

INTEGRA GARMENTS AND TEXTILES LIMITED

(formerly known as Five Star Mercantile Limited)

Plot No: G2, MIDC Industrial Estate, Post Salai Dhaba, Butibori, Nagpur: 441108

Corporate Relations Department
BSE Limited,
1st Floor, New Trading Wing
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

The Market Operations Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

29th September, 2015

Dear Sir,

Sub: Disclosure of the Result of Voting of 8th Annual General Meeting (“AGM”) of Integra Garments and Textiles Limited pursuant to provisions of Equity Listing Agreement

Ref: Integra Garments and Textiles Limited [Company code 535958 (BSE), INTEGRA (NSE)]

At the 8th Annual General Meeting of Integra Garments and Textiles Limited held on Monday, 28th September, 2015 at 9.30 am Plot No: G2, MIDC Industrial Estate, Post Salai Dhaba, Butibori, Nagpur: 441108, all the items of business as contained in the Notice of the AGM were approved by the shareholders, with requisite majority and details of the same have been given below.

Sr. No.	Particulars of Resolution	Total Votes cast		Votes in favour of Resolution		Votes against the Resolution	
		No. of shares	% of Total Votes cast	No. of shares	% of Votes cast in favour of the resolution	No. of shares	% of Votes cast against the resolution
1.	Ordinary Resolution for adoption of Financial Statement for the year ended 31 st March, 2015.	2,40,89,749	100 %	2,38,71,010	99.09 %	2,18,739	0.91 %
2.	Ordinary resolution for re-appointment of Mr. Harsh A. Piramal as a Director.	2,40,89,749	100 %	2,38,71,010	99.09 %	2,18,739	0.91 %

W: www.integralgarments.com @: corporatesecretarial@integralgarments.com

☎: 022-66154651

CIN No.: L18109MH2007PLC172888

INTEGRA GARMENTS AND TEXTILES LIMITED

(formerly known as Five Star Mercantile Limited)

Plot No: G2, MIDC Industrial Estate, Post Salai Dhaba, Butibori, Nagpur: 441108

3.	Ordinary Resolution for the re-appointment of M/s. D. Dadheech & Co as the Auditor's of the Company for the Financial Year 2015-2016 and fixing their Remuneration.	2,40,89,749	100 %	2,38,71,010	99.09 %	2,18,739	0.91 %
4.	Ordinary Resolution for the appointment of Ms. Amar Deepika Kashyap as in Independent Director of the Company w.e.f. 28th March, 2015 to hold office for 5 (five) consecutive years.	2,40,89,749	100 %	2,38,71,010	99.09 %	2,18,739	0.91 %
5.	Special Resolution to borrow sums of money not exceeding Rs. 50 crores (Rupees Fifty Crores only).	2,40,89,749	100 %	2,38,71,010	99.09 %	2,18,739	0.91 %
6.	Special Resolution to create mortgages/charges, hypothecations and pledges on all or any of the immovable and movable properties and assets to secure the amount so borrowed not exceeding Rs. 50 crores (Rupees Fifty Crores only).	2,40,89,749	100 %	2,38,71,010	99.09 %	2,18,739	0.91 %
7.	Special Resolution to approve issue of Non-Convertible Debentures (NCD) on a private placement basis.	2,40,89,749	100 %	2,38,71,010	99.09 %	2,18,739	0.91 %

Further the Scrutinizer's Report on the combined voting results (E-Voting and Poll) is also attached herewith.

W: www.integralgarments.com @: corporatesecretarial@integralgarments.com

☎: 022-66154651

CIN No.: L18109MH2007PLC172888

INTEGRA GARMENTS AND TEXTILES LIMITED

(formerly known as Five Star Mercantile Limited)

Plot No: G2, MIDC Industrial Estate, Post Salai Dhaba, Butibori, Nagpur: 441108

Kindly acknowledge the receipt and take the same on record.

Thanking you.

For Integra Garments and Textiles Limited



Jagdish Sharma
Chief Financial Officer

Encl: A/a

W: www.integralgarments.com @: corporatesecretarial@integralgarments.com

☎: 022-66154651

CIN No.: L18109MH2007PLC172888

FORM No. MGT-13

COMBINED SCRUTINIZER'S REPORT

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20, 21(2) & 22 of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman

8th Annual General Meeting of Integra Garments and Textiles Limited
Held on Monday, the 28th September, 2015 at
Plot No. G2-M.I.D.C. Industrial Estate,
Post: Salai Dhaba, Butibori, Nagpur - 441108.

Dear Sir,

Sub: Consolidated Scrutinizer's Report of remote e-voting, Postal Ballot & Poll conducted at the Annual General Meeting of Integra Garments and Textiles Limited held on Monday, the 28th September, 2015 at 9.30 a.m.

