



September 29, 2018

The Manager
Corporate Relationship Department
BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

BSE Scrip Code- 533267
Fax No.: 022-2272 3121/1278/1557/3354

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051

NSE Scrip Symbol: CANTABIL and Series: EQ
Fax No.: 022-26598237/38

Sub: Re: Voting Results of 30th Annual General Meeting (AGM")

Dear Sir/Ma'am,

Pursuant to the provisions of Regulation 44 read with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose details of the voting results (for e-Voting and Poll) in respect of the 30th Annual General Meeting of the shareholders of **CANTABIL RETAIL INDIA LIMITED** held on Friday, 28th day of September 2018 at 10:00 A.M. at Palm Green Hotel and Resort, Main GT Karnal Road, Bakoli, New Delhi-110036, to transact the businesses as stated in the Notice dated August 14, 2018 convening the AGM

You are requested to kindly take the same on record and oblige.

Thanking You

Yours faithfully

For Cantabil Retail India Limited


(Poonam Chahal)
Company Secretary & Compliance Officer
M. No. A22574



CANTABIL RETAIL INDIA LTD.

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi - 110 024
Tel. : (011) 4679 0000, Fax : (011) 4679 0012
e-mail : contact@cssanjaygrover.in
website : www.cssanjaygrover.in

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and amended Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

CANTABIL RETAIL INDIA LIMITED

CIN: L74899DL1989PLC034995

B-16, Ground Floor, Industrial Area, Lawrence Road,
New Delhi -110035

Dear Sir,

I, Devesh Kumar Vasisht, Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries firm having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and voting through poll at Annual General Meeting (AGM) under the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended up to date) on the resolution(s) mentioned in Notice dated August 14, 2018 for 30th AGM of the Members of the Company held on Friday, September 28, 2018 at 10:00 A.M. at Palm Green Hotel & Resorts, Main GT Karnal Road, Bakoli, New Delhi-110036.

I submit my report as under:-

1. The remote e-voting period commenced on Tuesday, September 25, 2018 at 10:00 A.M. and ended on Thursday, September 27, 2018 at 05:00 P.M. via e-voting platform on the designated website of CDSL, Authorized Agency to provide e-voting facility viz <https://www.evotingindia.com>.



2. The Shareholders of the Company as on the "cut off" date i.e. Friday, September 21, 2018 were entitled to avail the facility of remote e-voting as well as voting through poll at the AGM on the proposed resolutions (item no. 1 to 4) as set out in the Notice dated August 14, 2018.
3. The total paid up Equity Share Capital of the Company as on Friday, September 21, 2018 was Rs.16,32,76,080/- (Rupees Sixteen Crores Thirty Two Lakh Seventy Six Thousand and Eighty Only) divided into 1,63,27,608/- (One Crore Sixty Three Lakh Twenty Seven Thousand Six hundred Eight) equity shares of Rs. 10/-(Rupees Ten Only) each.
4. Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of AGM. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizers report of the votes cast 'For' or 'Against' the resolutions stated in the AGM Notice.
5. The Chairman ordered for poll at AGM as per amended Rule 21 of the Companies (Management and Administration) Rules, 2014
6. Two (2) ballot boxes were kept for polling paper and the ballot boxes were locked in my presence.
7. After completion of Poll at the AGM, the ballot boxes were opened in my presence and polling papers were diligently scrutinized. Thereafter, polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and poll at AGM.
8. For the purpose of this report, shareholding as on "cut off" date i.e. Friday, September 21, 2018 was considered. The shareholders' who have voted for lesser number of shares as compared to their entitlement, the number of shares for which the shareholder cast their votes have been considered.



