SHOPPERS STOP

SEC/052/2016-17

July 29, 2016

BSE Limited. Mumbai Samachar Marg, Fort, Mumbai - 400 001.	National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex. Bandra. (East) Mumbai-400 051.	
Stock Code: 532638	Symbol: SHOPERSTOP	

Dear Sirs,

Sub: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (LODR), we hereby inform you that the members of the Company at its 19thAnnual General Meeting (AGM) held on Friday, July 29, 2016 at Boundary Hall, First Floor, MCA Recreation Centre, RG-2, G-Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051, transacted the business as stated in the Notice dated May 3, 2016.

In this connection, we hereby enclose the consolidated results of Remote E Voting & Ballot at the Meeting in the format prescribed under Regulation 44(3) pf LODR, together with Scrutinizer's Report.

Details of the voting results are as follows:

Date of the Annual General Meeting	*	1:	July 29, 2016	
Total number of Shareholders on Cut Off Date i.e. July 22, 2016		:	7,977	

No. of Shareholders present in the meeting either in person or through proxy.	1:	In Person	Proxy	Total
Promoters and Promoter Group		14	00	14
Public		41	59	100
Total		55	59	114

No. of Shareholders attended the meeting through Video Conferencing	 Not arranged	
No. of official actions and the same of th		

Agenda-wise disclosure:

 To consider and adopt audited financial statement of the Company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon; andaudited consolidated financial statement of the Company for the financial year ended March 31, 2016 and the Report of the Auditors thereon.

Resolution re-	quired:		Ordinary Resol	ution							
Whether prominterested in t	noter/ promote he agenda/res	r group are colution?	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	E-Voting	56,029,674	56,029,674	100.00	56,029,674	0	100.00	0.00			
&Promoter	Poll		0	0.00	0	0	0.00	0.00			
Group	Total		56,029,674	100.00	56,029,674	0	100.00	0.00			
Public -	E-Voting	13,886,467	9,956,186	71.70	9,956,186	. 0	100.00	0.00			
Institutional	Poll		0	0.00	0	0	0.00	0.00			
Holders	Total		9,956,186	71.70	9,956,186	0	100.00	0.00			
Public-Non	E-Voting	13.588.603	5,630,116	41.43	5,630,116	0	100.00	0.00			
Institutions	Poll	,500,000	1,406,251	10.35	1,406,201	50	99.9964	0.0035			
motituations	Total		7,036,367	51.78	7,036,317	0	99.99	0.00			
Total	1.5	83,504,744	73,022,227	87.45	73,022,177	50	99.99	0.01			



2. To confirm the interim dividend of Rs. 0.75 per equity share of Rs. 5/- each, as final dividend for the financial year ended March 31, 2016.

Resolution red	quired: (Ordin	ary/ Special)	Ordinary Resol	ution	1				
Whether prominterested in t			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	E-Voting	56,029,674	56,029,674	100.00	56,029,674	0	100.00	0.00	
&Promoter	Poll		- 0	0.00	. 0	. 0	.0.00	- 0.00	
Group	Total		56,029,674	100.00	56,029,674	0	100.00	0.00	
Public -	E-Voting	13,886,467	12,646,036	91.07	12,646,036	0	100.00	0.00	
Institutional	Poll		0	0.00	0	0	. 0.00	0.00	
Holders	Total		12,646,036	91.07	12,646,036	. 0.	100.00	0.00	
Public-Non	E-Voting	13,588,603	5,630,116	41.43	5,630,116	0.	100.00	0.00	
Institutions	Poll		1,406,251	10.35	1,406,234	17	99.9987	0.0012	
	Total		7,036,367	51.78	7,036,350	. 0	99.99	0.00	
Total		83,504,744	75,712,077	90.67	75,712,060	17	100.00	0.00	

3. To appoint Mr. B. S. Nagesh (DIN 00027595), Director, liable to retire by rotation.

Resolution re-	quired: (Ordina	ry/ Special)	Ordinary Res	Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No	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	E-Voting	56,029,674	56,029,674	100.00	56,029,674	0	100.00	0.00		
&Promoter	Poll		0	0.00	0	0	0.00	0.00		
Group	Total		56,029,674	100.00	56,029,674	. 0	100.00	0.00		
Public -	E-Voting	13,886,467	12,646,036	91.0673	12,646,036	. 0	100.00	0.00		
Institutional	Poll	1	0	0.00	0	0	0.00	0.00		
Holders	Total	1	12,646,036	91.0673	12,646,036	0	100.00	0.00		
Public-Non	E-Voting	13,588,603	5,630,116	41.4326	5,630,116	0	100.00	0.00		
Institutions	Poll	1	908,377	6.6848	908,360	17	99.9981	0.0018		
	Total	1	6,538,493	48.12	6,538,476	0	99.99	0.00		
Total		83,504,744	75,214,203	90.0718	75,214,186	17	100.00	0.00		

4. To ratify appointment of Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company from the conclusion of 19thAnnual General Meeting till conclusion of the next Annual General Meeting.

