

INDIAN TERRIAN FASHIONS LIMITED - Voting Results

Annexure I

Date of the AGM/EGM	Postal Ballot & E-Voting From 2nd November 2015 to 1st December 2015
Total number of shareholders on record date	10291
No. of shareholders present in the meeting either in person or through proxy:	N/A
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	N/A
Promoters and Promoter Group	
Public	

Agenda- wise disclosure - All the resolutions passed with requisite majority

Item no. 1. Sub-Division of Equity Shares from the Face Value of Rs. 10/- per share to Rs. 2/- per share

Resolution required: (Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/resolution?	Ordinary Resolution							
	No	1		2		3		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	2217220	2217036	99.99	2217036	0	100	0
	Postal Ballot (if applicable)	2217220	0	0	0	0	0	0
	Total	2217220	2217036	99.99	2217036	0	100	0
	E-Voting	2204253	831890	37.74	831890	0	100	0
	Postal Ballot (if applicable)	2204253	0	0	0	0	0	0
	Total	2204253	831890	37.74	831890	0	100	0
	E-Voting	2204253	696000	31.58	696000	0	100	0
	Postal Ballot (if applicable)	2204253	0	0	0	0	0	0
	Total	2204253	696000	31.58	696000	0	100	0
	E-Voting	2764787	161082	5.83	161082	0	100	0
Postal Ballot (if applicable)	2764787	0	0	0	0	0	0	
Total	2764787	161082	5.83	161082	0	100	0	
Public- Non Institutions	E-Voting	2764787	1127	0.04	1127	0	100	0
	Postal Ballot (if applicable)	2764787	0	0	0	0	0	0
	Total	2764787	1127	0.04	1127	0	100	0
Total	Total	7186260	3907135	54.37	3907135	0	100	0



Item no. 2 – Alteration of the Capital Clause in the Memorandum of Association  
Resolution required: (Ordinary/Special)  
Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	Special Resolution		No. of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – In favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
			No	Special Resolution					
Promoter and Promoter Groups	E-Voting	2217220	2217036	99.99	2217036	0	0	100	0
	Poll	2217220	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	2217220	0	0	0	0	0	0	0
	Total	2217220	2217036	99.99	2217036	0	0	100	0
Public-Institutions	E-Voting	2204253	831890	37.74	831890	0	0	100	0
	Poll	2204253	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	2204253	696000	31.58	696000	0	0	100	0
	Total	2204253	1527890	69.32	1527890	0	0	100	0
Public- Non Institutions	E-Voting	2764787	161082	5.83	161082	0	0	100	0
	Poll	2764787	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	2764787	1127	0.04	1127	0	0	100	0
	Total	2764787	162209	5.87	162209	0	0	100	0
Total		7186260	3907135	54.37	3907135	0	0	100	0

Item no. 3 – Alteration of the Capital Clause of the Articles of Association  
Resolution required: (Ordinary/Special)  
Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	Special Resolution		No. of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – In favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
				No	Special Resolution					
Promoter and Promoter Groups	E-Voting	2217220	2217036	99.99	2217036	0	0	0	100	0
	Poll	2217220	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	2217220	0	0	0	0	0	0	0	0
	Total	2217220	2217036	99.99	2217036	0	0	100	0	0
Public-Institutions	E-Voting	2204253	831890	37.74	831890	0	0	0	100	0
	Poll	2204253	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	2204253	696000	31.58	696000	0	0	0	100	0
	Total	2204253	1527890	69.32	1527890	0	0	100	0	0
Public- Non Institutions	E-Voting	2764787	161082	5.83	161082	0	0	0	100	0
	Poll	2764787	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	2764787	1127	0.04	1127	0	0	0	100	0
	Total	2764787	162209	5.87	162209	0	0	100	0	0
Total		7186260	3907135	54.37	3907135	0	0	100	0	0



Item no. 4 – Alteration of Articles of Association

Resolution required: (Ordinary/ Special)		Special Resolution																
Whether promoter/ promoter group are interested in the agenda/ resolution?		No	Yes															
Promoter and Promoter Group	Mode of Voting	1	2	No. of shares held	No. of votes polled	No. of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – In Favour	No. of Votes – In – against	No. of Votes in favour on votes polled (6)=[(4)/(2)] * 100	No. of Votes against on votes polled (7)=[(5)/(2)] * 100								
											E-Voting	2217220	2217036	99.99	2217036	0	100	0
											Poll	2217220	0	0	0	0	0	0
											Postal Ballot (if applicable)	2217220	0	0	0	0	0	0
											Total	2217220	2217036	99.99	2217036	0	100	0
											E-Voting	2204253	831890	37.74	831890	0	100	0
											Poll	2204253	0	0	0	0	0	0
											Postal Ballot (if applicable)	2204253	696000	31.58	696000	0	100	0
											Total	2204253	1527890	69.32	1527890	0	100	0
											E-Voting	2764787	161082	5.83	161082	0	100	0
Poll	2764787	0	0	0	0	0	0											
Postal Ballot (if applicable)	2764787	1127	0.04	1112	15	98.67	1.33											
Total	2764787	162209	5.87	162194	15	99.99	0.01											
Total	7186260	3907135	54.37	3907120	15	100.00	0.00											

