

BSE Limited. Mumbai Samachar Marg, Fort, Mumbai - 400 001.	National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex. Bandra. (East) Mumbai-400 051.
Stock Code: 532638	Symbol: SHOPERSTOP

Dear Sirs,

Sub: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (LODR), we hereby inform you that the members of the Company at its 20th Annual General Meeting (AGM) held on Friday, July 28, 2017 at Boundary Hall, First Floor, MCA Recreation Centre, RG-2, G-Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051, transacted the business as stated in the Notice dated May 5, 2017.

In this connection, we hereby enclose the consolidated results of Remote E Voting & Electronic voting system ("Insta Poll") at the Meeting in the format prescribed under Regulation 44(3) of LODR, together with Scrutinizer's Report.

Details of the voting results are as follows:

Date of the Annual General Meeting	:	July 28, 2017
Total number of Shareholders on Cut Off Date for E-voting i. e. July 21, 2017	:	7,876
Total number of Shareholders on Record Date i. e. June 23, 2017	:	8,028

No. of Shareholders present in the meeting either in person or through proxy.	:	In Person	Proxy	Total
Promoters and Promoter Group*		19	00	19
Public		51	42	93
Total		70	42	112

*There are total 14 Promoters and Promoter Group Entities of which 5 Entities are holding shares in 2 different Demat Folios.

No. of Shareholders attended the meeting through Video Conferencing	:	Not arranged
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Agenda-wise disclosure:

1. Consider and adopt the audited standalone financial statement of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon; and the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	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
Promoter & Promoter Group	E-Voting	56,029,674	56,029,674	100.0000	56,029,674	0	100.0000	0.0000
	Insta Poll		0	0.0000	0	0	0.0000	0.0000
	Total		56,029,674	100.0000	56,029,674	0	100.0000	0.0000
Public - Institutional Holders	E-Voting	14,979,226	8,798,995	58.7413	8,798,995	0	100.0000	0.0000
	Insta Poll		0	0.0000	0	0	0.0000	0.0000
	Total		8,798,995	58.7413	8,798,995	0	100.0000	0.0000
Public-Non Institutions	E-Voting	12,495,844	5,161,678	41.3072	5,161,678	0	100.0000	0.0000
	Insta Poll		1,046,589	8.3755	1,046,587	2	99.9998	0.0002
	Total		6,208,267	49.6827	6,208,265	2	100.0000	0.0000
Total		83,504,744	71,036,936	85.0693	71,036,934	2	100.0000	0.0000



Shoppers Stop Limited

Registered & Service Office - Umang Tower, 5th Floor, Mindspace, Off. Link Road, Malad (West), Mumbai - 400 064, Maharashtra.
 T + 022 42497000, F + 022 28808877. CIN : L51900MH1997PLC108798. E-mail us at customercare@shoppersstop.com
 Customer Helpline T + (022) 61290400. Toll Free No.: T + 1-800-419-6648 (9 am to 9 pm).

2. Declaration of dividend on the Equity Shares for the financial year 2016-17.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	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
Promoter & Promoter Group	E-Voting	56,029,674	56,029,674	100.0000	56,029,674	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		56,029,674	100.0000	56,029,674	0	100.0000	0.0000
Public - Institutional Holders	E-Voting	14,979,226	12,461,564	83.1923	12,461,564	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		12,461,564	83.1923	12,461,564	0	100.0000	0.0000
Public-Non Institutions	E-Voting	12,495,844	5,161,678	41.3072	5,161,678	0	100.0000	0.0000
	Poll		1,046,589	8.3755	1,046,589	0	100.0000	0.0000
	Total		6,208,267	49.6827	6,208,267	0	100.0000	0.0000
Total		83,504,744	74,699,505	89.4554	74,699,505	0	100.0000	0.0000

3. Re-appointment of Mr. Ravi C. Raheja (DIN 00028044), a director retiring by rotation.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	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
Promoter & Promoter Group	E-Voting	56,029,674	56,029,674	100.0000	56,029,674	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		56,029,674	100.0000	56,029,674	0	100.0000	0.0000
Public - Institutional Holders	E-Voting	14,979,226	12,461,564	83.1923	12,310,844	150,720	98.7905	1.2094
	Poll		0	0.0000	00	0	0.0000	0.0000
	Total		12,461,564	83.1923	12,310,844	150,720	98.7905	1.2094
Public-Non Institutions	E-Voting	12,495,844	5,161,678	41.3072	5,161,677	1	99.9999	0.0001
	Poll		1,046,589	8.3755	1,046,589	0	100.0000	0.0000
	Total		6,208,267	49.6827	6,208,266	1	100.0000	0.0000
Total		83,504,744	74,699,505	89.4554	74,548,784	150,721	99.7982	0.2018

