



JAI PRAKASH R SINGH & ASSOCIATES

Company Secretaries

114, Birya House, Perin Nariman Street, Fort, Mumbai 400001

Tel: 40025231/40 Cellno.9892741823

Email: jpscs2007@gmail.com ; jpsinghoffice@gmail.com

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20(3) xi 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 FLOORS, PACIFIC PLAZA PLOT, NO. 507 TPS IV OFF B.S. ROAD MAHIM DIVISON DADAR-W, Mumbai -400028.

Dear Sir,

1. I, Jaiprakash Singh, Company Secretary in whole time practice , have been appointed by Board of Directors of ASHAPURA INTIMATES FASHION LIMITED (the Company) as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carries 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 to be held on **Saturday, 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, Mumbai -400028.
2. The Management of the Company is responsible to ensure the compliance of the Companies Act, 2013, and Rule relating to voting through electronic means 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 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 authorised agency to provide e-voting facility engaged by the Company.

3. Further to the above, I submit my report as under:

- (i) The e-voting period remained open from **Monday, 09th March, 2015 (9 a.m.) to Wednesday, 11th March, 2015 (7 p.m.)**
- (ii) The Members of the Company as on the "cut off" date, i.e. **16th February, 2015** were entitled to vote on the resolutions (Resolution no.1 to 4 as set out in the Notice of EGM of the Company.
- (iii) The votes cast were unlocked on 11.03.2015 in presence of 2 witnesses Mr. Jay Parekh and Mr. Mahipal Singh Chouhan who are not in the employment of the Company.



Jay Parekh



Mahipal Singh Chouhan

- (iv) Thereafter, the details containing *interalia* list of Equity Share Holders, who voted "for", "against" each of the resolution that were put to vote, were generated from the e-voting website of www.evotingindia.com.

The Proprietor of M/s Jaiprakash R Singh & Associates, a Company Secretaries firm, having its office at 114, Birya House, PerinNariman Street, Fort, Mumbai - 400001 was appointed as Scrutinizer, in the Meeting of Board of Directors of ASHAPURA INTIMATES FASHION LIMITED held on **Saturday, February 14, 2015** at 10 a.m. at SHOP NO 3-4 GROUND FLOOR, PACIFIC PLAZA PLOT, NO. 507 TPS IV OFF B.S. ROAD MAHIM DIVISON DADAR-W, Mumbai -400028. , submit report as under:

Number of Members who cast their votes through e-voting.	Total Number of Shares held by them.
22	24,20,400
Total	24,20,400

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	24,20,400	12.43%
Total	24,20,400	12.43%

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

	Number of votes cast by them	% of total number of valid votes cast (Against)
e-voting	0	0
Total	0	0

(iii) **Invalid** votes:

	Number of votes cast by them	% of total number of invalid votes cast (Favour and Against)
e-voting	0	0
Total	0	0

Item No. 2:-

Ordinary Resolution, to appointed **Mrs. Anupama Sharma (DIN : 06974366)** 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	24,20,400	12.43%
Total	24,20,400	12.43%

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

	Number of votes cast by them	% of total number of valid votes cast (Against)
e-voting	0	0
Total	0	0

(iii) **Invalid** votes:

	Number of votes cast by them	% of total number of invalid votes cast (Favour and Against)
e-voting	0	0
Total	0	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	24,20,400	12.43%
Total	24,20,400	12.43%

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

	Number of votes cast by them	% of total number of valid votes cast (Against)
e-voting	0	0
Total	0	0

(iii) **Invalid** votes:

	Number of votes cast by them	% of total number of invalid votes cast (Favour and Against)
e-voting	0	0
Total	0	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	24,20,400	12.43%
Total	24,20,400	12.43%

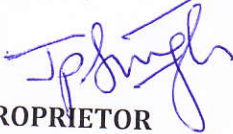
(ii) Voted **against** the resolution:

	Number of votes cast by them	% of total number of valid votes cast (Against)
e-voting	0	0
Total	0	0

(iii) **Invalid** votes:

	Number of votes cast by them	% of total number of invalid votes cast (Favour and Against)
e-voting	0	0
Total	0	0

For JAIPRASH R SINGH & ASSOCIATES
Company Secretaries



PROPRIETOR
CP. 4412
FCS.7391

DATE: 11.03.2015
PLACE: Mumbai

