



Celebrity Fashions Limited

26th September, 2017

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

Scrip Code - 532695

National Stock Exchange of India Limited

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

NSE Symbol: CELEBRITY

Dear Sir/Madam,

Sub.: Proceedings of the 28th Annual General Meeting held on 25th September, 2017

Ref.: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that the 28th Annual General Meeting (AGM) of the Company was held on 25th September, 2017 at 02.30 P.M. for the business mentioned in notice of AGM dated 18th August, 2017.

In this regard, please find enclosed the summary of proceedings of the 28th Annual General Meeting.

Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,

For **CELEBRITY FASHIONS LIMITED**

A. Rishi Kumar
Company Secretary & Compliance Officer

Encl: As above



SUMMARY OF PROCEEDINGS OF THE 28th ANNUAL GENERAL MEETING OF MEMBERS OF CELEBRITY FASHIONS LIMITED HELD ON MONDAY, 25th SEPTEMBER, 2017 AT 02.30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT SDF IV & C2, THIRD MAIN ROAD, MEPZ/SEZ, TAMBARAM, CHENNAI – 600045.

DIRECTORS PRESENT:

Mr. Venkatesh Rajagopal	-	Chairman
Mr. Charath Ram Narsimhan	-	Managing Director
Mr. Vidyuth Rajagopal	-	Joint Managing Director
Mr. N K Ranganath	-	Independent Director (Chairman – Audit Committee & Stakeholders Relationship Committee)
Mr. K. Sridhar	-	Independent Director (Chairman - Nomination & Remuneration Committee)

IN ATTENDANCE:

Mr. S. Venkataraghavan	-	Chief Financial Officer
Mr. A. Rishi Kumar	-	Company Secretary
Mr. C. Prabhakar	-	Partner, M/s. BP & Associates (Secretarial Auditors & Scrutinizer (e-voting & Poll))

Members Present:

33 members attended the meeting and there were no proxies.

CHAIRMAN:

Mr. Venkatesh Rajagopal, Chairman of the Company, occupied the Chair.

At 2.30 P.M., the Chairman commenced the meeting by welcoming the members to the 28th AGM of the Company. He noted that the requisite quorum being present and declared the meeting to be in order.

The Chairman introduced the Directors and senior management team to the members.

The Chairman informed the members that the Register of Directors & Key Managerial Personnel and their Shareholding under Section 170 and Register of Contracts or Arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 and Register of proxies were available for inspection by members.

With the consent of the members, the Notice of the 28th Annual General Meeting (AGM), financial statements for the year ended 31st March, 2017 together with the Director's and Auditor's Reports having already been circulated to the members was taken as read. The Statutory Auditors Report and Secretarial Audit report did not have any qualifications/comments/observations and the same was not required to be read.



The Chairman then delivered his speech about the performance of the Company and clarified the queries raised by the members.

After ascertaining that there were no more queries, the Chairman informed the Members that the Company has extended e-voting facility of Central Depository Services India Ltd to the Members of the Company in respect of businesses to be transacted at Annual General Meeting in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which commenced at 9.00 a.m. on 22nd September, 2017 (Friday) and ended at 5.00. p.m. on 24th September, 2017 (Sunday).

The Chairman ordered poll on the resolutions 1 to 4 as set out in the notice of the 28th AGM. The Chairman requested all members, who have not voted through e-voting mechanism, 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. Poll Ballot papers were distributed to the members.

The Chairman informed the Members that M/s. BP & Associates, Practicing Company Secretaries, Chennai were appointed as the scrutinizer to scrutinize the e-voting and the ballot process in a fair and transparent manner.

The following businesses were transacted at the meeting:

S No.	Particulars	Resolution Required
1	Adoption of the 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. SRSV & Associates, Chartered Accountants, Chennai as the Statutory Auditors of the Company and to fix their remuneration.	Ordinary
4	Approval for Re-designation of Mr. Vidyuth Rajagopal as Joint Managing Director of the Company.	Ordinary

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



The Chairman informed that the combined result of e-voting and poll would be declared on/before 27th September, 2017 and authorized Mr. A. Rishi Kumar, Company Secretary to declare the said results. The Combined results along with the Scrutinizer's report will be submitted to the stock exchanges (NSE & BSE) and uploaded on the website of our Company www.celebritygroup.com and Central Depository Services India Ltd website www.evotingindia.com besides communicating to the Stock Exchange(s).

The Chairman then thanked the members present and announced the formal closure of the 28th Annual General Meeting of the Company at 3.10 P.M.

For **CELEBRITY FASHIONS LIMITED**



A. Rishi Kumar
Company Secretary & Compliance Officer