We, Dhrumil Shah scrutinizer (e-voting or through postal ballot) & Mr. Kaustubh Onkar Moghe scrutinizer (poll at the AGM), Practicing Company Secretaries, have been appointed as Scrutinizers by the Board of Directors of Integra Garments and Textiles Limited, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20, 21(2) & 22 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of Integra Garments and Textiles Limited held on Monday, the 28th September, 2015 at 9.30 a.m.

The Notice dated 27th May, 2015 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot forms to the members who do not have access to remote e-voting facility.



The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier either through remote e-voting facility or by physical ballot.

The shareholders of the company holding shares as on the "cut-off" date of 21st September, 2015 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Friday, 25th September, 2015 at 10:00 a.m. (IST) and ended on Sunday, 27th September, 2015 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted. Votes cast through Physical ballot forms received up to Sunday, 27th September, 2015 were also considered.

Mr. Dhrumil M Shah, scrutinizer (e-voting or through postal ballot) and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited e-voting system and the ballot forms received respectively.

After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in the presence of Mr. Kaustubh Onkar Moghe scrutinizer (poll at the AGM) with due identification marks placed by him.

The locked ballot boxes were subsequently opened in in the presence of poll scrutinizer and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

We now submit our consolidated Report as under on the result of the remote e-voting, physical ballot forms and voting at the meeting in respect of the said Resolutions.



Item No. 1- Ordinary Resolution-

To receive, consider and adopt the Financial Statements of the Company for the Financial Year ended 31st March, 2015 and the Reports of the Directors' and Auditor's thereon.

Physical Voting

Sr. No.	Particular's	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	41	2,38,70,440	
2.	Less-Invalid Physical ballot forms	0	0	
3.	Net valid Physical ballot forms	41	2,38,70,440	100.00 %
4.	Physical ballot forms with assent	41	2,38,70,440	100.00 %
5.	Physical ballot forms with dissent.	0	0	0.00 %

E-Voting

Sr. No.	Particular's	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	4	2,19,309	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	4	2,19,309	100.00
4.	E-voting with assent	1	570	0.26 %
5.	E-voting with dissent.	3	2,18,739	99.74 %



Total

Sr. No.	Particular's	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	45	2,40,89,749	
2.	Less-Invalid voting	0	0	
3.	Net valid voting	45	2,40,89,749	100.00 %
4.	voting with assent	42	2,38,71,010	99.09 %
5.	voting with dissent.	3	2,18,739	0.91

Item No. 2- Ordinary Resolution-

To appoint a Director in place of Mr. Harsh A. Piramal (DIN: 00044972), who retires by rotation and is eligible for re-appointment.

Physical Voting

Sr. No.	Particular's	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	41	2,38,70,440	
2.	Less-Invalid Physical ballot forms	0	0	
3.	Net valid Physical ballot forms	41	2,38,70,440	100.00 %
4.	Physical ballot forms with assent	41	2,38,70,440	100.00 %
5.	Physical ballot forms with dissent.	0	0	0.00 %



E-Voting

Sr. No.	Particular's	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	4	2,19,309	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	4	2,19,309	100.00
4.	E-voting with assent	1	570	0.26 %
5.	E-voting with dissent.	3	2,18,739	99.74 %

Total

Sr. No.	Particular's	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	45	2,40,89,749	
2.	Less-Invalid voting	0	0	
3.	Net valid voting	45	2,40,89,749	100.00 %
4.	voting with assent	42	2,38,71,010	99.09 %
5.	voting with dissent.	3	2,18,739	0.91

Item No. 3- Ordinary Resolution-

To re-appoint M/s. D. Dadheech & Co., Chartered Accountants (ICAI Registration No. 101981W) the retiring auditors, as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.



Physical Voting

Sr. No.	Particular's	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	41	2,38,70,440	
2.	Less-Invalid Physical ballot forms	0	0	
3.	Net valid Physical ballot forms	41	2,38,70,440	100.00 %
4.	Physical ballot forms with assent	41	2,38,70,440	100.00 %
5.	Physical ballot forms with dissent.	0	0	0.00 %

E-Voting

Sr. No.	Particular's	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	4	2,19,309	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	4	2,19,309	100.00
4.	E-voting with assent	1	570	0.26 %
5.	E-voting with dissent.	3	2,18,739	99.74 %

Total

Sr. No.	Particular's	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	45	2,40,89,749	
2.	Less-Invalid voting	0	0	
3.	Net valid voting	45	2,40,89,749	100.00 %
4.	voting with assent	42	2,38,71,010	99.09 %
5.	voting with dissent.	3	2,18,739	0.91



Item No. 4- Ordinary Resolution-

To appoint Ms. Amar Deepika Kashyap (DIN: 07078749) as an Independent Director of the Company w.e.f. 28th March, 2015 to hold office for a period of 5 (five) consecutive years.