Item no. 5- Purchase of Immovable Property from Related Party

Resolution required: (Ordinary/ Special)		Ordinary Resolution																
Whether promoter/ promoter group are interested in the agenda/ resolution?		Yes	No															
Promoter and Promoter Group	Mode of Voting	1	2	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – In Favour	No. of Votes – In – against	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100								
											E-Voting	2217220	0	0.00	0	0	0	0
											Poll	2217220	0	0	0	0	0	0
											Postal Ballot (if applicable)	2217220	0	0	0	0	0	0
											Total	2217220	0	0.00	0	0	0	0
											E-Voting	2204253	815630	37.00	808373	0	99.11	0.89
											Poll	2204253	0	0	0	0	0	0
											Postal Ballot (if applicable)	2204253	696000	31.58	696000	0	100	0
											Total	2204253	1511630	68.58	1504373	7257	100	0
											E-Voting	2764787	52082	1.88	52082	0	100	0
Poll	2764787	0	0	0	0	0	0											
Postal Ballot (if applicable)	2764787	1127	0.04	1089	38	96.63	3.37											
Total	2764787	53209	1.92	53171	38	99.99	0.07											
Total	7186260	1564839	21.78	1557544	7295	99.53	0.47											

FOR INDIAN TERRAIN FASHIONS LTD  
 J. Manikanda  
 Company Secretary





To

Chairman,  
INDIAN TERRAIN FASHIONS LIMITED

Report of Scrutinizer

I, S Bhaskar, Partner, BP & Associates, Company Secretaries, have been appointed as a scrutinizer by the Board of Directors of Indian Terrain Fashions Limited for scrutinizing postal ballot voting including voting by electronic means in respect of resolutions contained in the Notice dated 23<sup>rd</sup> October 2015 through Postal Ballot.

I have scrutinized the Postal Ballot forms and e-voting and votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014.

I now submit my report as under on the result of the voting by postal ballot in physical and electronic mode in respect of passing of the resolutions contained in the Notice dated 23<sup>rd</sup> October 2015 through Postal Ballot.

- a) Ordinary Resolution : Sub-Division of Equity Shares from the Face Value of Rs. 10/- per share to Rs. 2/- per share

Item No of Notice	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid*/ Abstained Votes	Total	
		Nos.	%	Nos.	%		Nos.	%
Item No: 1 of the Notice (Ordinary Resolution)	e-Voting	3210008	82%	0	0%	0	3210008	82%
	Postal Ballot	697127	18%	0	0%	0	697127	18%
	Total	3907135	100%	0	0%	0	3907135	100%





b) Special Resolution : Alteration of the Capital Clause in the Memorandum of Association

Item No of Notice	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid*/ Abstained Votes	Total	
		Nos.	%	Nos.	%		Nos.	%
Item No: 2 of the Notice (Special Resolution)	e-Voting	3210008	82%	0	0%	0	3210008	82%
	Postal Ballot	697127	18%	0	0%	0	697127	18%
	Total	3907135	100%	0	0%	0	3907135	100%

c) Special Resolution : Alteration of the Capital Clause of the Articles of Association

Item No of Notice	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid*/ Abstained Votes	Total	
		Nos.	%	Nos.	%		Nos.	%
Item No: 3 of the Notice (Special Resolution)	e-Voting	3210008	82%	0	0%	0	3210008	82%
	Postal Ballot	697127	18%	0	0%	0	697127	18%
	Total	3907135	100%	0	0%	0	3907135	100%

d) Special Resolution : Alteration of Articles of Association

Item No of Notice	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid*/ Abstained Votes	Total	
		Nos.	%	Nos.	%		Nos.	%
Item No: 4 of the Notice (Special Resolution)	e-Voting	3210008	82%	0	0%	0	3210008	82%
	Postal Ballot	697112	18%	15	0%	0	697127	18%
	Total	3907120	100%	15	0%	0	3907135	100%







e) Ordinary Resolution : Purchase of Immovable Property from Related Party

Item No of Notice	Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid*/ Abstained Votes	Total	
		Nos.	%	Nos.	%		Nos.	%
Item No: 5 of the Notice (Ordinary Resolution)	e-Voting	860455	54.99%	7257	0.46%	2326036*	867712	55.45%
	Postal Ballot	697089	44.54%	38	0.01%	0	697127	44.55%
	Total	1557544	99.53%	7295	0.47%	2326036*	1564839	100%

Place: Chennai  
Date: 07<sup>th</sup> December, 2015

For BP & Associates  
Company Secretaries



S Bhaskar  
Partner  
C P No: 8315