4. Appointment of S R B C & CO LLP, Chartered Accountants (ICAI Firm Registration No: 324982E/E300003), as the Statutory Auditors of the Company for a term of 5(five) consecutive years.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	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
Promoter & Promoter Group	E-Voting	56,029,674	56,029,674	100.0000	56,029,674	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		56,029,674	100.0000	56,029,674	0	100.0000	0.0000
Public - Institutional Holders	E-Voting	14,979,226	12,461,564	83.1923	12,461,564	0	100.0000	0.0000
	Poll		0	0.0000	0	0	100.0000	0.0000
	Total		12,461,564	83.1923	12,461,564	0	100.0000	0.0000
Public-Non Institutions	E-Voting	12,495,844	5,161,678	41.3072	5,161,677	1	99.9999	0.0001
	Poll		1,046,589	8.3755	1,046,589	0	100.0000	0.0000
	Total		6,208,267	49.6827	6,208,266	1	100.0000	0.0000
Total		83,504,744	74,699,505	89.4554	74,699,504	1	100.0000	0.0000

We request you to kindly take the same on record. All resolutions as stated herein above are duly approved with requisite majority.

Thanking you,

Yours faithfully,
For Shoppers Stop Limited


Bharat Sanghavi
Company Secretary

Encl: aa

KAUSHAL DALAL & ASSOCIATES
COMPANY SECRETARIES

308, Balaji Darshan, Tilak Road, Santacruz (W), Mumbai - 400 054. * Email : kaushaldalalcs@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT
*(Pursuant to Section 108 of the Companies Act, 2013 read with
Rule 20(4) (xii) of Companies (Management and Administration) Rules, 2014.*

To,
The Chairman,
Shoppers Stop Limited
Umang Tower, 5th Floor, Mindspace,
Off. Link Road, Malad (West),
Mumbai 400 064.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting done through Remote E-Voting Process and Insta Poll at 20th Annual General Meeting of Shoppers Stop Limited (the Company) held on Friday, July 28, 2017.

I, Kaushal Dalal, Proprietor of M/s. Kaushal Dalal & Associates, Practicing Company Secretaries, was appointed as a Scrutinizer by the Board of Directors of Shoppers Stop Limited ("the Company") pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the Electronic Voting ("Remote e-Voting") and the Poll Process ("Insta Poll") for the resolutions contained in the Notice convening the 20th Annual General Meeting ("the Meeting") of the Members of the Company, submit my Consolidated report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. The Company had appointed Karvy Computershare Private Limited ("Karvy") for conducting the e-voting by the members of the Company at the Annual General Meeting. After the announcement of voting through the Insta poll, by the Chairman, Electronic Tablets were placed before the Members, in my presence to exercise their vote and members whose details were correct and reconciled with the records maintained by Karvy, and the authorizations and proxies lodged with the Company voted through Electronic tablets.



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COMPANY SECRETARIES

3. The Remote e-Voting commenced on Tuesday, July 25, 2017 at 9.00 am and ended on Thursday, July 27, 2017 at 5.00 pm.
4. The Remote e-Voting Result was unblocked at Mumbai from the website of Karvy i.e. www.evoting.karvy.com after the votes cast by Insta poll at the Meeting in the presence of Mr. Niket Shah and Ms. Shilpa Tiwari who are not in the employment of the Company.
5. The Votes cast by Corporate/ Institutional Members who have emailed the scanned certified true copy of the Board Resolution / Authority Letter etc. at email ID: team@cskda.com or have uploaded on the website of Karvy i.e. www.evoting.karvy.com have been considered valid.
6. The Members who have abstained from voting in the Remote e-Voting has been treated as Invalid in order to combine the Results of Remote e-Voting and Insta Poll.
7. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" or "AGAINST" and those whose votes were declared "INVALID" for each resolutions is enclosed.
8. The Consolidated Result (Remote e-Voting+ Insta Poll) is as under:-



K.D.

KAUSHAL DALAL & ASSOCIATES
COMPANY SECRETARIES

(a) **Item No 1:**

- (i) Adoption of Audited Standalone Financial Statement of the Company for the Financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon.
- (ii) Adoption of Audited Consolidated Financial Statement of the Company for the Financial year ended March 31, 2017 and the report of the Auditors thereon

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	75	73652916
<u>Less:</u> Total Number of Invalid Votes	5	3662569
Total Number of Valid Votes	70	69990347
B. Insta Poll		
Total Votes received by Insta Poll	81	1046589
<u>Less:</u> Total Number of Invalid Votes	0	0
Total Number of Valid Votes	81	1046589
C. Combined (A+B)		
Total Votes received by electronic mode and Insta Poll	156	74699505
<u>Less:</u> Total Number of Invalid Votes	5	3662569
Total Number of Valid Votes	151	71036936

(i) Voted in favour of the resolution:

Number of Members Voted in favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
70	69990347	100
B. Insta Poll		
80	1046587	99.9998
C. Combined (A+B)		
150	71036934	99.9999



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COMPANY SECRETARIES

(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
0	0	0
B. Insta Poll		
1	2	0.0002
C. Combined (A+B)		
1	2	0.0002

(iii) Invalid Votes:

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (No of Equity Shares of the Nominal Value of Rs. 5/- each)
I. REMOTE E-VOTING			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	Nil	Nil
2.	Abstained from Voting.	5	3662569
TOTAL (I + II)		5	3662569
II. INSTA POLL:			
There were no invalid votes casted			



KAUSHAL DALAL & ASSOCIATES
COMPANY SECRETARIES

(b) Item No 2: To declare dividend on the Equity Shares for the Financial Year ended March 31, 2017.

