

To,

**National Stock Exchange of India Limited
Manager-Listing
Exchange Plaza,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051
Tel No. 022-2659 8237/38
takeover@nse.co.in**

**BSE Limited
General manager-DSC
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400 001
Tel No. 022-2272 2039/37/3121
corp.relations@bseindia.com**

Dear Sirs,

28th September, 2018

**Sub: Reg 44(3) of SEBI (Listing Obligations & Disclosure requirements),
Regulations, 2015 - Voting Results for the Annual General Meeting held on
27th September, 2018**

With reference to above captioned subject, we wish to inform you that the 10th Annual General Meeting of the equity Shareholders of the Company was convened on Thursday, the 27th day of September, 2018 at 11:00 A.M. at Café Coffee Day, Global village, Mysore Road, Mylasandra, Bangalore (KA) - 560059

The Equity Shareholders of the Company have duly approved the Agenda items with requisite majority, based on Scrutinizer's report by way of Tablet Voting/Electronic Means at the Meeting and Remote e-voting.

Details of the voting results along with the copy of the Scrutinizer's report are enclosed for your reference.

Further, results of e-voting along with the Scrutinizer's Report are also available on the Company's website: www.coffeeday.com

Request you to kindly take this intimation on record.

For **Coffee Day Enterprises Limited**



**Sadananda Poojary
Company Secretary & Compliance Officer
M. No.: F5223**

COFFEE DAY ENTERPRISES LIMITED

VOTING RESULTS OF THE ANNUAL GENERAL MEETING (AGM) OF THE EQUITY SHAREHOLDERS OF THE COMPANY HELD ON 27TH SEPTEMBER, 2018

1	Date of AGM	27-Sep-18
2	Total Number of Equity Shareholders as at the Cut-off date; 24th August, 2018	42011
3	No. of Shareholders present in the Meeting either in person or through Proxy: Promoter & Promoter Group Public	433 15* 418
4	No. of Shareholders attended through Video Conferencing Promoter & Promoter Group Public	0 NA NA

*Promoter & Promoter group holds shares in Multiple DP's, hence RTA considers the same as different

Details of Agenda

1. To Consider and adopt the Audited financial Statements (including Consolidated Financial Statements) of the Company for the year ended March 31, 2018, together with the reports of the Board of Directors and Auditors thereon

Resolution required	Ordinary
Whether the Promoter /promoter Group are interested in the Resolution	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	113929198	113929198	100.0000	113929198	0	100.0000	0.0000
	E-voting at Venue			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		113929198	100.0000	113929198	0	100.0000	0.0000
Public Institutions	Remote E-Voting	13074078	11823053	90.4313	11823053	0	100.0000	0.0000
	E-voting at Venue		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11823053	90.4313	11823053	0	100.0000	0.0000
Public Non Institutions	Remote E-Voting	84248443	53785651	63.8417	53785589	62	99.9999	0.0001
	E-voting at Venue		196859	0.2337	196859	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		53982510	64.0754	53982448	62	99.9999	0.0001
Total		211251719	179734761	85.0809	179734699	62	100.0000	0.0000

For Coffee Day Enterprises Ltd.

Chairman & Managing Director

2.To re-appoint a Director in place of Mr.Sanjay Nayar (DIN: 00002615) who retires by rotation and being eligible offers herself for re-appointment

Resolution required	Ordinary
Whether the Promoter /promoter Group are interested in the Resolution	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	113929198	113929198	100.0000	113929198	0	100.0000	0.0000
	E-voting at Venue		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		113929198	100.0000	113929198	0	100.0000	0.0000
Public Institutions	Remote E-Voting	13074078	11870863	90.7969	4875704	6995159	41.0729	58.9271
	E-voting at Venue		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11870863	90.7969	4875704	6995159	41.0729	58.9271
Public Non Institutions	Remote E-Voting	84248443	53785651	63.8417	53784459	1192	99.9896	0.0022
	E-voting at Venue		196859	0.2337	196859	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		53982510	64.0754	53981318	1192	99.9978	0.0022
Total		211251719	179782571	85.1035	172786220	6996351	96.1084	3.8916

For Coffee Day Enterprises Ltd.