Physical Voting

Sr. No.	Particular's	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	41	2,38,70,440	
2.	Less-Invalid Physical ballot forms	0	0	
3.	Net valid Physical ballot forms	41	2,38,70,440	100.00 %
4.	Physical ballot forms with assent	41	2,38,70,440	100.00 %
5.	Physical ballot forms with dissent.	0	0	0.00 %

E-Voting

Sr. No.	Particular's	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	4	2,19,309	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	4	2,19,309	100.00
4.	E-voting with assent	1	570	0.26 %
5.	E-voting with dissent.	3	2,18,739	99.74 %



Total

Sr. No.	Particular's	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	45	2,40,89,749	
2.	Less-Invalid voting	0	0	
3.	Net valid voting	45	2,40,89,749	100.00 %
4.	voting with assent	42	2,38,71,010	99.09 %
5.	voting with dissent.	3	2,18,739	0.91

Item No. 5- Special Resolution -

Resolution under section 180(1)(c) for increasing the borrowing limit of the company upto a sum of Rs. 50 Crores (Rupees Fifty Crores only).

Physical Voting

Sr. No.	Particular's	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	41	2,38,70,440	
2.	Less-Invalid Physical ballot forms	0	0	
3.	Net valid Physical ballot forms	41	2,38,70,440	100.00 %
4.	Physical ballot forms with assent	41	2,38,70,440	100.00 %
5.	Physical ballot forms with dissent.	0	0	0.00 %



E-Voting

Sr. No.	Particular's	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	4	2,19,309	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	4	2,19,309	100.00
4.	E-voting with assent	1	570	0.26 %
5.	E-voting with dissent.	3	2,18,739	99.74 %

Total

Sr. No.	Particular's	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	45	2,40,89,749	
2.	Less-Invalid voting	0	0	
3.	Net valid voting	45	2,40,89,749	100.00 %
4.	voting with assent	42	2,38,71,010	99.09 %
5.	voting with dissent.	3	2,18,739	0.91

Item No. 6- Special Resolution-

Resolution under section 180(1)(a) to sell, lease or otherwise dispose of whole or substantially the whole of undertaking(s) of the company upto to sum not exceeding Rs. 50 Crores (Rupees Fifty Crores only).



Physical Voting

Sr. No.	Particular's	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	41	2,38,70,440	
2.	Less-Invalid Physical ballot forms	0	0	
3.	Net valid Physical ballot forms	41	2,38,70,440	100.00 %
4.	Physical ballot forms with assent	41	2,38,70,440	100.00 %
5.	Physical ballot forms with dissent.	0	0	0.00 %

E-Voting

Sr. No.	Particular's	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	4	2,19,309	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	4	2,19,309	100.00
4.	E-voting with assent	1	570	0.26 %
5.	E-voting with dissent.	3	2,18,739	99.74 %

Total

Sr. No.	Particular's	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	45	2,40,89,749	
2.	Less-Invalid voting	0	0	
3.	Net valid voting	45	2,40,89,749	100.00 %
4.	voting with assent	42	2,38,71,010	99.09 %
5.	voting with dissent.	3	2,18,739	0.91



Item No. 7- Special Resolution-

Issue of Non-Convertible Debentures on Private Placement Basis.

Physical Voting

Sr. No.	Particular's	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	41	2,38,70,440	
2.	Less-Invalid Physical ballot forms	0	0	
3.	Net valid Physical ballot forms	41	2,38,70,440	100.00 %
4.	Physical ballot forms with assent	41	2,38,70,440	100.00 %
5.	Physical ballot forms with dissent.	0	0	0.00 %

E-Voting


Sr. No.	Particular's	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	4	2,19,309	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	4	2,19,309	100.00
4.	E-voting with assent	1	570	0.26 %
5.	E-voting with dissent.	3	2,18,739	99.74 %



Total

Sr. No.	Particular's	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	45	2,40,89,749	
2.	Less-Invalid voting	0	0	
3.	Net valid voting	45	2,40,89,749	100.00 %
4.	voting with assent	42	2,38,71,010	99.09 %
5.	voting with dissent.	3	2,18,739	0.91

The poll papers and all other relevant records were sealed and handed over to the Compliance officer for safe keeping.



KAUSTUBH ONKAR MOGHE
PRACTICING COMPANY SECRETARY
Memb. No. - ACS No. 31541
Place: Nagpur **COP No. 12486**
Date: 28/09/2015



FOR DHRUMIL M. SHAH & CO.



DHRUMIL SHAH
PRACTICING COMPANY SECRETARY
Memb. No. - FCS No. 8021
Place: Mumbai
Date: 28/09/2015

