



A MODI & CO

CHARTERED ACCOUNTANTS

4, SHIVKRIPA, MAHAVEER COLONY, BEDLA ROAD, UDAIPUR- 313 011

TEL- 0294 2450152, 94142 39096, E MAIL- CAASHOKMODI@GMAIL.COM

CA ASHOK MODI
B.COM, FCA

Dt. 30.06.2017

To,
CHAIRPERSON & MANAGING DIRECTOR,
Pil Italica Lifestyle Ltd
Kodiyat Road , Vill : Sisarma,
PIN: 313 031 Distt: Udaipur

Corporate Identity Number (CIN) : L25207RJ1992PLC006576

Dear Sir/Madam,

At the outset, we would like to thank you for entrusting us with the task of scrutinizing the e-voting and voting by Ballot Papers by your shareholders, at the Annual General Meeting of your company held on 30.06.2017.

Please find enclosed, our Report as listed below:

-Consolidated Report on E-voting and voting by Ballot Papers.

Our Report on E-Voting is based on the data downloaded from the e-voting platform provided by CDSL.

We trust you will find our Report to be comprehensive & self- explanatory in all respects. We will however be happy to answer your queries if any, on the same and assure you of our best services at all times.

For A Modi & Co
Chartered Accountants

(Ashok Modi)

Prop.

M. No: 074488

DATED: 30.06.2017

PLACE: Udaipur





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Scrutinizers Consolidated Report
(E-Voting Process and Ballot Papers)

To,

The Chairman of 25TH Annual General Meeting of the members of PIL Italica Lifestyle Ltd (the Company) held on Friday, 30th June, 2017 at Registered Office of the Company i.e. Kodyat Road , Vill : Sisarma, PIN: 313 031 Distt: Udaipur

Dear Sir,

1. Ashok Modi, Proprietor of M/s A Modi & Co. Chartered Accountants, Udaipur, have been appointed by the Board of Directors of PIL Italica Lifestyle Ltd (the company) as scrutinizer for the purpose of scrutinizing e-voting process and voting by Ballot Papers in a fair and transparent manner and ascertaining the requisite majority on voting carried out as per the provisions of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of SEBI(LODR) Regulations, 2015 in respect of resolutions passed at the 25th Annual General Meeting (AGM) of the Members of the Company held on Friday, 30th June, 2017.

2. It is the responsibility of the management of the Company to ensure due compliance of the provisions of the Companies Act, 2013 and rules made there under and also the requirements thereof relating to voting through electronic means and Ballot Papers on the resolution contained in the Notice of 25th AGM of the members of the Company. As the Scrutinizer for the e-voting process and Ballot Paper process my roles and responsibility are limited to make a Scrutinizer's Consolidated Report of the votes cast "in favor" or "against" in respect of the resolutions contained in the Notice of the 25th Annual General Meeting, based on the Reports generated from the e-voting system provided by the (CDSL)the Authorised Agency to provide Remote e-voting facilities, engaged by the Company and from Ballot Papers conducted at the 25th AGM.

Further to above, I submit my report as under:-

1. The remote e-voting period remained open from Tuesday, 27th June, 2017 (09:00 AM) to Thursday, 29th June, 2017 (5:00 PM).
2. The Members of the Company as on the "Cut Off" date i.e. 23rd June, 2017 were entitled to vote on the resolutions (Item No 1 to 6 as set out in the Notice of 25th AGM of the Company).





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3. Thereafter, the electronic votes cast through remote e-voting were unblocked after the conclusion of 25th AGM in the presence of 2 witnesses Ms. Garima Soni & Mrs. Rekha Modi who are not in the employment of the Company.

Name: Ms. Anchal Jain

Name: Mrs. Rekha Modi

Signature:

Signature:

4. At the 25th AGM held on 30.06.2017, the Chairman at the end of discussions on the resolutions announced the voting through ballot paper to facilitate the members at the meeting who could not participate in the remote e-voting to record their votes.
5. Then the details containing, inter- alia, list of Equity Shareholders, who voted through Remote e-voting "for" and/or "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL and based on such reports, members have casted their votes through remote e-voting and voting through ballot paper at the meeting.
6. The register to record the assent or dissent received has been maintained electronically. It contained the particulars of name, address, folio number or client id of the shareholders, number of shares held by them, nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
7. The consolidated Results of the voting (Remote e-voting and Ballot Papers) is given in attachment hereto marked as "Annexure 1"

For A Modi & Co

Chartered Accountants



(Ashok Modi)

Prop.

M. No: 074488



DATED: 30.06.2017

PLACE: Udaipur



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Annexure I

Agenda Item No.	1						
Subject	Adoption of Financial Statements and other documents for the year ended 31 st March,2017.						
Type of Resolution	Ordinary Resolution						
Particulars	Remote E-voting		Ballot Papers		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	13	159401029	36	94215	49	159495244	100.00
Dissent	-	-	-	-	-	-	-
Total	13	159401029	36	94215	49	159495244	100.00
Abstain/Invalid	-	-	-	-	-	-	-

Agenda Item No.	2						
Subject	Appointment of Mr. Magan Lal Sharma, Director liable to retire by rotation.						
Type of Resolution	Ordinary Resolution						
Particulars	Remote E-voting		Ballot Papers		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	12	159400794	36	94215	48	159495009	100.00
Dissent	1	235	-	-	1	235	0.00
Total	13	159401029	36	94215	49	159495244	100.00
Abstain/Invalid	-	-	-	-	-	-	-

Agenda Item No.	3						
Subject	Appointment of Mr. Mukesh Kumar Kothari, Director liable to retire by rotation.						
Type of Resolution	Ordinary Resolution						
Particulars	Remote E-voting		Ballot Papers		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	12	159400794	36	94215	48	159495009	100.00
Dissent	1	235	-	-	1	235	0.00
Total	13	159401029	36	94215	49	159495244	100.00
Abstain/Invalid	-	-	-	-	-	-	-





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Agenda Item No.	4						
Subject	Ratification of Appointment of Auditors						
Type of Resolution	Ordinary Resolution						
Particulars	Remote E-voting		Ballot Papers		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	12	159400794	36	94215	48	159495009	100.00
Dissent	1	235	-	-	1	235	0.00
Total	13	159401029	36	94215	49	159495244	100.00
Abstain/Invalid	-	-	-	-	-	-	-

Agenda Item No.	5						
Subject	Re-appointment of Mr. Magan Lal Sharma as a Independent Director						
Type of Resolution	Ordinary Resolution						
Particulars	Remote E-voting		Ballot Papers		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	12	159400794	36	94215	48	159495009	100.00
Dissent	1	235	-	-	1	235	0.00
Total	13	159401029	36	94215	49	159495244	100.00
Abstain/Invalid	-	-	-	-	-	-	-

Agenda Item No.	6						
Subject	Re-appointment of Mr. Daud Ali as a Managing Director						
Type of Resolution	Special Resolution						
Particulars	Remote E-voting		Ballot Papers		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	11	159400744	36	94215	47	159494959	100.00
Dissent	2	285	-	-	2	285	0.00
Total	13	159401029	36	94215	49	159495244	100.00
Abstain/Invalid	-	-	-	-	-	-	-





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Based on the aforesaid results, the resolution no 1 to 6 as contained in the notice of 25th AGM dated 06.05.2017 has been passed with requisite majority.

Thanking You,

Yours Faithfully,

For A Modi & Co
Chartered Accountants



(Ashok Modi)
Prop.
M. No: 074488
DATED: 30.06.2017
PLACE: Udaipur