



Celebrity Fashions Limited

26th September, 2018

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 – 532695

NSE Symbol: CELEBRITY

Dear Sir/Madam,

Sub.: Proceedings of 29th Annual General Meeting (AGM) held on 25th September, 2018

Ref.: Pursuant to Regulation 30, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that the 29th Annual General Meeting (AGM) of the Company was held on Tuesday, 25th September, 2018 at 02.30 P.M. for the business mentioned in notice of AGM dated 08th August, 2018.

In this regard, please find enclosed the summary of proceedings of the 29th 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: a/a



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SUMMARY OF PROCEEDINGS OF THE 29th ANNUAL GENERAL MEETING OF MEMBERS OF CELEBRITY FASHIONS LIMITED HELD ON TUESDAY, 25th SEPTEMBER, 2018 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. Vidyuth Rajagopal	-	Managing Director
Mrs. Rama Rajagopal	-	Executive Director
Mr. K. Sridhar	-	Independent Director (Chairman - Nomination & Remuneration Committee) (Authorised Representative – Stakeholders Relationship Committee and 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:

34 members attended the meeting and there were no proxies.

CHAIRMAN:

Mr. Venkatesh Rajagopal, Chairman, chaired the proceedings of the Meeting.

At 2.30 P.M., the Chairman commenced the meeting by welcoming the members to the 29th AGM of the Company. As the requisite quorum was present, Chairman called the meeting to order.

The Chairman introduced the Directors and senior management team present and informed the members that the Register of Directors and Key Managerial Personnel and their Shareholding maintained 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 present at the meeting, the Notice convening the Annual General Meeting, the Report of Board of Directors and the financial statements for the year ended 31st March, 2018 having already been circulated to the members was taken as read. As there were no qualifications in the Statutory Auditors Report and Secretarial Audit report, the same was not required to be read.





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The Chairman then delivered his speech about the performance of the Company during the financial year 2017-18 and the prevailing business conditions in the segment in which the Company operates.

The Chairman then invited the Members to express their views and make enquiries on the operations and financial performance of the Company and related matters. The Chairman along with the Board Members and senior management team responded to all the queries raised by the Members.

The Chairman 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 has provided remote e-voting facility of Central Depository Services India Ltd to the Members of the Company as on 14th September 2018 to cast their votes in respect of the businesses to be transacted at the 29th Annual General Meeting. The remote e-voting commenced on 20th September, 2018 at 9.00 a.m. and ended on 24th September, 2018 at 5.00 p.m.

The Chairman ordered poll on the resolutions 1 to 7 as set out in the notice of the 29th AGM. The Chairman requested all members, who have not casted their vote through remote e-voting 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. 14th September, 2018. 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	Type of Resolution
1	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 together with the reports of the Board of Directors and Auditors thereon.	Ordinary
2	Appointment of director in place of Mrs. Rama Rajagopal, who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary
3	Revision in remuneration of Mr. Vidyuth Rajagopal, Joint Managing Director of the Company	Special
4	Appointment of Mr. Vidyuth Rajagopal as Managing Director of the Company.	Special
5	Re-appointment of Mr. N.K. Ranganath as an Independent Director	Special
6	Re-appointment of Mr. P.S. Raman as an Independent Director	Special
7	Re-appointment of Mrs. Nidhi Reddy as an Independent Director	Special





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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 poll would be declared on or before 27th September, 2018 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 Company's website www.celebritygroup.com and Central Depository Services India Ltd website www.evotingindia.com.

The Chairman then thanked the members present and announced the formal closure of the 29th Annual General Meeting of the Company at 3.15 p.m.

For CELEBRITY FASHIONS LIMITED

A. Rishi Kumar
Company Secretary & Compliance Officer

