 8<sup>th</sup> January, 2015 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated 09<sup>th</sup> January, 2015 attached herewith.

4. The Members who have not cast their vote through e-voting, recorded their vote through ballot forms and forwarded the same to us before 8<sup>th</sup> January 2015 also considered for the combined scrutinizer report. The results of e-voting along with ballot forms is reported as under.

Item No of Notice		Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%	Nos.	%	Nos.	%
Item No: 1 of the Notice (Special Resolution)	e-Voting	2382561	99.99	-	-	-	-
	Ballot Forms	150	0.01	-	-	-	-
	<b>Total</b>	2382711	100	-	-	-	-

The resolution as stated in the notice stands passed under e-voting and ballot forms with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and ballot forms by the shareholders of the Company. I shall be arranging to handover these record to you or other person as authorised by you.

Thanking you,

Yours Faithfully,



S Bhaskar,  
Company Secretary in Practice  
M No: 10798  
C P No: 8315

Place: Chennai-83

Date: 12.01.2015