Resolution re-	quired: (Ordina	ry/ Special)	Ordinary Res	solution					
Whether promoter/ promoter group are interested in the agenda/resolution?		No	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	E-Voting	56,029,674	56,029,674	100.00	56,029,674	0	100.00	0.00	
&Promoter	Poll		0	0.00	0	0	0.00	0.00	
Group	Total		56,029,674	100.00	56,029,674	. 0	100.00	0.00	
Public -	E-Voting	13,886,467	12,646,036	91.07	12,639,186	6,850	99.95	0.05	
Institutional	Poll	1	0	0.00	0	0	0.00	0.00	
Holders	Total		12,646,036	91.07	12,639,186	6,850	99.95	0.05	
Public-Non	E-Voting	13,588,603	5,630,116	41.43	5,630,116	0	100.00	0.00	
Institutions	Poll	1	1,406,251	10.35	1,406,204	47	99.9966	0.0033	
	Total	1 1	7,036,367	57.78	7,036,320	0	99.99	0.00	
Total		83,504,744	75,712,077	90.67	75,705,180	6,897	99.99	0.01	





5. Approval for payment of commission to Non-Executive Directors of the Company upto one percent of the net profits of the Company for each financial year.

Resolution re-	quired: (Ordina	ry/ Special)	Ordinary Res	solution						
	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	E-Voting	56,029,674	56,029,674	100.00	56,029,674	Q	100.00	0.00		
&Promoter	Poll		0	0.00	0	0	0.00	0.00		
Group	Total		56,029,674	100.00	56,029,674	. 0	100.00	0.00		
Public -	E-Voting	13,886,467	12,646,036	91.0673	12,646,036	. 0	100.00	0.00		
Institutional	Poll	1 10000 0	0	0.00	. 0	0	0.00	0.00		
Holders	Total		12,646,036	91.0673	12,646,036	0	100.00	0.00		
Public-Non	E-Voting	13,588,603	5,630,057	41,4322	5,630,014	43	99.9992	0.0007		
Institutions	Poll	17000FG 10002-0010-000	1,406,251	10.3488	1,406,201	50	99.9964	0.0035		
	Total	1	7,036,308	51.78	7,036,215	0	99.99	0.00		
Total		83,504,744	75,712,018	90.68	75,711,925	93	99.99	0.01		

6. Approval of Material Related Party Transactions entered into by the Company with Hypercity Retail (India) Ltd.; the subsidiary company.

Resolution re-	quired: (Ordina	ry/ Special)	Ordinary Res	Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes	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	E-Voting	56,029,674	0	0.00	- 14 0	0	0.00	0.00		
&Promoter	Poll		0	0.00	0	0	0.00	0.00		
Group	Total		0	0.00	0	0	0.00	0.00		
Public -	E-Voting	13,886,467	12,541,986	90.3180	10,975,545	1,566,441	87.51	12.49		
Institutional	Poll		0	0.00	. 0	0	0.00	0.00		
Holders	Total	1	12,541,986	90.3180	10,975,545	1,566,441	87.51	12.49		
Public-Non	E-Voting	13,588,603	5,630,116	41.43	5,630,116	. 0	100.00	0.00		
Institutions	Poll		527,704	3.88	527,657	47	99.9910	0.0089		
	Total		6,157,820	45.32	0	0	0.00	0.00		
Total		83,504,744	18,699,806	22.39	17,133,318	1,566,488	91.62	8.38		

We request you to kindly take the same on record. All resolutions as stated herein above are duly approved with requisite majority.

Thanking you,

Yours faithfully,

For Shoppers Stop Limited

Prashant Mehta Vice President Legal & Company Secretary

Encl: aa

V. Sundaram & Co.

PRACTICING COMPANY SECRETARIES

Residential Address:

704, Satyam Tower, 90 Ft. Road, Thakur Complex, Kandivli (E), Mumbai - 400 101.

Mobile: 9833159899

e-mail: vsundaramfcs1@hotmail.com

MIMBAI \

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Shoppers Stop Limited Mumbai

Sub: Annual General Meeting of the Shareholders of Shoppers Stop Limited held on Friday, 29th July, 2016 at Mumbai, Maharashtra.

