



February 15, 2024

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

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

BSE Scrip Code- 533267

Fax No.: 022-2272 3121/1278/1557/3354

NSE Scrip Symbol: CANTABIL and Series: EQ

Fax No.: 022-26598237/38

Dear Sir/Ma'am,

Sub: Voting results of Extra-Ordinary General Meeting of the Company pursuant to Regulation 44(3) of SEBI (LODR), Regulations, 2015 along with Consolidated Scrutinizer's Report

We are please to enclose herewith voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 for the resolutions passed at the Extra-Ordinary General Meeting of the Company held on Wednesday, February 14, 2024 along with Consolidated Scrutinizer's Report dated February 15, 2024.

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

Thanking You,

Yours faithfully,

For Cantabil Retail India Limited

POONAM

CHAHAL

Digitally signed by POONAM CHAHAL
DN: cn=Personal,
pseudoym=cA74zaqRSUYJ2Hkgd0iY7P7L9iupaNV,
2.5.4.20=Oct18a3d106ad0e75760e1285559905925B8957b4
cf104065220444b190c, postalCode=110085, st=Delhi,
serialNumber=10c4ba7bdc3340578d76c631cd10f18e27c1
39ad78d5ae0dcb8eb05e35d, cn=POONAM CHAHAL
Date: 2024.02.15 11:30:01 +05'30'

Poonam Chahal

Compliance Officer & Company Secretary

FCS No. 9872

Encl: as above

CANTABIL RETAIL INDIA LTD.

H.Off. : B-16, Lawrence Road Ind. Area, New Delhi - 110 035. Tel : 011-41414188, 46818101
e-mail : info@cantabilinternational.com Website : www.cantabilinternational.com CIN No. L74899DL1989PLC034995
Works : Plot No. 359,360 & 361, Phase 4-B, Sec.-17, HSIIDC Industrial Estate, Footwear Park, Bahadurgarh, Haryana-124507

CANTABIL RETAIL INDIA LIMITED

Voting Results of Extra-Ordinary General Meeting (EoGM)

Details of e-votes during the EoGM and remote e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

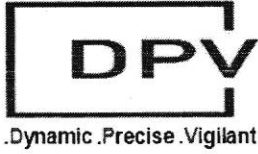
| | |
|--|------------|
| Date of Extra-Ordinary General Meeting | 14/02/2024 |
| Total number of shareholders on Cut-off date i.e. February 7, 2024 | 14,486 |
| No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public: | NA |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: 5 Public: 76 | 81 |

1. Special Resolution: To Offer, Issue and Allot up to 20,00,000 Equity Shares at a price of Rs. 252/- per Equity Share Equity Shares on Preferential Basis.

| Whether promoter/ promoter group are interested in the Agenda/resolution | | | | | | | NO | |
|--|-------------------------|--------------------|--------------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| 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 | % 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 |
| Promoters and Promoter Group | Remote E-voting | 61,204,795 | 61203995 | 99.99869 | 61203995 | 0 | 100.00000 | 0.00000 |
| | E-votes during the EoGM | | 0 | 0.00000 | 0 | 0 | 0.00000 | 0.00000 |
| | Total | | 61203995 | 99.99869 | 61203995 | 0 | 100.00000 | 0.00000 |
| Public-Institutions | Remote E-voting | 1,733,023 | 55 | 0.00317 | 55 | 0 | 100.00000 | 0.00000 |
| | E-votes during the EoGM | | 0 | 0.00000 | 0 | 0 | 0.00000 | 0.00000 |
| | Total | | 55 | 0.00317 | 55 | 0 | 100.00000 | 0.00000 |
| Public-Non Institutions | Remote E-voting | 18,700,222 | 1253754 | 6.70449 | 1225372 | 28382 | 97.73624 | 2.26376 |
| | E-votes during the EoGM | | 75 | 0.00040 | 70 | 5 | 93.33333 | 0.00000 |
| | Total | | 1253829 | 6.70489 | 1225442 | 28387 | 97.73598 | 2.26402 |
| Total | | 81,638,040 | 62457879 | 76.50585 | 62429492 | 28387 | 99.95455 | 0.04545 |

/s/





DPV & ASSOCIATES LLP

COMPANY SECRETARIES, LLPIN: AAV-8350

Reg. Off: 1A/1, Second Floor, Geeta Colony, Delhi-110031 /

Corporate Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010

E-mail: dpv@dpvassociates.com / devesh@dpvassociates.com

Consolidated Scrutinizer's Report

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

To,
The Chairman
Cantabil Retail India Limited
(CIN: L74899DL1989PLC034995)
B- 16, Ground Floor, Lawrence Road,
Industrial Area, New Delhi- 110035