Chairman & Managing Director

3.Appointment of Auditors, M/s.B.S.R & Associates LLP, Chartered Accountants (ICAI Regn No. 116231W/W-100024) as Statutory Auditors

Resolution required	Ordinary
Whether the Promoter /promoter Group are interested in the Resolution	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100
Promoter and Promoter Group	Remote E-Voting	113929198	113929198	100.0000	113929198	0	100.0000	0.0000
	E-voting at Venue		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		113929198	100.0000	113929198	0	100.0000	0.0000
Public Institutions	Remote E-Voting	13074078	11870863	90.7969	11870863	0	100.0000	0.0000
	E-voting at Venue		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11870863	90.7969	11870863	0	100.0000	0.0000
Public Non Institutions	Remote E-Voting	84248443	53785651	63.8417	53785218	433	99.9992	0.0008
	E-voting at Venue		196859	0.2337	196859	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		53982510	64.0754	53982077	433	99.9992	0.0008
Total		211251719	179782571	85.1035	179782138	433	99.9998	0.0002

For Coffee Day Enterprises Ltd.


Chairman & Managing Director

4. Issue of Non-Convertible Debentures on Private Placement Basis for an amount not exceeding Rs. 300 Crores (Three Hundred Crores Only)

Resolution required	Special
Whether the Promoter /promoter Group are interested in the Resolution	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	Remote E-Voting	113929198	113929198	100.0000	113929198	0	100.0000	0.0000
	E-voting at Venue		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		113929198	100.0000	113929198	0	100.0000	0.0000
Public Institutions	Remote E-Voting	13074078	11870863	90.7969	11863498	7365	99.9380	0.0620
	E-voting at Venue		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11870863	90.7969	11863498	7365	99.9380	0.0620
Public Non Institutions	Remote E-Voting	84248443	53785651	63.8417	53779518	6133	99.9886	0.0114
	E-voting at Venue		196859	0.2337	196859	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		53982510	64.0754	53976377	6133	99.9886	0.0114
Total		211251719	179782571	85.1035	179769073	13498	99.9925	0.0075

For Coffee Day Enterprises Ltd.

[Signature]
Chairman & Managing Director



REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rule 2014 and SEBI - (Listing Obligation and Disclosure Requirement) Regulation 2015]

To,
Mr. V.G. Siddhartha
The Chairman of 10th Annual General Meeting (AGM)
Of the Equity Shareholders of
Coffee Day Enterprises Limited,
held on Thursday 27th September, 2018
at Cafe Coffee Day, Global Village, RVCE Post,
Mysore Road, Mylasandra, Bengaluru- 560059

Dear Sir,

Ref: 10th Annual General Meeting

Sub: Scrutinizer's Report on e-voting conducted pursuant to provisions of section 108 of the companies Act 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rule, 2014.

We, HRB & Co., Company Secretaries, Bengaluru, have been appointed as scrutinizer by the Board of Coffee Day Enterprises Limited vide resolution dated August 9th 2018, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the 'remote e-voting' process and voting done through 'electronic means' at the Annual General Meeting of Coffee Day Enterprises Limited, held on Thursday 27th September 2018 at Cafe Coffee Day, Global Village, RVCE Post, Mysore Road, Mylasandra, Bengaluru-560059.

The Notice dated on August 9th 2018 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under section 102 of the






Companies Act 2013 were sent to the Shareholders in respect of the below mentioned resolution(s) passed at the said Annual General Meeting of the Company held on Thursday 27th September 2018 at Cafe Coffee Day, Global Village, RVCE Post, Mysore Road, Mylasandra, Bengaluru-560059.

The Company has availed e-voting facility from M/s National Securities Depository Limited ("NSDL") for enabling the shareholders to vote electronically at the Annual General Meeting venue by using Tablets.

Based on the information furnished by NSDL on the TAB voting conducted at the venue and based on the data downloaded from the Official website of the NSDL for the remote e-Voting process, we now submit combined report (E-Voting and TAB voting) as under:

A. Relating to Remote e-Voting:

1. The remote e-Voting period remained open from 9 A.M. of September 24th, 2018 up to 5 P.M. of September 26th, 2018.
2. The Annual Report and the Notice of Annual General Meeting was sent by electronic mode to those members whose email ids were registered with the Depository Participants and for other members, hard copies of Annual Reports containing the Notice and e-voting instructions slip were sent by courier / registered post / airmail.

B. Relating to TAB Voting at AGM:

1. After the conclusion of the Annual General Meeting, the shareholders present were allowed to cast their votes through TAB Voting (electronic means). The votes casted were reconciled with the records maintained by the NSDL / Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
2. There was no polling paper circulated at the AGM.