- b. **Resolution No. 2-** To appoint a Director in place of Mr. Basant Goyal (DIN 07659491), who retires by rotation and being eligible, offers himself for re-appointment.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	2,719	1,44,18,071	1,44,20,790	100
Dissent	0	0	0	0
Total	2,719	1,44,18,071	1,44,20,790	100

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure- B.**

- c. **Resolution No. 3-** To consider and approve re-appointment of Mr. Vijay Bansal (DIN 01110877), as Chairman and Managing Director in accordance with section 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	2,719	1,44,18,071	1,44,20,790	100
Dissent	0	0	0	0
Total	2,719	1,44,18,071	1,44,20,790	100

Therefore, the Resolution No. 3 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure C.**



- d. **Resolution No. 4-** To consider and approve re-appointment of Mr. Deepak Bansal (DIN 01111104), as Whole Time Director in accordance with section 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013.

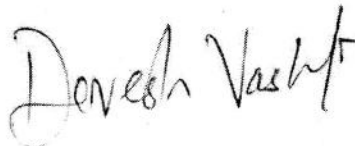
Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	2,719	1,44,18,071	1,44,20,790	100
Dissent	0	0	0	0
Total	2,719	1,44,18,071	1,44,20,790	100

Therefore, the Resolution No. 4 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-D**.

12. The register, polling papers and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I shall hand over the register, polling papers and all other related papers to the Company Secretary.

Thanking You

For **SANJAY GROVER & ASSOCIATES**
COMPANY SECRETARIES



(Devesh Kumar Vasisht)

Partner

Scrutinizer

CP No.:13700

Date: September 29, 2018

New Delhi



Countersigned by



Chairman/Authorized Signatory

New Delhi

Details of poll at AGM & remote e-voting for Resolution No.-1 are as under:

A1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	46	2,728	27,280
b) Less: Invalid Votes	5	9	90
c) Net Valid votes	41	2,719	27,190
d) Votes with Assent	41	2,719	27,190
e) Votes with Dissent	0	0	0

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	61	1,44,18,071	14,41,80,710
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	61	1,44,18,071	14,41,80,710
d) Votes with Assent	61	1,44,18,071	14,41,80,710
e) Votes with Dissent	0	0	0



Details of poll at AGM & remote e-voting for Resolution No.-2 are as under:

B1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	46	2,728	27,280
b) Less: Invalid Votes	5	9	90
c) Net Valid votes	41	2,719	27,190
d) Votes with Assent	41	2,719	27,190
e) Votes with Dissent	0	0	0

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	61	1,44,18,071	14,41,80,710
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	61	1,44,18,071	14,41,80,710
d) Votes with Assent	61	1,44,18,071	14,41,80,710
e) Votes with Dissent	0	0	0



Details of poll at AGM & remote e-voting for Resolution No.-3 are as under:

C1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	46	2,728	27,280
b) Less: Invalid Votes	5	9	90
c) Net Valid votes	41	2,719	27,190
d) Votes with Assent	41	2,719	27,190
e) Votes with Dissent	0	0	0

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	61	1,44,18,071	14,41,80,710
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	61	1,44,18,071	14,41,80,710
d) Votes with Assent	61	1,44,18,071	14,41,80,710
e) Votes with Dissent	0	0	0



Annexure -D

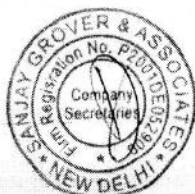
Details of poll at AGM & remote e-voting for Resolution No.-4 are as under:

D1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	46	2,728	27,280
b) Less: Invalid Votes	5	9	90
c) Net Valid Votes	41	2,719	27,190
d) Votes with Assent	41	2,719	27,190
e) Votes with Dissent	0	0	0

D2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	61	1,44,18,071	14,41,80,710
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	61	1,44,18,071	14,41,80,710
d) Votes with Assent	61	1,44,18,071	14,41,80,710
e) Votes with Dissent	0	0	0



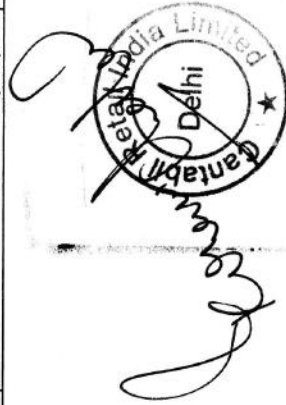
Voting Results of AGM

Details of poll at AGM and e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:	
Date of the AGM	28.09.2018
Total number of shareholders on record date	6,441
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	61 5
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	N.A.

1. Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Report of the Board of Directors and the Auditors thereon..

Whether promoter/ promoter group are interested in the Agenda/resolution

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes 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
Promoters and Promoter Group	E-voting	(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
	Poll	12,119,189	12,119,029	99.9987	12,119,029	0	100.0000	0.0000
	Total		12,119,029	99.9987	12,119,029	0	100.0000	0.0000
Public-Institutions	E-voting		0	0.0000	0	0	0.0000	0.0000
	Poll	2,910	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting		2,299,042	54.6674	2,299,042	0	100.0000	0.0000
	Poll	4,205,509	2,719	0.0647	2,719	0	100.0000	0.0000
	Total		2,301,761	54.7320	2,301,761	0	100.0000	0.0000
Total		16,327,608	14,420,790	88.3215	14,420,790	0	100.0000	0.0000



2. Ordinary Resolution: To appoint a Director in place of Mr. Basant Goyal (DIN 07659491), who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the Agenda/resolution

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	No	
							% of votes in favour on Votes Polled	% of votes against on Votes Polled
Promoters and Promoter Group	E-voting	(1) 12,119,189	(2) 12,119,029	(3)=(2)/(1)*100 99.9987	(4) 12,119,029	(5) 0	(6)=(4)/(2)*100 100.0000	(7)=(5)/(2)*100 0.0000
	Poll							
	Total							
Public-Institutions	E-voting	2,910	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Total							
Public-Non Institutions	E-voting	4,205,509	2,299,042	54.6674	2,299,042	0	100.0000	0.0000
	Poll							
	Total							
Total		16,327,608	14,420,790	88.3215	14,420,790	0	100.0000	0.0000

3. Special Resolution: To consider and approve re-appointment of Mr. Vijay Bansal (DIN 01110877), as Chairman and Managing Director in accordance with section 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013.

Whether promoter/ promoter group are interested in the Agenda/resolution

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	No	
							% of votes in favour on Votes Polled	% of votes against on Votes Polled
Promoters and Promoter Group	E-voting	(1) 12,119,189	(2) 12,119,029	(3)=(2)/(1)*100 99.9987	(4) 12,119,029	(5) 0	(6)=(4)/(2)*100 100.0000	(7)=(5)/(2)*100 0.0000
	Poll							
	Total							
Public-Institutions	E-voting	2,910	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Total							
Public-Non Institutions	E-voting	4,205,509	2,299,042	54.6674	2,299,042	0	100.0000	0.0000
	Poll							
	Total							
Total		16,327,608	14,420,790	88.3215	14,420,790	0	100.0000	0.0000

4. Special Resolution: To consider and approve re-appointment of Mr. Deepak Bansal (01111104), as Whole Time Director in accordance with section 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013.

Whether promoter/ promoter group are interested in the Agenda/resolution

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	No	
							% of votes in favour on Votes Polled	% of votes against on Votes Polled
Promoters and Promoter Group	E-voting	(1) 12,119,189	(2) 12,119,029	(3)=(2)/(1)*100 99.9987	(4) 12,119,029	(5) 0	(6)=(4)/(2)*100 100.0000	(7)=(5)/(2)*100 0.0000
	Poll							
	Total							
Public-Institutions	E-voting	2,910	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Total							
Public-Non Institutions	E-voting	4,205,509	2,299,042	54.6674	2,299,042	0	100.0000	0.0000
	Poll							
	Total							
Total		16,327,608	14,420,790	88.3215	14,420,790	0	100.0000	0.0000