Dear Sir,

- I, Dhara Solanki, of V. Sundaram & Co, Practicing Company Secretaries, was appointed by the Board of Directors of Shoppers Stop Limited as Scrutinizer vide resolution dated 3rd May, 2016 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions, at the Annual General Meeting of the Shareholders of Shoppers Stop Limited, to be held on Friday, 29th July, 2016 at Mumbai, for which I submit my report as under:
 - 1. The remote e-voting period remained open from Tuesday, 26th July, 2016 (09.00 a.m) to Thursday, 28th July, 2016 (5.00 p.m) both days inclusive.
 - 2. The shareholders holding shares as on "cut off" date, i.e 22nd July, 2016, were entitled to vote on the proposed resolutions.
 - 3. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the remote e-voting website of Karvy Computershare Private Limited.
 - 4. After the closing of the poll as announced by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed.
 - 5. The locked ballot box was subsequently opened by me in the presence of two witnesses, Ms. Rupa Shetty and Ms. Alka Shukla who are not in employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations / proxies lodged with the Company.

- 6. There were 2 ballot papers comprising of 6 votes which were invalid.
- 7. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the annual general meeting is conducted in a fair and transparent manner and render a consolidated report of the total votes cast in favour and against to the Chairman on the resolutions, based on the reports generated from the remote e-voting system provided by Karvy Computershare Private Limited and voting by use of ballots at the meeting.
- 8. The results of voting by electronic means, physical ballot held at the aforesaid Annual General Meeting is as under:

Resolution 1:

Adoption of:

- a) the audited financial statement of the Company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon; and
- b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2016 and the Report of the Auditors thereon.
- (i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)		% of number valid cast	total of votes
Total	147	73022177		99.99

(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)		of	% of number valid vote	total of s cast
Total	06	5	50		0.01

Mode of Voting	Number of members present and voting (in person or by proxy)	The state of the s	% of total number of valid votes cast
Total	07	2689850	



	a) the	Ordinary: Adoption of a) the audited financial statement of the Company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors						
Resolution		reon; and						
required:		audited con						
(Ordinary/	yea	ar ended Ma	rch 31, 20	16 and the l	Report of the	e Auditors	s thereon.	•9
Special)								
Whether								
promoter/	No							
promoter								
group are								
interested								
in the								
agenda/								
resolution?						_		
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of	% of
	Voting	shares held	votes	Polled on	Votes – in	Votes –	Votes in	Votes
		(1)	polled (2)	outstandin	favour (4)	against	favour	against
				g shares (3)=[(2)/(1)]* 100		(5)	on votes polled (6)=[(4)/ (2)]*100	on votes polied (7)=[(5)/(2)]*100
D	E-Voting		56029674	100.00	56029674	0	100.00	0.00
Promoter and	Poll		0	0.00	0	0	0.00	0.00
Promoter		56029674						
Group	Total		56029674	100.00	56029674	0	100.00	0.00
	E-Voting		9956186	71.70	9956186	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public-		13886467						
Institutions	Total	V	9956186	71.70	9956186	0	100.00	0.00
	E-Voting		5630116	41.43	5630116	0	100.00	0.00
	Poll		1406251	10.35	1406201	50	99.99	0.00
Public- Non		13588603						
Institutions	Total		7036367	51.78	7036317	0	99.99	0.00
	Total	83504744	73022227	87.45	73022177	50	99.99	0.01



Resolution 2:

To confirm payment of Interim Dividend on Equity Shares as final dividend for the financial year ended March 31, 2016.

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
Total	157	75712060	100

(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)		% of number valid cast	
Total	03	17		

Mode of Voting	Number of	Number of votes	% of	total
J	members present	cast	number	of
	and voting (in		valid	votes
	person or by proxy)		cast	
Total	0	0		



