



PIL ITALICA LIFESTYLE LIMITED

(An ISO 9001:2015 Certified Company)

CIN : L25207RJ1992PLC006576

June 29, 2018

The Manager-Listing Department National Stock Exchange of India Limited, 'Exchange Plaza', C-1, Block -G Bandra Kurla Complex, Bandra -East Mumbai-400051	Listing Department BSE Limited Phiroze Jeejeebhoy Towers 25 th Floor, Dalal Street Mumbai- 400001
--	---

Name of Company : PIL ITALICA LIFESTYLE LIMITED
Sub : 26th Annual General Meeting and Voting Result
Re : Scrip Code No. : 500327 / PILITA

Dear Sir/ Madam,

The 26th Annual General Meeting (AGM) of the Company was held on June 29, 2018 and the business(es) mentioned in the Notice dated May 18, 2018 were transacted.

1. Pursuant to the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit Summary of proceedings of AGM held on Friday, June 29, 2018 as **Annexure A**.

2. Voting Result as required under Regulation 44 of the SEBI (Listing Obligation Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure B**.

3. Report of Scrutinizer dated June 29, 2018 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure C**.

4. Mr. Narendra Bhanawat has been re-appointed as director liable to retire by rotation.

Brief Profile: Mr. Narendra Bhanawat is the whole-time director and CFO of the company. He is graduate from Janardan Rai Nagar Rajasthan Vidyapeeth, Udaipur. He is involved in various aspects of the company including accounts and finance. He is not related to promoter or promoter group.

5. Mrs. Asha Jain has been appointed as an independent director of the company for at a term of 5 years w.e.f. March 07, 2018. She is not related to any director of the company.

Brief Profile: Mrs. Asha Jain is post graduate in economics from Mohanlal Sukhadia University, Udaipur. She has the vast experience in General management.

We Request you to take the same on record.

Thanking you,

Yours faithfully,

For PIL ITALICA LIFESTYLE LIMITED

Chirag Gupta
Company Secretary





PIL ITALICA LIFESTYLE LIMITED

(An ISO 9001:2015 Certified Company)

CIN : L25207RJ1992PLC006576

ANNEXURE A

Date: June 29, 2018

SUMMARY OF PROCEEDINGS OF THE 26th ANNUAL GENERAL MEETING

The 26th Annual General Meeting (AGM) of PIL Italica Lifestyle Limited was held today i.e. Friday, June 29, 2018 at 9:15 A.M. (IST) at the registered office of the company at Kodyat Road, Village Sisarma, District Udaipur – 313031. Following Directors were present at the meeting:

Directors Present:

- 1) Mr. Daud Ali, Managing Director
- 2) Mr. Narendra Bhanawat, Whole Time Director and Chief Financial Officer
- 3) Mr. Magan Lal Sharma, Director

In Attendance:

Mr. R. K. Heda, Vice President (Operations)
Mr. Chirag Gupta, Company secretary

Members Present:

In Person - 36 persons present
In Proxy - Nil

Mr. Chirag Gupta, Company Secretary & Compliance Officer cordially welcomed the members, directors, KMPs and other attendees. Mr. Daud Ali was elected as the chairman of the meeting and accordingly he occupied the chair. The requisite quorum being present, Chairman called meeting to order

With the consent of the members, the notice convening the Annual General Meeting, Board's report and financial statements for the financial year 2017-18 were taken as read. Further the chairman briefed out the significant developments taken place in the company during the year. The queries were taken from the shareholders thereafter, which were duly answered and the shareholders expressed satisfaction on the performance of the company.

The shareholders were informed that the company had provided the facility to cast their votes electronically which started at 9:00 A.M. on June 26, 2018 and concluded at 5:00 P.M. on June 28, 2018, on all the resolution set forth in the Notice. The following items of business as stated in the notice of AGM were put to vote:

Ordinary Business:

1. To receive, consider and adopt the standalone financial statement of the company together with the Reports of the Directors' and Auditors' thereon.
2. Re-appointment of Mr. Narendra Bhanawat (DIN: 00146824) as a director liable to retire by rotation.