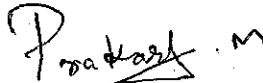




C. Result of remote e-Voting and TAB Voting is as under:

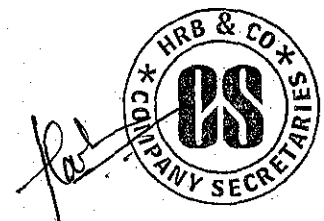
1. The voting rights were reckoned as on September 20th, 2018, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and TAB voting at the AGM.
2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting and TAB Voting were unblocked on September 27th, 2018 in presence of two witnesses, namely Mr. Prakash M, S/o. Shri K.V Manjunath Gupta, residing at No.46, 1st Main, 2nd Cross, Hegganahalli, Bengaluru - 560091 and Mr. Madhu Chandra P, S/o. Puttaswamy residing at Nethra Homes, C Block, 1st Floor, SRS Layout, Kereguddadahalli, Chikkabanavara Bangalore-560090 and who are not in the employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence:


(Mr. Prakash M)


(Mr. Madhu Chandra P)

3. Thereafter, the details of equity shareholders, who voted "For" or "Against" were downloaded from the e-Voting website of NSDL (<https://www.evoting.nsdl.com>).
4. The combined result of remote e-voting and Tab Voting is as under:





Item No: 1

To consider & adopt the audited financial statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

(i) Voted in favour of Resolution

Particulars	Remote e-voting	TAB Voting	Total
Number of Members voted (in person or by proxy)	141	151	292
Number of votes cast by them	17,95,37,840	1,96,859	17,97,34,699
% of Total Number of valid votes cast	99.99%	100.00%	99.99%

(ii) Voted against the resolution

Particulars	Remote e-voting	TAB Voting	Total
Number of Members voted (in person or by proxy)	4	0	4
Number of votes cast by them	62	0	62
% of Total Number of valid votes cast	Negligible	Nil	Negligible

Result:

As the number of votes passed in favour of the resolution was more than the number of votes cast against, we report that the Ordinary resolution with regard to Item No. 1 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.





Item No: 2

To re-appoint a Director in place of Mr. Sanjay Omprakash Nayar (DIN: 00002615) who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

(i) Voted in favour of Resolution

Particulars	Remote e-voting	TAB Voting	Total
Number of Members voted (in person or by proxy)	108	151	259
Number of votes cast by them	17,25,89,361	1,96,859	17,27,86,220
% of Total Number of valid votes cast	96.10%	100.00%	96.11%

(ii) Voted against the resolution

Particulars	Remote e-voting	TAB Voting	Total
Number of Members voted (in person or by proxy)	38	0	38
Number of votes cast by them	69,96,351	0	69,96,351
% of Total Number of valid votes cast	3.90%	Nil	3.89%

Result:

As the number of votes passed in favour of the resolution was more than the number of votes cast against, we report that the Ordinary resolution with regard to Item No. 2 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.



Item No: 3

To Appoint BSR & Associates LLP as statutory Auditors (Ordinary Resolution)

(i) Voted in favour of Resolution

Particulars	Remote e-voting	TAB Voting	Total
Number of Members voted (in person or by proxy)	140	151	291
Number of votes cast by them	17,95,85,279	1,96,859	17,97,82,138
% of Total Number of valid votes cast	99.99%	Nil	99.99%

(ii) Voted against the resolution

Particulars	Remote e-voting	TAB Voting	Total
Number of Members voted (in person or by proxy)	6	0	6
Number of votes cast by them	433	0	433
% of Total Number of valid votes cast	Negligible	Nil	Negligible

Result:

As the number of votes passed in favour of the resolution was more than the number of votes cast against , we report that the Ordinary resolution with regard to Item No. 3 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.





Item No: 4

Issue of Non-Convertible Debentures on a Private Placement Basis for an amount not exceeding 300 Crores for repayment of existing debts pursuant to Section 42 & 71 of Companies Act 2013. (Special Resolution)

(i) Voted in favour of Resolution

Particulars	Remote e-voting	TAB Voting	Total
Number of Members voted (in person or by proxy)	127	151	278
Number of votes cast by them	17,95,72,214	1,96,859	17,97,69,073
% of Total Number of valid votes cast	99.99%	100.00%	99.99%

(ii) Voted against the resolution

Particulars	Remote e-voting	TAB Voting	Total
Number of Members voted (in person or by proxy)	19	0	19
Number of votes cast by them	13,498	0	13,498
% of Total Number of valid votes cast	0.01%	Nil	0.01%

Result:

As the number of votes passed in favour of the resolution was more than three times the number of votes cast against, we report that the Special resolution with regard to Item No. 4 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.





The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers approves and signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company secretary for safe keeping.

For HRB & Co.,

Company Secretaries

Firm's Registration Number: S2014KR261500



CS Harshavardhan R Boratti

Proprietor

C. P. No. : 11444

Membership No. 9490

Place: Bengaluru

Date: 28.09.2018