



Date: September 27, 2019

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

SUB: Voting Result of 31st Annual General Meeting("AGM")

Dear Si/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 31st Annual General Meeting of the shareholders of Cantabil Retail India Limited held on Thursday, September 26, 2019 at 11:00 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 09, 2019 convening the AGM.

You are requested to take the above on record and inform all those concerned.

Thanking you,

Yours faithfully,


Poonam Chahal


Company Secretary & Compliance Officer
FCS No. 9872

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 Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman

CANTABIL RETAIL INDIA LIMITED

(CIN: L74899DL1989PLC034995)

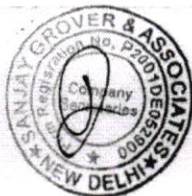
B-16, Ground Floor Industrial Area,
Lawrence Road, Delhi-110035

Dear Sir,

I, Devesh Kumar Vasisht, Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries 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 ballot paper (Poll) at Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) on the resolution(s) mentioned in Notice dated August 09, 2019 for 31st AGM of the Company held on Thursday, September 26, 2019 at 11:00 A.M. at Palm Green Hotel and Resort, Main GT Karnal Road, Bakoli, New Delhi- 110036.

I submit my report as under:-

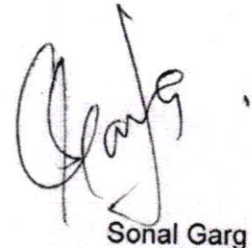
1. The remote e-voting period commenced on Monday, September 23, 2019 at 10:00 A.M. and ended on Wednesday, September 25, 2019 at 05:00 P.M. via remote e-voting platform on the designated website of Central Depository Services Limited (CDSL), Authorized Agency to provide remote e-voting facility viz.: <https://www.evotingindia.com/>.



2. The Members of the Company as on the "cut off" date i.e. Friday, September 20, 2019 were entitled to avail the facility of remote e-voting as well as voting through poll at the AGM on the proposed resolution(s) as set out in the Notice dated August 09, 2019.
3. The total paid up Equity Share Capital of the Company as on, September 20, 2019 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 and Eight) equity shares of Rs.10/- (Rupees Ten Only) each.
4. The Chairman ordered for poll at AGM as per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time.
5. 1 (One) ballot box was kept for polling and the ballot box was locked in my presence.
6. After completion of Poll at the AGM, the ballot box was opened in my presence and ballot papers were diligently scrutinized. Thereafter, ballot 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.
7. Thereafter, the votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, Ms. Daljeet Kaur and Ms. Sonal Garg who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:



Daljeet Kaur



Sonal Garg



8. The Ballot paper(s) and remote e-voting were matched with the Register of Members of the Company as on cut-off date.
9. The Members exercised their voting either by remote e-voting or ballot paper(s). However, there was 1 (One) member, holding 22 (Twenty Two) equity shares who opted for both the facilities hence, the votes cast by him through Ballot have been considered as invalid.
10. The consolidated summary of results of poll at the AGM and remote e-voting are as under:

Resolution No. 1- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2019 together with the Report of the Board of Directors and the Auditors thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	7,524	1,42,51,494	1,42,59,018	99.9940
Dissent	0	850	850	0.0060
Total	7,524	1,42,52,344	1,42,59,868	100

Therefore, the Resolution No. 1 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure- A**



Resolution No. 2- To appoint a Director in place of Mr. Deepak Bansal (DIN: 01111104), 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	7,524	1,42,51,494	1,42,59,018	99.9940
Dissent	0	850	850	0.0060
Total	7,524	1,42,52,344	1,42,59,868	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.**

Resolution No. 3- To consider and approve re-appointment of Mr. Basant Goyal, (DIN: 07659491) Whole Time Director of the Company w.e.f December 01, 2019.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	7,524	1,42,51,494	1,42,59,018	99.9940
Dissent	0	850	850	0.0060
Total	7,524	1,42,52,344	1,42,59,868	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.**



Resolution No. 4- To re-appoint Mrs. Renu Jagdish (DIN: 06971367) as an Independent Non-Executive Director.

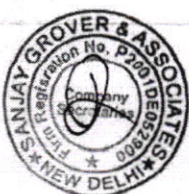
Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	7,524	1,42,51,494	1,42,59,018	99.9940
Dissent	0	850	850	0.0060
Total	7,524	1,42,52,344	1,42,59,868	100

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

ResolutionNo.5- To appoint Mr. Balvinder Singh Ahluwalia (DIN: 08522327) as an Independent Non- Executive Director.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	7,524	1,42,51,494	1,42,59,018	99.9940
Dissent	0	850	850	0.0060
Total	7,524	1,42,52,344	1,42,59,868	100

Therefore, the Resolution No. 5 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-E**.