Special Business:

1. Appointment of Mrs. Asha Jain as an Independent Director.





PIL ITALICA LIFESTYLE LIMITED

(An ISO 9001:2015 Certified Company)

CIN : L25207RJ1992PLC006576

Mr. Ashok Modi of M/s. A. Modi & co., Chartered Accountant, who was appointed as the scrutinizer for remote e-voting as well as for the Ballot papers at the AGM, accordingly was requested to consider Votes casted through Ballot Papers at the AGM and submits consolidated Scrutinizer's report by July 01, 2018.

Vote of Thanks:

There being no other business, the meeting ended with a vote of thanks to the chair.

This is for your information and records.

Thanking You
Yours Faithfully,

For PIL ITALICA LIFESTYLE LIMITED


Chirag Gupta
Company Secretary



PIL ITALICA LIFESTYLE LIMITED – VOTING RESULTS

ANNEXURE -B

A)	Date of the AGM	:	June 29, 2018
B)	Total number of shareholders on record date (i.e. June 22, 2018)	:	9836 shareholders
C)	No. of Shareholders present in the meeting either in person or through proxy	:	
	i) Promoters and Promoter Group	:	1
	ii) Public	:	35
D)	No. of shareholders attended the meeting through Video Conferencing	:	Not applicable
E)	Detailed Agenda as given below:		

Ordinary Business

Agenda 1	To receive, consider and adopt the standalone financial statement of the company together with the Reports of the Directors' and Auditors' thereon.							
Resolution required (Ordinary / Special Resolution)				Ordinary Resolution				
Whether Promoter/ Promoter group are interested in the agenda / resolution?				No				
		1	2	3	4	5	6	7
Category	Mode of Voting	Number of Shares held	No. of Vote polled [#]	% of 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	155373400	155373400	100.00%	155373400	0	100.00%	0.00
	Poll		0	0	0	0	0	0
	Total		155373400	100.00%	155373400	0	100.00%	0.00
Public - Institutional holders	E-Voting	1534048	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0.00
Public-Others	E-Voting	78092552	11427019	14.63 %	11427019	0	100.00 %	0
	Poll		111200	0.14 %	111200	0	100.00 %	0
	Total		11538219	14.77 %	11538219	0	100.00 %	0.00
TOTAL		235000000	166911619	71.02 %	166911619	0	100.00 %	0.00

Excluding Invalid Votes



PIL ITALICA LIFESTYLE LIMITED – VOTING RESULTS

ANNEXURE -B

Ordinary Business

Agenda 2		Re-appointment of Mr. Narendra Bhanawat (DIN: 00146824) as a director liable to retire by rotation						
Resolution required (Ordinary / Special Resolution)					Ordinary Resolution			
Whether Promoter/ Promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	1	2	3	4	5	6	7
		Number of Shares held	No. of Vote polled [#]	% of 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	155373400	155373400	100.00 %	155373400	0	100.00 %	0.00
	Poll		0	0	0	0	0	0
	Total		155373400	100.00 %	155373400	0	100.00 %	0.00
Public - Institutional holders	E-Voting	1534048	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0.00
Public-Others	E-Voting	78092552	11427019	14.63 %	11427019	0	100.00 %	0
	Poll		111200	0.14 %	111200	0	100.00 %	0
	Total		11538219	14.77 %	11538219	0	100.00 %	0.00
TOTAL		235000000	166911619	71.02 %	166911619	0	100.00 %	0.00

