



JAI PRAKASH R SINGH & ASSOCIATES

Company Secretaries

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[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20(3) xi and Rule 21(2) of Companies (Management and Administration) Rule 2014]

To,
The Chairman,
ASHAPURA INTIMATE FASHION LIMITED
SHOP NO 3-4 GROUND FLOOR, PACIFIC PLAZA PLOT,
NO. 507 TPS IV OFF B.S. ROAD MAHIM DIVISON DADAR-W
Mumbai -400028.

Extra Ordinary General Meeting of the Equity Shareholders of ASHAPURA INTIMATES FASHION LIMITED, to be held on Saturday, the March 14, 2015 at 10.00 a.m. at the registered office of the Company at SHOP NO 3-4 GROUND FLOOR, PACIFIC PLAZA PLOT, NO. 507 TPS IV OFF B.S. ROAD MAHIM DIVISON DADAR-W -400028.

Dear Sir,

1. I, Jaiprakash Singh, Company Secretary in whole time practice , have been appointed by
 - a. Board of Directors ASHAPURA INTIMATE FASHION LIMITED (the Company) as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per provisions of section 108 of Companies Act, 2013 read with Rule 20(3) xi of Companies (Management and Administration) Rule 2014 on resolutions contained in the Notice to Extra ordinary General Meeting (EGM) of the members of the Company held on **Saturday, March 14, 2015** at 10 a.m. at the registered office of the Company at SHOP NO 3-4 GROUND FLOOR, PACIFIC PLAZA PLOT, NO. 507 TPS IV OFF B.S. ROAD MAHIM DIVISON DADAR-W, Mumbai -400028.
 - b. The Chairman of the EGM on Poll under the provision of Section 109 of Companies Act,2013 read with Rule 21(2) of Companies (Management and Administration) Rule 2014 on the resolutions contained in the Notice to the Extra Ordinary General Meeting (EGM) of the members of the Company held on Saturday, March 14, 2015 at 10 a.m. at the registered office of the Company at SHOP NO 3-4 GROUND FLOOR, PACIFIC PLAZA PLOT, NO. 507 TPS IV OFF B.S. ROAD MAHIM DIVISON DADAR-W, Mumbai -400028.
2. The Management of the Company is responsible to ensure the compliance of the Companies Act, 2013, and Rule relating to e-voting (through electronic means) and Poll on the resolutions contained in the Notice to Extra Ordinary General Meeting (EGM) of the members of the Company. My responsibility as Scrutinizer for the e-voting process and for Poll is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the Reports generated from the e-voting system provided by CDSL, the authorized agency to provide e-voting facility engaged by the Company and also at the time of Poll at AGM.

3. I have submitted a separate scrutinizer report dated 11.03.2015 for e-voting on the resolutions contained in the Notice of EGM.

4. As requested by the Management, I submit herewith my combined Report on the results of e - voting together with the results of poll at the AGM as under:

Number of Members who cast their votes through e-voting and poll.	Total Number of Shares held by them.	percentage
e-voting 22	2,420,400	12.43
Poll 15	12,618,440	64.82
Total 37	15,038,840	77.25

VOTING RESULTS (EVOTING AND POLL) AGAINST EACH OF THE RESOLUTIONS

Item No. 1:-

Special Resolution, pursuant to Section 188 of the companies Act, 2013 and any other applicable provisions of the Companies act,2013 and the rules made there under (including any statutory modification(s) on re-enactment thereof for the time being in force),and pursuant to the consent of the Audit Committee and the Board of Directors vide resolution passed in their respective meetings held on February 14th, 2015 the consent of the company be and is hereby accorded for entering into contract or arrangement with the related parties as defined under the Act and the Rules made hereunder, as per details and on terms & conditions as set out under Item no.1 of the Explanatory Statement annexed to this Notice”.

(i) Voted **in favour** of the resolution

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast
e-voting	2,420,400	12.34%
Poll	12,618,440	64.82%
Total	15,038,840	77.25%

(ii) Voted **against** the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) **Invalid** votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

Item No. 2:-

Ordinary Resolution, to appointed **Mrs. Anupama Sharma (DIN : 06974366)** as an Independent Non-Executive Director who was appointed by Board as an Additional Director categorised as an Independent Non-Executive Director of the Company with effect from 14th November, 2014 to hold office for five consecutive years for a term up to 13th March, 2020, not liable to retire by rotation.

(i) Voted **in favour** of the resolution

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast
e-voting	2,420,400	12.34%
Poll	12,618,440	64.82%
Total	15,038,840	77.25%

(ii) Voted **against** the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) **Invalid** votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

Item No. 3:-

Ordinary Resolution, to appointed **Ratan Thakur (DIN : 07090064)** as an Additional Director categorised as an Independent Non-Executive Director of the Company with effect from 14th February, 2014 to hold office for five consecutive years for a term up to 13th March, 2020, not liable to retire by rotation.

(i) Voted **in favour** of the resolution

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast
e-voting	2,420,400	12.34%
Poll	12,618,440	64.82%
Total	15,038,840	77.25%

(ii) Voted **against** the resolution:

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(iii) **Invalid** votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

Item No. 4:-

Special Resolution to migration of the Company's present listing from SME Platform of BSE Limited to the Main Board of BSE Limited.

(i) Voted **in favour** of the resolution

Particulars of Business	Number of votes cast by them	% of total number of valid votes cast
e-voting	2,420,400	12.34%
Poll	12,618,440	64.82%
Total	15,038,840	77.25%

(iv) Voted **against** the resolution:

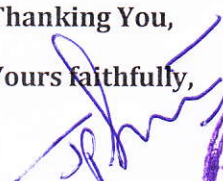
Particulars of Business	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
e-voting	0	0
Poll	0	0
Total	0	0

(v) **Invalid** votes

Type of Business	Number Of Votes Cast By Them
e-voting	0
Poll	0
Total	0

Thanking You,

Yours faithfully,


Jaiprakash R Singh
Practicing Company Secretaries
CP 4412
Membership No. F 7391
Place: Mumbai
Date: 14.03.2015

