



September 8, 2022

The Manager
Corporate Relationship Department
BSE Limited
1st Floor, New Trading Wing
Rotunda Building,
P J Towers, Dalal Street, Fort,
Mumbai- 400001

BSE Scrip Code: 543463

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C-1, Block- G
Bandra Kurla Complex, Bandra East
Mumbai- 400051

NSE Symbol: MANYAVAR

Dear Madam/Sir,

Sub: Proceedings of the 20th Annual General Meeting under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

As per the requirement of Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a summary of the Proceedings of the 20th Annual General Meeting of the members of Vedant Fashions Limited ("the Company") held on Thursday, 8th September, 2022 through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), which commenced at 03:30 P.M. (IST) and concluded at 03:51 P.M. (IST) (excluding the time allowed for e-voting at AGM) is enclosed herewith as Annexure – I.

This is for your information and record.

Thanking you

For **Vedant Fashions Limited**

Navin Pareek
Company Secretary & Compliance Officer
Membership No.: F10672

Encl.: a/a



Annexure-I

Summary of Proceedings of the 20th Annual General Meeting

In compliance with the General Circulars No. 14/2020, No. 17/2020, No. 20/2020, 02/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021 and May 5, 2022 respectively issued by the Ministry of Corporate Affairs (the "MCA") read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, the **20th (Twentieth) Annual General Meeting** (the "AGM" or the "Meeting") of the Members of **Vedant Fashions Limited** (the "Company") was duly convened and held on **Thursday, 8th September, 2022**, through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), which **commenced at 03:30 P.M. (IST) and concluded at 03:51 P.M. (IST) (excluding the time allowed for e-voting at AGM).**

Mr. Navin Pareek, Company Secretary and Compliance officer of the Company, welcomed the Members attending the AGM and briefed about the compliances done relating to the Meeting and guidelines to be followed during the Meeting for shareholders and registered speakers.

The Company Secretary informed the Members that in compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder and amendments thereto, read together with the relevant MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company had engaged the services of KFin Technologies Limited (Kfin), to provide remote e-Voting facility which commenced on **Monday, September 05, 2022 (09:00 A.M. IST) and ended on Wednesday, September 07, 2022 (05:00 P.M. IST)** and e-Voting facility during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of the businesses transacted at the Meeting. It was also informed that the e-voting will be open for 15 (Fifteen) minutes post conclusion of the meeting.

The Company Secretary also informed that the voting rights of the Members were reckoned based on the number of shares held by them as on the 'cut-off' date i.e., **Thursday, September 01, 2022.**

The Company Secretary with the permission of the Chairman confirmed that the requisite quorum was present, thereafter, he called the Meeting to order. Thereafter, he introduced other Directors and Chief Financial Officer, who joined the Meeting from various locations. All the Directors including the respective Chairperson of the Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration, Corporate Social Responsibility Committee and Risk Management Committee were also present at the AGM.

Mr. Sanjay Agarwal and Mr. Bhaswar Sarkar, representative of Statutory Auditor, Mr. Vivek Mishra, Secretarial Auditor and Mr. Anil Kumar Dubey, Scrutinizer for the meeting were also present at the Meeting.

Mr. Ravi Modi, Chairman & Managing Director, greeted the Members and chaired the proceedings at the AGM.

He addressed the members about the financial performance of the Company for the year ended 31st March, 2022 and the prospects for future growth alongwith current scenario.

Thereafter, the following businesses as set out in the Notice dated August 08, 2022 convening the AGM were transacted :



Item No.	Details of the Business	Resolution Required
<u>Ordinary Business:</u>		
1.	Adoption of Audited (both Standalone & Consolidated) Financial Statements of the Company for the financial year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	Declaration of dividend of Rs 5/- per fully paid-up equity share of Re. 1/- each for the financial year ended March 31, as the final dividend for the financial year 2021-22.	Ordinary
3.	Re-appointment of Smt. Shilpi Modi (DIN: 00361954), Director, who retires by rotation.	Ordinary
4.	Appointment of B S R & Co. LLP, Chartered Accountants, as statutory auditors of the Company for a term of 5 consecutive years and to fix their remuneration	Ordinary
Special Business:		
5.	Approval for Related Party Transaction pertaining to appointment of Mr. Vedant Modi to the office or place of profit in the Company.	Ordinary
6.	Ratification of the Employee Stock Option Scheme.	Special
7.	Ratification of extension of benefits of the Employee Stock Option Scheme to the employees of the Group Companies.	Special

The Shareholders who had registered themselves as Speakers and were attending the Meeting through VC/OAVM were invited, to put forward their queries/feedback, if any, on the Reports and Financial Statements of the Company for the financial year ended March 31, 2022 and/or on the Agenda Items as contained in the Notice. The Speaker(s) expressed their feedback, queries and suggestions, which was noted/responded to by the Chairman.

Thereafter, the Company Secretary informed the Members that the members who are present in the meeting through VC/OAVM facility and have not casted their vote on the Resolutions through E-voting, can vote through E- voting system during the continuance of the meeting. He also informed that Mr. Anil Kumar Dubey, Partner, M/s. M & A Associates was appointed for the purpose of scrutinizing the process of remote e-voting and e-voting during the Meeting in a fair and transparent manner.

The Company Secretary then informed that the consolidated results of e-voting along with Scrutinizer's Report on the resolutions contained in the Notice would be declared and submitted to the stock exchanges as per the requirements under the SEBI Regulations within the stipulated time, and will also be available on the website of the Company, the stock exchanges and the website of Kfin Technologies Limited.



Mr. Navin Pareek, Company Secretary of the Company, proposed the vote of thanks to the Chair.

Thereafter, the Chairman thanked the members for attending and participating in the Meeting, and declared the meeting as closed.

**Thanking you.
Yours faithfully,
For Vedant Fashions Limited**

Navin Pareek
Company Secretary & Compliance Officer
Membership No.: F10672