Excluding Invalid Votes

Special Business

Agenda 3		Appointment of Mrs. Asha Jain as an independent Director						
Resolution required (Ordinary / Special Resolution)					Ordinary Resolution			
Whether Promoter/ Promoter group are interested in the agenda / resolution? (Yes/ No)					No			
Category	Mode of Voting	1	2	3	4	5	6	7
		Number of Shares held	No. of Vote polled [#]	% of 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	155373400	155373400	100.00%	155373400	0	100.00%	0.00
	Poll		0	0	0	0	0	0
	Total		155373400	100.00%	155373400	0	100.00%	0.00
Public - Institutional holders	E-Voting	1534048	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Others	E-Voting	78092552	11427019	14.63 %	11427019	0	100.00 %	0
	Poll		111200	0.14 %	111200	0	100.00 %	0
	Total		11538219	14.77 %	11538219	0	100.00 %	0.00
TOTAL		235000000	166911619	71.02 %	166911619	0	100.00 %	0.00

Excluding Invalid Votes





A MODI & CO

CHARTERED ACCOUNTANTS

4, SHIVKRIPA, MAHAVEER COLONY, BEDLA ROAD, UDAIPUR- 313 011

TEL- 0294 2450152, 94142 39096, E MAIL- CAASHOKMODI@GMAIL.COM

CA ASHOK MODI
B.COM, FCA

Dt. 29.06.2018

To,
Chairperson & Managing Director
PIL Italica Lifestyle Ltd.
Kodiyat Road, Vill: Sisarma,
PIN: 313031 Distt: Udaipur

CIN: L25207RJ1992PLC006576

Dear Sir/Madam,

At the outset, we would like to thank you for entrusting us with the task of scrutinizing the e-voting and voting by Poll process by your shareholders, at the 26th Annual General Meeting of your Company held on 29.06.2018.

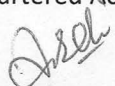
Please find enclosed, our Report as listed below:

-Consolidated Report on E-voting and voting by Poll process.

Our Report on E-Voting is based on the data downloaded from the e-voting platform provided by CDSL.

We trust you will find our Report to be comprehensive & self- explanatory in all respects. We will however be happy to answer your queries if any, on the same and assure you of our best services at all times.

For A Modi & Co
Chartered Accountants


(Ashok Modi)

Prop.

M. No: 074488

DATED: 29.06.2018

PLACE: Udaipur





A MODI & CO

CHARTERED ACCOUNTANTS

4, SHIVKRIPA, MAHAVEER COLONY, BEDLA ROAD, UDAIPUR- 313 011

TEL- 0294 2450152, 94142 39096, E MAIL- CAASHOKMODI@GMAIL.COM

CA ASHOK MODI
B.COM, FCA

Scrutinizers Consolidated Report
(E-Voting Process and Polling Paper)

To,

The Chairman of 26th Annual General Meeting of the members of PIL Italica Lifestyle Ltd. (the Company) held on Friday, 29th June, 2018 at Registered Office of the Company i.e. Kodyat Road , Sisarma, Udaipur 313031

Dear Sir,

1. Ashok Modi, Proprietor of M/s A Modi & Co. Chartered Accountants, Udaipur, have been appointed by the Board of Directors of PIL Italica Lifestyle Ltd (the Company) as scrutinizer for the purpose of scrutinizing e-voting process and voting by Poll process in a fair and transparent manner and ascertaining the requisite majority on voting carried out as per the provisions of The Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of SEBI (LODR) Regulations, 2015 in respect of resolutions passed at the 26th Annual General Meeting (AGM) of the Members of the Company held on Friday, 29th June, 2018.

2. It is the responsibility of the management of the Company to ensure due compliance of the provisions of The Companies Act, 2013 and rules made there under and also the requirements thereof relating to voting through electronic means and Polling Papers on the resolution contained in the Notice of 26th AGM of the members of the Company. As the Scrutinizer for the e-voting process and Poll process my roles and responsibility are limited to make a Scrutinizer's Consolidated Report of the votes cast "in favor" or "against" in respect of the resolutions contained in the Notice of the 26th Annual General Meeting, based on the Reports generated from the e-voting system provided by the (CDSL) the Authorised Agency to provide Remote e-voting facilities, engaged by the Company and from Poll Process conducted at the 26th AGM.