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	75	73652916
<u>Less:</u> Total Number of Invalid Votes	0	0
Total Number of Valid Votes	75	73652916
B. Insta Poll		
Total Votes received by Insta Poll	81	1046589
<u>Less:</u> Total Number of Invalid Votes	0	0
Total Number of Valid Votes	81	1046589
C. Combined (A+B)		
Total Votes received by electronic mode and Insta Poll	156	74699505
<u>Less:</u> Total Number of Invalid Votes	0	0
Total Number of Valid Votes	156	74699505

(i) Voted in favour of the resolution:

Number of Members Voted in favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
75	73652916	100
B. Insta Poll		
81	1046589	100
C. Combined (A+B)		
156	74699505	100



(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
0	0	0
B. Insta Poll		
0	0	0
C. Combined (A+B)		
0	0	0

(iii) Invalid Votes:

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (No of Equity Shares of the Nominal Value of Rs. 5/- each)
III. REMOTE E- VOTING			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	Nil	Nil
2.	Abstained from Voting.	Nil	Nil
TOTAL (I + II)		Nil	Nil
IV. INSTA POLL:			
There were no invalid votes casted			



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COMPANY SECRETARIES

- (c) Item No 3: To appoint a Director in place of Mr. Ravi C. Raheja (DIN 00028044), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	75	73652916
<u>Less:</u> Total Number of Invalid Votes	0	0
Total Number of Valid Votes	75	73652916
B. Insta Poll		
Total Votes received by Insta Poll	81	1046589
<u>Less:</u> Total Number of Invalid Votes	0	0
Total Number of Valid Votes	81	1046589
C. Combined (A+B)		
Total Votes received by electronic mode and Insta Poll	156	74699505
<u>Less:</u> Total Number of Invalid Votes	0	0
Total Number of Valid Votes	156	74699505

- (i) Voted in favour of the resolution:

Number of Members Voted in favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
72	73502195	99.7954
B. Insta Poll		
81	1046589	100
C. Combined (A+B)		
153	74548784	99.7982



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(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
3	150721	0.2046
B. Insta Poll		
0	0	0
C. Combined (A+B)		
3	150721	0.2046

(iii) Invalid Votes:

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (No of Equity Shares of the Nominal Value of Rs. 5/- each)
V. REMOTE E- VOTING			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	Nil	Nil
2.	Abstained from Voting.	Nil	Nil
TOTAL (I + II)		Nil	Nil
VI. INSTA POLL:			
There were no invalid votes casted			



KAUSHAL DALAL & ASSOCIATES
COMPANY SECRETARIES

Item No 4: To appoint S R B C & CO LLP, Chartered Accountants as Statutory Auditors of the Company:

<u>Particulars</u>	<u>Number of Members who voted</u>	<u>No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)</u>
A. Remote e-Voting		
Total Votes received by electronic mode	75	73652916
<u>Less:</u> Total Number of Invalid Votes	0	0
Total Number of Valid Votes	75	73652916
B. Insta Poll		
Total Votes received by Insta Poll	81	1046589
<u>Less:</u> Total Number of Invalid Votes	0	0
Total Number of Valid Votes	81	1046589
C. Combined (A+B)		
Total Votes received by electronic mode and Insta Poll	156	74699505
<u>Less:</u> Total Number of Invalid Votes	0	0
Total Number of Valid Votes	156	74699505

(i) Voted in favour of the resolution:

<u>Number of Members who Voted in favour of the resolution</u>	<u>Number of Votes cast by them</u>	<u>% of total number of valid votes cast</u>
A. Remote e-Voting		
74	73652915	99.9999
B. Insta Poll		
81	1046589	100
C. Combined (A+B)		
155	74699504	99.9999



(ii) Voted against the resolution:

Number of Members who Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1	1	0.0001
B. Insta Poll		
0	0	0
C. Combined (A+B)		
1	1	0.0001

(iii) Invalid Votes:

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (No of Equity Shares of the Nominal Value of Rs. 5/- each)
VII. REMOTE E- VOTING			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	Nil	Nil
2.	Abstained from Voting.	Nil	Nil
TOTAL (I + II)		Nil	Nil
VIII. INSTA POLL:			
There were no invalid votes casted			

9. The aforesaid Consolidated Report is tabulated on the basis of Acceptance, Rejection and Invalid votes through Remote e-voting and Insta Poll.



KAUSHAL DALAL & ASSOCIATES
COMPANY SECRETARIES

10. The Register of Remote e-Voting and Insta Poll will be send to the Chairman and the Company Secretary of the Company after the Chairman considers, approves and signs the minutes of the Annual General Meeting in Compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

For Kaushal Dalal & Associates
Practicing Company Secretary



Kaushal Dalal
(Proprietor)

M. No: FCS 7141

CP No: 7512

Date: 28th July, 2017

Place: Mumbai

Reed
For Shoppers Stop Limited
Bharat Sanghavi
Company Secretary