Resolution No. 6- To appoint Mr. Rajeev Sharma (DIN: 08528048) as an Independent Non- Executive Director.

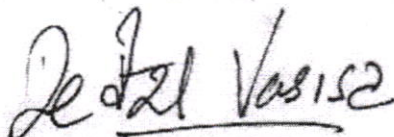
Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	7,524	1,42,51,494	1,42,59,018	99.9940
Dissent	0	850	850	0.0060
Total	7,524	1,42,52,344	1,42,59,868	100

Therefore, the Resolution No. 6 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-F**.

11. 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 27, 2019

Place: New Delhi



Countersigned by



Chairman

Date: 27.9.2019

Place: Delhi

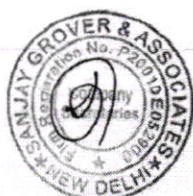
Details of poll at AGM & remote e-voting for Resolution No.-1 are as under:

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	54	7,546	75,460
b) Less: Invalid Votes	1	22	220
c) Net Valid votes	53	7,524	75,240
d) Votes with Assent	53	7,524	75,240
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	92	1,42,52,344	14,25,23,440
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	92	1,42,52,344	14,25,23,440
d) Votes with Assent	91	1,42,51,494	14,25,14,940
e) Votes with Dissent	1	850	8,500



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	54	7,546	75,460
b) Less: Invalid Votes	1	22	220
c) Net Valid votes	53	7,524	75,240
d) Votes with Assent	53	7,524	75,240
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	92	1,42,52,344	14,25,23,440
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	92	1,42,52,344	14,25,23,440
d) Votes with Assent	91	1,42,51,494	14,25,14,940
e) Votes with Dissent	1	850	8,500



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	54	7,546	75,460
b) Less: Invalid Votes	1	22	220
c) Net Valid votes	53	7,524	75,240
d) Votes with Assent	53	7,524	75,240
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	92	1,42,52,344	14,25,23,440
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	92	1,42,52,344	14,25,23,440
d) Votes with Assent	91	1,42,51,494	14,25,14,940
e) Votes with Dissent	1	850	8,500



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	54	7,546	75,460
b) Less: Invalid Votes	1	22	220
c) Net Valid Votes	53	7,524	75,240
d) Votes with Assent	53	7,524	75,240
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	92	1,42,52,344	14,25,23,440
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	92	1,42,52,344	14,25,23,440
d) Votes with Assent	91	1,42,51,494	14,25,14,940
e) Votes with Dissent	1	850	8,500



Details of poll at AGM & remote e-voting for Resolution No.-5 are as under:

E1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	54	7,546	75,460
b) Less: Invalid Votes	1	22	220
c) Net Valid Votes	53	7,524	75,240
d) Votes with Assent	53	7,524	75,240
e) Votes with Dissent	0	0	0

E2. 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	92	1,42,52,344	14,25,23,440
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	92	1,42,52,344	14,25,23,440
d) Votes with Assent	91	1,42,51,494	14,25,14,940
e) Votes with Dissent	1	850	8,500



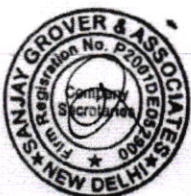
Details of poll at AGM & remote e-voting for Resolution No.-6 are as under:

F1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	54	7,546	75,460
b) Less: Invalid Votes	1	22	220
c) Net Valid Votes	53	7,524	75,240
d) Votes with Assent	53	7,524	75,240
e) Votes with Dissent	0	0	0

F2. 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	92	1,42,52,344	14,25,23,440
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	92	1,42,52,344	14,25,23,440
d) Votes with Assent	91	1,42,51,494	14,25,14,940
e) Votes with Dissent	1	850	8,500



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	26.09.2019
Total number of shareholders on record date	5,694
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	4 74
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	NIL

1. Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2019 together with the Report of the Board of Directors and the Auditors thereon.

