



SPICE ISLANDS APPARELS LTD.

(Govt. Recognised Export House)

Admin. Office: 125-A, Mittal Tower, 12th Floor, 210, Nariman Point, Mumbai 400 021. India
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CIN NO. : L17121MH1988PLC050197

Date: October 01, 2022

To
The BSE Limited,
Listing Department
Phiroz Jeejeebhoy Tower 25th Floor,
Dalal Street, Mumbai- 400001

Ref: - BSE Code - 526827

Sub: Voting Results of the 34th Annual General Meeting held on September 29, 2022 along with Scrutinizer's Report

Dear Sir/ Madam,

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the results of the voting on the proposed resolutions along with the Consolidated Report on the voting issued by Mr. Alok Khairwar, Practicing Company Secretary, Scrutinizer of the 34th Annual General Meeting of the Company held on September 29, 2022.

In this regard, kindly note that all the five (5) resolutions placed before the shareholders as per the notice of the Annual General Meeting have been passed by requisite majority.

Kindly take note of the above.

Thanking you,

For Spice Island Apparels Limited

(Umesh Mohan Katre)
Chairman
DIN: 00196300



Place: Mumbai

In accordance with the SEBI Listing Regulation, the voting details of resolutions passed at the 34th Annual General Meeting of the Company are furnished below:

Date of the AGM	September 29, 2022
Total number of shareholders on record date (September 23, 2022)	2421
No. of shareholders present in the meeting either in person or through proxy:	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	49
Promoters and Promoter Group:	5
Public:	44

Resolution 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 Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2423127	2423127	100	2423127	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2423127	2423127	100	2423127	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0

Public-Non Institutions	E-Voting	60495	60495	99.88	60495	0	100	0
	Poll	75	75	0.12	75	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	60570	60570	100	60570	0	100	0
Total		2483697	2483697	100	2483697	0	100	0

Resolution No. 2: To appoint a Director in place of Mr. Umesh Mohan Katre (DIN 00196300) who retires by rotation and being eligible, offers herself for re-appointment..

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2423127	2423127	100	2423127	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2423127	2423127	100	2423127	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	60495	60495	99.88	60495	0	100	0
	Poll	75	75	0.12	75	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	60570	60570	100	60570	0	100	0
Total		2483697	2483697	100	2483697	0	100	0

Resolution No. 3: To consider and approve the Loan, Gurantee, Security in accordance with the provision of Section 185 of the Companies Act, 2013.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	31995	31995	99.77	31995	0	100	0
	Poll	75	75	0.23	75	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	32070	32070	100	32070	0	100	0
Total		32070	32070	100	32070	0	100	0

Resolution No. 4: To consider and approve the Loan and Investment by the Company in accordance with the provision of Section 186 of the Companies Act, 2013.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	31995	31995	99.77	31995	0	100	0
	Poll	75	75	0.23	75	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	32070	32070	100	32070	0	100	0
Total		32070	32070	100	32070	0	100	0

Resolution No. 5: To consider and approve to keep register and returns at a place other than Registered Office.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes on Polled outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2423127	2423127	100	2423127	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2423127	2423127	100	2423127	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	60495	60495	99.88	60495	0	100	0
	Poll	75	75	0.12	75	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	60570	60570	100	60570	0	100	0
Total		2483697	2483697	100	2483697	0	100	0

Consolidated Report of Scrutinizer on E - Voting

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)
(xii) of the Companies (Management and Administration) Rules, 2014]**

To,

The Chairman

Spice Island Apparels Limited

Unit 3043-3048, 3rd Fl, Bhandup Industrial Estate,
Pannalal Silk Mills Compd, L.B.S. Marg,
Bhandup-W, Mumbai - 400078

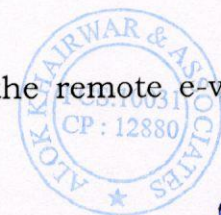
**Ref: 34th Annual General Meeting held on Thursday, September 29,
2022 at 11.08 A.M.**

**Sub: Consolidated Scrutinizer's Report on e-voting conducted
through Video Conferencing (VC)/Other Audio Visual Means
(OAVM) pursuant to the provisions of Section 108 of the
Companies Act, 2013 ("the Act") read with rule 20 of the
Companies (Management and Administration) Rules, 2014 as
amended by Companies (Management and Administration)
Amendment Rules, 2015.**

Dear Sir/Madam,

We Alok Khairwar & Associates, Company Secretaries, have been appointed as the Scrutinizer by the Board of Director of Spice Island Apparels Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 34th Annual General Meeting of the Equity Shareholders of the Company held on Thursday, September 29, 2022 at 11.08 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) and concluded at 11.49 A.M.

We were also appointed as scrutinizer to scrutinize the remote e-voting process during the said AGM

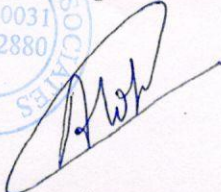
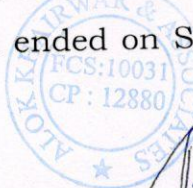


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The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) by the shareholders on the resolutions proposed in the Notice of 34th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means (by remote e-voting) in the meeting are conducted in a faith and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by CDSL.

The Notice dated May 27, 2022 Convening Annual General Meeting (AGM) of the Company along with Statement setting out material fact under Section 102 of the Companies Act, 2013 were sent to the Shareholder on September 05, 2022 in respect of the below mentioned resolutions to be passed at the said Annual General Meeting of the Company to be held on September 29, 2022, at 11.00 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) through electronic mode to those Members whose email addresses are registered with the Company /Depositories, in compliance with the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021 and No. 2/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars').

