



ITFL/SEC/2017-18/SEP/07

25th September, 2017

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai- 400051.

Scrip Code - 533329

NSE Symbol: INDTERRAIN

Dear Sir/Madam,

Sub.: Summary of proceedings of 8th Annual General Meeting held on 25th Sep, 2017
Ref.: Reg.30 - Part A of Schedule III of SEBI (LODR) Regulations, 2015

This is to inform that the 8th Annual General Meeting (AGM) of the Company was held today i.e., 25th September, 2017 at 11.30 A.M. for the business mentioned in notice of AGM dated 21st Aug, 2017. In this regard, please find the enclosed summary of proceedings of 8th Annual General Meeting.

This is for your information and records. Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,

For INDIAN TERRAIN FASHIONS LIMITED

Ravi B.S.G

Company Secretary & Compliance Officer



Encl: a/a

INDIAN TERRAIN FASHIONS LIMITED

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Registered Office : No. 208, Velachery Tambaram Main Road, Narayanapuram, Pallikaranai, Chennai - 600 100.
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INDIAN TERRAIN

SUMMARY OF PROCEEDINGS OF THE 8TH ANNUAL GENERAL MEETING (AGM) OF INDIAN TERRAIN FASHIONS LIMITED HELD ON MONDAY, 25TH SEPTEMBER, 2017 AT 11.30 A.M. AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT SDF-IV & C2, 3RD MAIN ROAD, MEPZ/SEZ, TAMBARAM , CHENNAI –600045.

DIRECTORS PRESENT:

Mr. Venkatesh Rajagopal	-Chairman and Managing Director (DIN: 00003625)
Mr. N. K. Ranganath	-Independent Director (DIN: 00004044) (Chairman – Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee)

IN ATTENDANCE:

Mr. Charath Ram Narsimhan	-Chief Executive Officer
Mrs. L. Visalakshi	-Chief Financial Officer
Mr. Ravi B.S.G	-Company Secretary
Mr. Prabhakar	- Partner, M/s. B.P. & Associates (Secretarial Auditors & Scrutinizer (e-voting & Poll))

CHAIRMAN:

Mr. Venkatesh Rajagopal, Chairman and Managing Director chaired the meeting.

Members Present:

35 (thirty five) members attended the meeting and there were no proxies.

At 11.30 A.M, the Chairman commenced the proceedings of the meeting by welcoming the members to the 8th AGM of the Company and informed members that as the provisions of Section 103 of the Companies Act, 2013, the requisite quorum were present and declared the meeting in order.

The Chairman then introduced the Director and Senior executives on the dias and informed that the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170, Register of Contracts or Arrangements in which Directors are interested maintained under Section 189, other Statutory registers under Companies Act, 2013 along with documents mentioned in the AGM notice and Proxy Register were available for inspection by members at the venue during the meeting.

The Chairman further informed that the notice convening the 8th AGM, audited financial statements and the directors report were already circulated to the members along with the Annual Report and sought the permission of the members to treat them as read and the same has been agreed by the members. The Statutory Auditors report and Secretarial Auditors report did not have any qualifications/comments/observations and the same was not required to be read.



The Chairman delivered his speech on the performance, operations, outlook, strategy and future prospects of the Company.

Upon conclusion of his speech, he invited observations/queries on the Company's operations and financial statements from the members. The Chairman and the Senior executives answered the observations/queries raised by members to their satisfaction. Thereafter, the Chairman thanked the shareholders on behalf of the Company.

The Chairman further informed that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company had engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of remote e-voting facility to members which commenced on 21st September, 2017 at 09.00 A.M and ended on 24th September, 2017 at 5.00 P.M. and M/s. B.P. & Associates, Practicing Company Secretaries, Chennai were appointed as the Scrutinizers by the Board for scrutinizing the e-voting and polling. He further informed that the Company is also providing voting facility through poll (ballot process) for the members who have not casted their votes through the said e-voting facility.

The Chairman ordered Poll on the resolutions 1 to 4 as set out in the notice convening the 8th AGM. The Chairman requested all members, who have not casted their votes through e-voting facility to participate in poll and cast their votes in proportion to their shares of the Paid-up equity share capital of the Company as on the cut-off date i.e. 15th September, 2017. Ballot papers were distributed to the members by the Scrutinizers and polling was conducted for the following resolutions.

S No.	Particulars	Resolution required (Ordinary/ Special)
1	Adoption of audited financial statements of the Company for the financial year ended 31 st March, 2017 together with the reports of the Board of Directors and Auditors thereon.	Ordinary
2	Appointment of director in place of Mrs. Rama Rajagopal (DIN: 00003565), who retires by rotation and being eligible offers herself for re-appointment.	Ordinary
3	Appointment of M/s. Anil Nair & Associates Chartered Accountants, Chennai and M/s. CNGSN & Associates LLP, Chartered Accountants, Chennai as the joint Statutory Auditors of the Company and to fix their remuneration.	Ordinary
4	Approval of revision in remuneration payable to Mr. Venkatesh Rajagopal (DIN:00003625), Chairman and Managing Director of the Company	Ordinary

The members then casted their votes through poll and deposited the same in the ballot box placed at the meeting hall.



The Chairman informed that the combined results of e-voting and the poll would be declared on or before 27th September, 2017 and authorized Mr. Ravi B.S.G, Company Secretary to declare the said results. The Combined results along with Scrutinizer's report will be uploaded on the Company's website www.indianterrian.com, website of CDSL www.evotingindia.com and on the website of the Stock Exchanges www.nseindia.com and www.bseindia.com.

The Chairman then thanked the members present for their continuous support and confidence in the Company and announced the formal closure of the 8th Annual General Meeting of the Company at 12.35 P.M.

For INDIAN TERRAIN FASHIONS LIMITED



Ravi B.S.G
Company Secretary & Compliance Officer