Resolution required:	(2.55)	- To confirm	- 1500				Shares	as final
(Ordinary/	arridone	. 101 1110 11110	aroiai jour o		0 .,	(2)		
Special)								
	No	1000 1000						
Whether								
promoter/								
promoter								
group are								
interested in								
the agenda/								
resolution?		F						
				% of			% of	% of
				Votes			Votes in	Votes
				Polled on		E 2000	favour	against
				outstandi		No. of	on votes	on votes
		No. of	No. of	ng shares	No. of	Votes –	polled	polled
	Mode of	shares held	votes	(3)=[(2)/(Votes – in	against	(6)=[(4)/	(7)=[(5)/
Category	Voting	(1)	polled (2)	1)]* 100	favour (4)	(5)	(2)]*100	(2)]*100
Promoter	E-Voting		56029674	100.00	56029674	0	100.00	0.00
and	Poll		0	0.00	0	0	0.00	0.00
Promoter		56029674						
Group	Total		56029674	100.00	56029674	0	100.00	0.00
	E-Voting		12646036	91.07	12646036	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public-		13886467						
Institutions	Total		12646036	91.07	12646036	0	100.00	0.00
	E-Voting		5630116	41.43	5630116	0	100.00	0.00
	Poll		1406251	10.35	1406234	17	99.9987	0.0012
Public- Non		13588603						
Institutions	Total	1000000	7036367	51.78	7036350	17	99.99	0.00
	Total	83504744	75712077	90.6680	75712060	17	100.00	0.00



Resolution 3:

Re-appointment of Mr. B. S. Nagesh (DIN 00027595), as a Director, who retires by rotation.

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of number valid cast	
Total	156	75214186		100

(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	1	number	
Total	03	17		

Mode of Voting	Number of	Number of votes	% of	total
J	members present and voting (in person or by proxy)		number valid cast	of votes
Total	0	0	cast	



Resolution								
required:			199	1 1000000000		2/2/	6 TO	
(Ordinary/	0.50	Re-appointmer	nt of Mr. B. S	. Nagesh (DIN 00	0027595), as	a Director,	who retires	by
Special)	rotation.							
Whether	No							
promoter/								
promoter								
group are								
interested in								
the								
agenda/resol								
ution?				T	T			% of
				1/4			% of	% of Votes
							% of Votes in	against
				% of Votes			favour	on
				Polled on			on	votes
				outstanding		No. of	votes	polled
		No. of	No. of	shares	No. of	Votes –	polled	(7)=[(5
	Mode of	shares held	votes	(3)=[(2)/(1)]*	Votes – in	against	(6)=[(4)/)/(2)]*
Category	Voting	(1)	polled (2)	100	favour (4)	(5)	(2)]*100	100
	E-Voting	(1)	56029674	100.00	56029674	0	100.00	0.00
Promoter	Poll	1	0	0.00	0	0	0.00	0.00
and	1011	56029674		3.00		X-12		
Promoter	Total	56029674	56029674	100.00	56029674	0	100.00	0.00
Group	E-Voting		12646036	91.0673	12646036	0	100.00	0.00
	Poll	1	0	0.00	0	0	0.00	0.00
	POII	-	0	0.00	0	0	0.00	0.00
Public-		13886467		04.05=5	40545055	_	400.00	0.00
Institutions	Total		12646036	91.0673	12646036	0	100.00	0.00
	E-Voting		5630116	41.4326	5630116	0	100.00	0.00
	Poll		908377	6.6848	908360	17	99.9981	0.0018
Public- Non		13588603						
Institutions	Total		6538493	48.12	6538476	17	99.99	0.00
	Total	83504744	75214203	90.0718	75214186	17	100.00	0.00



Resolution 4:

Appointment of Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company and payment of remuneration thereof.

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of number valid cast	
Total	154	75705180	99	.9909

(ii) Votes against the resolution:

Mode of Voting	members present and voting (in person or by	Number of votes cast	% of total number of valid votes cast
Total	proxy) 06	6897	0.0091

Mode of Voting	Number of	Number of votes	% of total
C	members present and voting (in person or by proxy)	cast	number of valid votes cast
Total	0	0	



Resolution											
required:	0	Ordinary - Appointment of Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory									
(Ordinary/	Auditors of the Company and payment of remuneration thereof.										
Special) Whether	No										
The state of the s	INO										
promoter/ promoter											
175											
group are interested											
in the											
agenda/											
resolution?											
Tesolution.				% of			% of	% of			
				Votes			Votes in	Votes			
				Polled on			favour	against			
				outstandi		No. of	on votes	on votes			
		No. of	No. of	ng shares	No. of	Votes –	polled	polled			
	Mode of	shares held	votes	(3)=[(2)/(Votes – in	against	(6)=[(4)/((7)=[(5)/(
Category	Voting	(1)	polled (2)	1)]* 100	favour (4)	(5)	2)]*100	2)]*100			
Promoter	E-Voting		56029674	100.00	56029674	0	100.00	0.00			
and	Poll		0	0.00	00	0	0.00	0.00			
Promoter		56029674									
Group	Total		56029674	100.00	56029674	0	100.00	0.00			
	E-Voting		12646036	91.07	12639186	6850	99.95	0.05			
	Poll		0	0.00	00	0	0.00	0.00			
Public-		13886467									
Institutions	Total		12646036	91.07	12639186	6850	99.95	0.05			
	E-Voting		5630116	41.43	5630116	0	100.00	0.00			
	Poll		1406251	10.35	1406204	47	99.9966	0.0033			
Public- Non		13588603						al al			
Institutions	Total	1700	7036367	57.78	7036320	47	99.99	0.00			
	Total	83504744	75712077	90.67	75705180	6897	99.9909	0.0091			



Resolution 5:

To approve payment of commission to Non-Executive Directors of the Company.