In accordance with the Notice of 34th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on September 05, 2022, the remote e-voting commenced on September 26, 2022, 09:00 AM and ended on September 28, 2022, 05:00 P.M.

The Equity Shareholders holding shares as on September 23, 2022, "cutoff date" was entitled to vote on the resolutions stated in the Notice of 34th Annual General Meeting of the Company.

This Annual General Meeting of the Equity Shareholders of Spice Island Apparels Limited was convened through Video Conferencing (VC)/Other Audio Visual Means (OAVM) pursuant to the General Circular number 14/2020, 17/2020 and 20/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) without the physical presence of the shareholders at common venue. .

The votes on remote e-voting were unblocked at 12.18 p.m. on September 29, 2022, the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of CDSL (<https://evotingindia.com>) and the same are being handed over to the Chairman/Company Secretary.

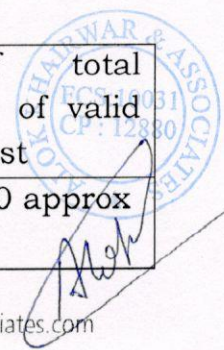
The results of the scrutiny of voting by remote e-voting and through e-voting facility provided during AGM in respect of resolutions contained in Notice dated May 27, 2022 are as under;

(1) Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2022 together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	74	2483622	100 approx





ALOK KHAIRWAR
& ASSOCIATES

ALOK KHAIRWAR AND ASSOCIATES

F214 B wing, Express Zone Mall,
Western Express Highway,
Near Oberoi Mall, Malad East,
Mumbai - 400 097.

e- Voting in AGM	3	75	00
Total	77	2483697	100

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

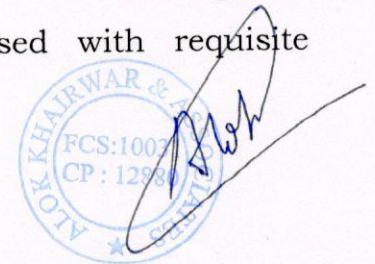
Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.



(2) Resolution

To appoint a Director in place of Mr. Umesh Mohan Katre (DIN 00196300), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution).

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	74	2483622	100 approx
e- Voting in AGM	3	75	00
Total	77	2483697	100

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

(ii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-

Total	-	-	-
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Result: We report that the numbers of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

(3) Resolution

To consider and approve the Loan, Guarantee, Security in accordance with the provision of Section 185 of the Companies Act, 2013. (Special Resolution)

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	67	31995	99.77
e- Voting in AGM	3	75	0.23
Total	70	32070	100

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-



(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	1	28500	-
e-Voting in AGM	-	-	-
Total	1	28500	-

Result: We report that the number of votes cast in favour of the resolution was not less than three times the number of the votes, if any, cast against the resolution by members so entitled and voting, we report that the Special Resolution with regard to Resolution No 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

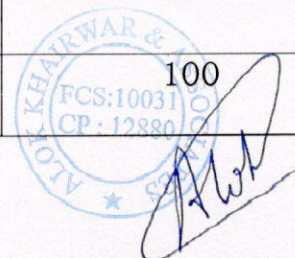
Invalid Votes: There is one invalid vote.

(4) Resolution

To consider and approve the Loan and Investment by the Company in accordance with the provision of Section 186 of the Companies Act, 2013. (Special Resolution)

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	67	31995	99.77
e-Voting in AGM	3	75	0.23
Total	70	32070	100



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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	1	28500	-
e- Voting in AGM	-	-	-
Total	1	28500	-

Result: We report that the number of votes cast in favour of the resolution was not less than three times the number of the votes, if any, cast against the resolution by members so entitled and voting, we report that the Special Resolution with regard to Resolution No 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Invalid Votes: There is one invalid vote.

(5) Resolution

To consider and approve to keep Registers and Returns at a place other than Registered Office. (Special Resolution)

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

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	74	2483622	100 approx
e- Voting in AGM	3	75	00
Total	77	2483697	100

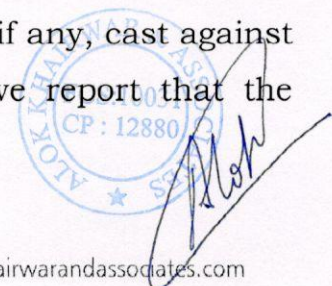
(ii) Voted **against** the resolution:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

(iii) Invalid Votes:

Mode of Voting	Numbers of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
Remote e-voting	-	-	-
e- Voting in AGM	-	-	-
Total	-	-	-

Result: We report that the number of votes cast in favour of the resolution was not less than three times the number of the votes, if any, cast against the resolution by members so entitled and voting, we report that the





ALOK KHAIWAR
& ASSOCIATES

ALOK KHAIWAR AND ASSOCIATES

F214 B wing, Express Zone Mall,
Western Express Highway,
Near Oberoi Mall, Malad East,
Mumbai - 400 097.

Special Resolution with regard to Resolution No 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Invalid Votes: There were no invalid votes.

All the relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 34th Annual General Meeting and the same shall be handed over to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

**For Alok Khairwar & Associates
Company Secretaries**



**CS Alok Khairwar
(Proprietor)
FCS: 10031
CP No: 12880
P. R. No: 1761/2022
UDIN: F010031D001090484**

**Place: Mumbai
Dated: September 30, 2022**