Further to above, I submit my report as under:-

1. The remote e-voting period remained open from Tuesday, 26th June, 2018 (09:00 AM) to Thursday, 28th June, 2018 (5:00 PM).
2. The Members of the Company as on the "Cut Off" date i.e. 22nd June, 2018 were entitled to vote on the Resolutions (Item No 1 to 3 as set out in the Notice of 26th AGM of the Company).





A MODI & CO

CHARTERED ACCOUNTANTS

4, SHIVKRIPA, MAHAVEER COLONY, BEDLA ROAD, UDAIPUR- 313 011

TEL- 0294 2450152, 94142 39096, E MAIL- CAASHOKMODI@GMAIL.COM

CA ASHOK MODI
B.COM, FCA

3. Thereafter, the electronic votes cast through remote e-voting were unblocked after the conclusion of 26th AGM in the presence of 2 witnesses Ms. Aanchal Jain & Ms. Garima Soni who are not in the employment of the Company.

Name: Ms. Aanchal Jain

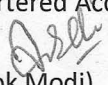
Name: Ms. Garima Soni

Signature: 

Signature: 

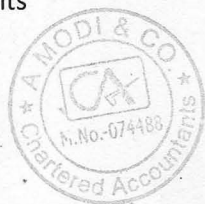
4. At the 26th AGM held on 29.06.2018, the Chairman at the end of discussions on the resolutions announced the voting through Polling Papers to facilitate the members at the meeting who could not participate in the remote e-voting to record their votes.
5. Then the details containing, inter- alia, list of Equity Shareholders, who voted through Remote e-voting "for" and/or "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL and based on such reports, members have casted their votes through remote e-voting and voting through polling papers at the meeting.
6. The register to record the assent or dissent received has been maintained electronically. It contained the particulars of name, address, folio number or client id of the shareholders, number of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
7. The consolidated Results of the voting (Remote e-voting and Poll Process) is given in attachment hereto marked as "Annexure 1"

For A Modi & Co
Chartered Accountants


(Ashok Modi)

Prop.

M. No: 074488



DATED: 29.06.2018

PLACE: Udaipur



A MODI & CO

CHARTERED ACCOUNTANTS

4, SHIVKRIPA, MAHAVEER COLONY, BEDLA ROAD, UDAIPUR- 313 011

TEL- 0294 2450152, 94142 39096, E MAIL- CAASHOKMODI@GMAIL.COM

CA ASHOK MODI
B.COM, FCA

Annexure I

Agenda Item No.	1						
Subject	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, along with the Reports of the Directors' and Auditors' thereon.						
Type of Resolution	Ordinary Resolution						
Particulars	Remote E-voting		Poll Process		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	12	166800419	29	111200	41	166911619	100.00
Dissent	-	-	-	-	-	-	-
Total	12	166800419	29	111200	41	166911619	100.00
Abstain/Invalid	-	-	-	-	-	-	-

Agenda Item No.	2						
Subject	To appoint a Director in place of Mr. Narendra Bhanawat (00146824), who retires by rotation and being eligible offers himself for reappointment.						
Type of Resolution	Ordinary Resolution						
Particulars	Remote E-voting		Poll Process		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	12	166800419	29	111200	41	166911619	100.00
Dissent	-	-	-	-	-	-	0.00
Total	12	166800419	29	111200	41	166911619	100.00
Abstain/Invalid	-	-	-	-	-	-	-

Agenda Item No.	3						
Subject	Appointment of Mrs. Asha Jain as an Independent Director.						
Type of Resolution	Special Resolution						
Particulars	Remote E-voting		Poll Process		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	12	166800419	29	111200	41	166911619	100.00
Dissent	-	-	-	-	-	-	0.00
Total	12	166800419	29	111200	41	166911619	100.00
Abstain/Invalid	-	-	-	-	-	-	-

Based on the aforesaid results, the resolution no 1 to 3 as contained in the notice of 26th AGM dated 18.05.2018 have been passed with requisite majority.

Thanking You,

Yours Faithfully,

For A Modi & Co
Chartered Accountants

(Ashok Modi)
Prop.

M. No: 074488
DATED: 29.06.2018
PLACE: Udaipur