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	E-voting	12,119,189	12,119,029	99.9987	12,119,029	0	100.0000	0.0000
	Poll		160	0.0013	160	0	100.0000	0.0000
	Total		12,119,189	100.0000	12,119,189	0	100.0000	0.0000
Public-Institutions	E-voting	137,283	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	4,071,136	2,133,315	52.4010	2,132,465	850	99.9602	0.0398
	Poll		7,364	0.1809	7,364	0	100.0000	0.0000
	Total		2,140,679	52.5819	2,139,829	850	99.9603	0.0397
Total		16,327,608	14,259,868	87.3359	14,259,018	850	99.9940	0.0060

2. Ordinary Resolution: To appoint a Director in place of Mr. Deepak Bansal (DIN: 01111104), who retires by rotation and being eligible, offers himself for re-appointment.

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	E-voting	12,119,189	12,119,029	99.9987	12,119,029	0	100.0000	0.0000
	Poll		160	0.0013	160	0	100.0000	0.0000
	Total		12,119,189	100.0000	12,119,189	0	100.0000	0.0000
Public-Institutions	E-voting	137,283	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	4,071,136	2,133,315	52.4010	2,132,465	850	99.9602	0.0398
	Poll		7,364	0.1809	7,364	0	100.0000	0.0000
	Total		2,140,679	52.5819	2,139,829	850	99.9603	0.0397
Total		16,327,608	14,259,868	87.3359	14,259,018	850	99.9940	0.0060

3. Special Resolution: To consider and approve re-appointment of Mr. Basant Goyal, (DIN: 07659491) Whole Time Director of the Company w.e.f. December 01, 2019.

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	E-voting	12,119,189	12,119,029	99.9987	12,119,029	0	100.0000	0.0000
	Poll		160	0.0013	160	0	100.0000	0.0000
	Total		12,119,189	100.0000	12,119,189	0	100.0000	0.0000
Public-Institutions	E-voting	137,283	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	4,071,136	2,133,315	52.4010	2,132,465	850	99.9602	0.0398
	Poll		7,364	0.1809	7,364	0	100.0000	0.0000
	Total		2,140,679	52.5819	2,139,829	850	99.9603	0.0397
Total		16,327,608	14,259,868	87.3359	14,259,018	850	99.9940	0.0060

4.Special Resolution: To re-appoint Mrs. Renu Jagdish (DIN: 06971367) as an Independent Non-Executive Director

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	E-voting	12,119,189	12,119,029	99.9987	12,119,029	0	100.0000	0.0000
	Poll		160	0.0013	160	0	100.0000	0.0000
	Total		12,119,189	100.0000	12,119,189	0	100.0000	0.0000
Public-Institutions	E-voting	137,283	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	4,071,136	2,133,315	52.4010	2,132,465	850	99.9602	0.0398
	Poll		7,364	0.1809	7,364	0	100.0000	0.0000
	Total		2,140,679	52.5819	2,139,829	850	99.9603	0.0397
Total		16,327,608	14,259,868	87.3359	14,259,018	850	99.9940	0.0060

5. Ordinary Resolution: To appoint Mr. Balvinder Singh Ahluwalia (DIN:08522327) as an Independent Non- Executive Director

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	E-voting	12,119,189	12,119,029	99.9987	12,119,029	0	100.0000	0.0000
	Poll		160	0.0013	160	0	100.0000	0.0000
	Total		12,119,189	100.0000	12,119,189	0	100.0000	0.0000
Public-Institutions	E-voting	137,283	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	4,071,136	2,133,315	52.4010	2,132,465	850	99.9602	0.0398
	Poll		7,364	0.1809	7,364	0	100.0000	0.0000
	Total		2,140,679	52.5819	2,139,829	850	99.9603	0.0397
Total		16,327,608	14,259,868	87.3359	14,259,018	850	99.9940	0.0060

6. Ordinary Resolution: To appoint Mr. Rajeev Sharma (DIN:08528048) as an Independent Non- Executive Director

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	E-voting	12,119,189	12,119,029	99.9987	12,119,029	0	100.0000	0.0000
	Poll		160	0.0013	160	0	100.0000	0.0000
	Total		12,119,189	100.0000	12,119,189	0	100.0000	0.0000
Public-Institutions	E-voting	137,283	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-voting	4,071,136	2,133,315	52.4010	2,132,465	850	99.9602	0.0398
	Poll		7,364	0.1809	7,364	0	100.0000	0.0000
	Total		2,140,679	52.5819	2,139,829	850	99.9603	0.0397
Total		16,327,608	14,259,868	87.3359	14,259,018	850	99.9940	0.0060