

Provogue (India) Ltd.

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Date: 1st October 2014

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai 400 051
Scrip: PROVOGE

BSE Limited
Listing Department
P.J. Towers, Dalal Street, Fort
Mumbai 400 001
Scrip: 532647

Dear Sir,

Subject: Outcome/ proceeding of 18th Annual General Meeting – Clause 31(d)

In compliance with clause 31(d) of the Listing Agreement, please take note that 18th Annual General Meeting (AGM) of the Company was held on Tuesday, 30th September 2014 and members exercised their votes through e-voting kept open during 23rd Sept 14 to 25th Sept 14 prior to AGM and through ballot papers at the AGM for all the resolutions as mentioned in the notice convening the said AGM. The details of resolutions passed at AGM are as under:

Ordinary Business:

- (1) Adoption of the audited Balance Sheet as at 31st March, 2014, the Profit & Loss Account and Cash Flow Statement for the year ended on that date along with the Reports of the Directors' and Auditors' thereon.
- (2) Appointment of a Director in place of Mr. Deep Gupta (DIN: 00004788), who retires by rotation and being eligible, offers himself for re-appointment.
- (3) Appointment of M/s Ajay Shobha & Co., Chartered Accountants (Firm Registration No. 317031E) as sole Statutory Auditors to hold the office from the conclusion of 18th AGM to 22nd AGM and fixation of their remuneration

Special Business:

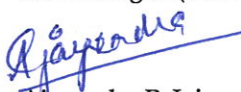
- (4) Appointment of Mr. Dinesh Arya as an Independent Director for a period of consecutive five years from 26th May 2014 to 25th May 2019
- (5) Appointment of Mr. Hetal Hakani as an Independent Director for a period of consecutive five years from 26th May 2014 to 25th May 2019
- (6) Approval of borrowing limits of the Company pursuant to section 180(1)(c) of the Companies Act, 2013
- (7) Creation of mortgage and charge over the properties of the Company pursuant to section 180(1)(a) of the Companies Act, 2013
- (8) Approval of payment of Remuneration to the Cost Auditors- M/s Ketki D. Visariya & Co.
- (9) Approval of payment of remuneration by Provogue Personal Care Private Limited (PPCPL), WOS to Mr. Akhil Chaturvedi appointed as Whole time Director in case of inadequacy of profit in PPCPL

Please take the above on record.

Thanking you

Yours truly,

For Provogue (India) Limited


Ajayendra P. Jain
Company Secretary