Dear Sir,

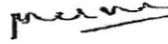
I, **Devesh Kumar Vasisht**, Managing Partner of M/s DPV & Associates LLP, Company Secretaries, bearing firm Registration No. L2021DE009500 having office at 1A/1, Second Floor, Geeta Colony, New Delhi-110031, was appointed as Scrutinizer by the Board of Directors of Cantabil Retail India Limited ("the Company") in its meeting held on January 18, 2024 for the purpose of scrutinizing the voting process i.e. remote e-Voting and e-Voting at Extra-ordinary General Meeting ("EoGM") under the provisions of Section 108 of the Act, read with the Rules and General Circulars issued by Ministry of Corporate Affairs ("MCA") from time to time, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") read with SEBI Circulars, Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modifications or re-enactment thereof, for the time being in force) in respect of the resolution as mentioned in the Notice dated January 18, 2024 ('EoGM Notice') for EoGM of the Company held on Wednesday, February 14, 2024 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

I submit my report as under:

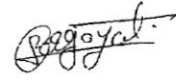
1. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder (ii) the MCA & SEBI Circulars; and (iii) LODR Regulations, if applicable, respect of the resolution contained in the EoGM Notice and also for ensuring a secured framework for e-voting.
2. My responsibility as Scrutinizer for voting through poll at the EoGM and remote e-voting is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolution contained in the EoGM Notice, based on the reports generated from the e-Voting system provided by Central Depository Services (India) Limited ("CSDL") and voting through poll at the EoGM.



3. The remote e-Voting period commenced on Saturday, February 10, 2024 at 10:00 a.m. and ended on Tuesday, February 13, 2024 at 05:00 p.m. via e-Voting platform on the designated website of CSDL, Authorized Agency to provide e-Voting facility viz.: <https://www.evotingindia.com>. The Company provided e-Voting facility to the Members who participated / attended through VC/OAVM to enable such Members to cast their votes, if they had not cast their vote earlier through remote e-Voting.
4. The Members of the Company as on the "Cut-off Date" i.e. Wednesday, February 7, 2024 were entitled to avail the facility of remote e-Voting as well as e-Voting at the EoGM on the proposed resolution as set out in the EoGM Notice.
6. After completion of e-Voting at the EoGM, e-voting was unblocked in the presence of two witnesses i.e. Mr. Mukesh Sharma and Mr. Parveen Kumar who are not in the employment of the Company and have signed below in confirmation of the same:



Mukesh Sharma



Parveen Kumar

7. The data of e-votes was diligently scrutinized and reconciled with the records maintained by the Beetal Financial and Computer Services Private Limited, Registrar and Share Transfer Agent. Detailed register was maintained containing the summary of results of remote e-Voting and e-Voting at the EoGM.
8. As on the cut-off date, the fully paid-up share capital of the Company was Rs. 16,32,76,080 (Rupees Sixteen Crore Thirty-Two Lakh Seventy-Six Thousand eighty) divided into 8,16,38,040 Eight Crores Sixteen Lakh Thirty Eight Thousand) Equity Shares of Rs. 2 (Rupees Two Only) each.
9. The consolidated summary of results of remote e-voting and e-Voting at the EoGM are as under:

Resolution No. 1

To Offer, Issue and Allot up to 20,00,000 Equity Shares at a price of Rs. 252/- per Equity Share Equity Shares on Preferential Basis

| Special Resolution | | | | |
|--------------------|-----------------------|-----------------|--------------------|------------|
| Particulars | Number of Valid Votes | | | Percentage |
| | remote e-votes | e-votes at EoGM | Total | |
| Assent | 6,24,29,422 | 70 | 6,24,29,492 | 99.95 |
| Dissent | 28,382 | 5 | 28,387 | 0.05 |
| Total | 6,24,57,804 | 75 | 6,24,57,879 | 100 |



The detailed breakup of voting in respect of the above resolution is as under:

| Particulars | Votes in favour of resolution | | Votes against resolution | | Invalid Votes | |
|------------------|-------------------------------|------------------|--------------------------|------------------|-------------------|------------------|
| | Number of members | Number of shares | Number of members | Number of shares | Number of members | Number of shares |
| Remote E-voting | 113 | 6,24,29,422 | 1 | 28,382 | - | - |
| E-voting at EoGM | 8 | 70 | 1 | 5 | - | - |
| Total | 121 | 6,24,29,492 | 2 | 28,387 | - | - |

Therefore, the above Resolution has been passed with requisite majority.

10. The register containing the details of remote e-Voting and e-Voting at the EoGM is under my safe custody and will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the EoGM.

Thanking You

For DPV & Associates LLP
Company Secretaries

Firm Reg. No.: L2021DE009500

Peer Review Certificate No. 2792/2022

Devesh Kumar Vasisht

Managing Partner

CP No.:13700 / Mem. No. F8488

UDIN: F008488E003432337

Date: February 15, 2024

Place: New Delhi



For Cantabil Retail India Limited
Countersigned by

Mr. Vijay Bansal

Chairman & Managing Director

Date: February 15, 2024

Place: New Delhi