



**September 24, 2022**

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,

**Sub: Details regarding the voting results in the 34th Annual General Meeting of the Company along with Scrutinizer's Report**

**Dear Sir,**

We are pleased to enclose herewith details regarding the voting results for the resolutions passed at the 34th Annual General Meeting of the Company held on Friday, September 23, 2022 along with Scrutinizer's Report dated September 24, 2022 pursuant to Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015.

This is for your information and records please.

**For Cantabil Retail India limited**

**Poonam Chahal**  
**Company Secretary & Compliance Officer**  
**FCS No. 9872**

**CANTABIL RETAIL INDIA LTD.**

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H.Off. : B-16, Lawrence Road Ind. Area, New Delhi - 110 035. Tel : 91-11-27156381 /82 Telefax : 91-11-27156383  
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

# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

B-88, 1<sup>ST</sup> 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 ("**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, Partner of M/s Sanjay Grover & Associates, Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of M/s Cantabil Retail India Limited ("**the Company**") in its meeting held on August 09, 2022 for the purpose of scrutinizing the voting process i.e. remote e-Voting and voting through ballot paper (poll) at 34<sup>th</sup> Annual General Meeting ("**AGM**") under the provisions of Section 108 of the Act, read with the Rules and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("**LODR Regulations**") and other applicable laws (including any statutory modifications or re-enactment thereof, for the time being in force) in respect of the resolutions as mentioned in the Notice dated August 09, 2022 ('**AGM Notice**') for AGM of the Company held on Friday, September 23, 2022 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 management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder and (ii) LODR Regulations in



respect to the resolutions contained in the AGM Notice and also for ensuring a secured framework for e-Voting.

2. My responsibility as Scrutinizer for voting through poll at the AGM and remote e-Voting is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice, based on the reports generated from the e-Voting system provided by Central Depository Services (India) Limited ("CSDL").
3. The remote e-Voting period commenced on Tuesday, September 20, 2022 at 10:00 A.M. and ended on Thursday, September 22, 2022 at 5:00 P.M. via e-Voting platform on the designated website of CSDL, Authorized Agency to provide e-Voting facility viz.: <https://www.evotingindia.com>.
4. The Members of the Company as on the "Cut-off Date" i.e. Friday, September 16, 2022 were entitled to avail the facility of remote e-Voting as well as voting through poll at the AGM on the proposed resolutions as set out in the AGM Notice.
5. The total paid up Equity Share Capital of the Company as on Cut-off Date was Rs. 16,32,76,080/- (Rupees Sixteen Crore Thirty Two Lakh Seventy Six Thousand 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.
6. The Chairman ordered for poll at AGM as per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time. Two ballot boxes were kept for polling 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 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. The Members exercised their voting either by remote e-voting or ballot paper(s).



8. The votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, Mr. Vijay Reddy and Mr. Ayush Arya who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:



Vijay Reddy



Ayush Arya

9. The consolidated summary of results of poll at 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, 2022 together with the Report of the Board of Directors and the Auditors thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll at AGM	Remote e-Voting	Total	
Assent	15,787	1,25,15,848	1,25,31,635	99.9998
Dissent	0	16	16	0.0002
Total	15,787	1,25,15,864	1,25,31,651	100

The Resolution No. 1 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-A**.

**Resolution No. 2-** To Confirm payment of interim dividend of Re. 1/- (Rupee One only) per share i.e. @ 10% on equity share of face value of Rs. 10/- (Rupees Ten only) each, fully paid up, for the financial year ended on 31 March 2022 and declaration of final dividend on equity shares of Rs. 1.50/- (Rupees one and fifty paise only) i.e. @ 15% of face value of



Rs. 10/- (Rupees ten only) each fully paid up, for the financial year ended on 31 March 2022.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll at AGM	Remote e-Voting	Total	
Assent	15,787	1,25,15,848	1,25,31,635	99.9998
Dissent	0	16	16	0.0002
Total	15,787	1,25,15,864	1,25,31,651	100

The Resolution No. 2 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-B.**

**Resolution No. 3-** To appoint a director in place of Mr. Basant Goyal (DIN: 07659491), who retires by rotation and being eligible, offers himself for reappointment.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll at AGM	Remote e-Voting	Total	
Assent	15,787	1,25,15,848	1,25,31,635	99.9998
Dissent	0	16	16	0.0002
Total	15,787	1,25,15,864	1,25,31,651	100

The Resolution No. 3 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-C.**



**Resolution No. 4-** To appoint M/s Suresh and Associates, Chartered Accountants as the statutory auditor of the Company

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll at AGM	Remote e-Voting	Total	
Assent	15,787	1,25,15,848	1,25,31,635	99.9998
Dissent	0	16	16	0.0002
Total	15,787	1,25,15,864	1,25,31,651	100

The Resolution No. 4 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-D**.

**Resolution No. 5-** Revision in the terms of remuneration of Mr. Vijay Bansal (DIN: 01110877), Managing Director of the Company

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll at AGM	Remote e-Voting	Total	
Assent	15,787	1,25,15,766	1,25,31,553	99.9993
Dissent	0	98	98	0.0007
Total	15,787	1,25,15,864	1,25,31,651	100

The Resolution No. 5 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-E**.



**Resolution No. 6-** Revision in the terms of remuneration of Mr. Deepak Bansal (DIN: 01111104), Whole Time Director of the company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll at AGM	Remote e-Voting	Total	
Assent	15,787	1,25,15,766	1,25,31,553	99.9993
Dissent	0	98	98	0.0007
Total	15,787	1,25,15,864	1,25,31,651	100

The Resolution No. 6 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-F**.

**Resolution No. 7-** Re-appointment of Mr. Basant Goyal (DIN: 07659491), Whole Time Director of the company W.E.F. October 01, 2022.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll at AGM	Remote e-Voting	Total	
Assent	15,787	1,25,15,839	1,25,31,626	99.9998
Dissent	0	25	25	0.0002
Total	15,787	1,25,15,864	1,25,31,651	100

The Resolution No. 7 has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure-G**.



10. The register containing the details of remote e-Voting and e-Voting at the AGM 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 AGM.

Thanking you,

**For Sanjay Grover & Associates**  
Company Secretaries



**(Devesh Kumar Vasisht)**

Partner

CP No.:13700 / Mem. No. F8488

UDIN: F008488D001035833

September 24, 2022

New Delhi



**Countersigned by**

**Mr. Vijay Bansal**

**Chairman and Managing Director**

September 24, 2022

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	20	15,787	1,57,870
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	20	15,787	1,57,870
d) Votes with Assent	20	15,787	1,57,870
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	116	1,25,15,864	12,51,58,640
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	116	1,25,15,864	12,51,58,640
d) Votes with Assent	115	1,25,15,848	12,51,58,480
e) Votes with Dissent	1	16	160



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	20	15,787	1,57,870
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	20	15,787	1,57,870
d) Votes with Assent	20	15,787	1,57,870
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	116	1,25,15,864	12,51,58,640
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	116	1,25,15,864	12,51,58,640
d) Votes with Assent	115	1,25,15,848	12,51,58,480
e) Votes with Dissent	1	16	160



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	20	15,787	1,57,870
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	20	15,787	1,57,870
d) Votes with Assent	20	15,787	1,57,870
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	116	1,25,15,864	12,51,58,640
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	116	1,25,15,864	12,51,58,640
d) Votes with Assent	115	1,25,15,848	12,51,58,480
e) Votes with Dissent	1	16	160



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	20	15,787	1,57,870
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	20	15,787	1,57,870
d) Votes with Assent	20	15,787	1,57,870
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	116	1,25,15,864	12,51,58,640
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	116	1,25,15,864	12,51,58,640
d) Votes with Assent	115	1,25,15,848	12,51,58,480
e) Votes with Dissent	1	16	160



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	20	15,787	1,57,870
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	20	15,787	1,57,870
d) Votes with Assent	20	15,787	1,57,870
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	116	1,25,15,864	12,51,58,640
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	116	1,25,15,864	12,51,58,640
d) Votes with Assent	111	1,25,15,766	12,51,57,660
e) Votes with Dissent	5	98	980



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	20	15,787	1,57,870
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	20	15,787	1,57,870
d) Votes with Assent	20	15,787	1,57,870
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	116	1,25,15,864	12,51,58,640
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	116	1,25,15,864	12,51,58,640
d) Votes with Assent	111	1,25,15,766	12,51,57,660
e) Votes with Dissent	5	98	980



**Annexure-G**

Details of Poll at AGM & remote e-Voting for Resolution No.-7 are as under:

**G1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	20	15,787	1,57,870
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	20	15,787	1,57,870
d) Votes with Assent	20	15,787	1,57,870
e) Votes with Dissent	0	0	0

**G2. 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	116	1,25,15,864	12,51,58,640
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	116	1,25,15,864	12,51,58,640
d) Votes with Assent	114	1,25,15,839	12,51,58,390
e) Votes with Dissent	2	25	250