(i) Votes in favour of the resolution:

Mode of Voting	Number of	Number of votes	% of total
	members present and voting (in person or by proxy)	cast	number of valid votes cast
Total	151	75711925	99.9999

(ii) Votes against the resolution:

Mode of Voting	Number of	Number of votes	% of total
	members present and voting (in person or by proxy)	() () () () () () () () () ()	number of valid votes cast
Total	08	93	0.0001

Mode of Voting	Number of	Number of votes	% of total
	members present and voting (in person or by proxy)	cast	number of valid votes cast
Total	01	59	



Resolution								
required:								
(Ordinary/								
Special)		To approve p	ayment of con	nmission to N	lon-Executive Di	rectors of t	he Compar	ny.
Whether	No							
promoter/								
promoter								
group are								
interested								
in the								
agenda/res								
olution?				% of			% of	% of
				Votes			Votes in	Votes
				Polled on			favour	against
				outstandi		No. of	on votes	on votes
		No. of	No. of	ng shares	No. of Votes	Votes –	polled	polled
	Mode of	shares	votes	(3)=[(2)/(– in favour	against	(6)=[(4)/	(7)=[(5)/(
Category	Voting	held (1)	polled (2)	1)]* 100	(4)	(5)	(2)]*100	2)]*100
Promoter	E-Voting		56029674	100.00	56029674	0	100.00	0.00
and	Poll		0	0.00	00	0	0.00	0.00
Promoter		56029674						
Group	Total		56029674	100.00	56029674	0	100.00	0.00
	E-Voting		12646036	91.0673	12646036	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
Public-		13886467						
Institutions	Total		12646036	91.0673	12646036	0	100.00	0.00
	E-Voting		5630057	41.4322	5630014	43	99.9992	0.0007
	Poll		1406251	10.3488	1406201	50	99.9964	0.0035
Public- Non		13588603						
Institutions	Total		7036308	51.78	7036215	93	99.99	0.001
	Total	83504744	75712018	90.68	75711925	93	99.9999	0.0001



Resolution 6:

Approval/Ratification of Material Related Party transactions entered into by the Company with Hypercity Retail (India) Ltd.; the subsidiary company, under Regulation 23(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(i) Votes in favour of the resolution:

Mode of Voting	members present and voting (in person or by	Number of votes cast	% of total number of valid votes cast
Total	proxy) 112	17133318	91.62

(ii) Votes against the resolution:

Mode of Voting	Number of	Number of votes	% of total
C	members present and voting (in person or by proxy)	cast	number of valid votes cast
Total	26	1566488	8.38

Mode	of	Number		Number of votes	2000000	total
Voting*		members pre and voting person or proxy)	sent (in by	cast	number valid vote	of es cast
Total			17	56133724		



(iv)									
Resolution										
required:	Ordinary - A	Ordinary - Approval/Ratification of Material Related Party transactions entered into by the Company with Hypercity Retail (India) Ltd.; the subsidiary company, under Regulation 23(8) of								
(Ordinary/	Company w	ith Hypercity	/ Retail (India) Ltd.; the subs	sidiary compa	any, under R	egulation 2	3(8) of		
Special)	the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015.									
Whether	Yes	Yes								
promoter/										
promoter										
group are										
interested										
in the										
agenda/res										
olution?	-				I			% of		
								% of Votes		
							% of	against		
				% of Votes			Votes in	on		
				Polled on			favour	votes		
				outstanding		No. of	on votes	polled		
		No. of	No. of	shares	No. of	Votes –	polled	(7)=[(5		
	Mode of	shares	votes	(3)=[(2)/(1)]	Votes – in	against	(6)=[(4)/)/(2)]*		
Category	Voting	held (1)	polled (2)	* 100	favour (4)	(5)	(2)]*100	100		
	E-Voting		0	0.00	00	0	0.00	0.00		
Promoter and	Poll		0	0.00	00	0	0.00	0.00		
Promoter		56029674								
Group	Total	30023074	0	0.00	00	0	0.00	0.00		
	E-Voting		12541986	90.3180	10975545	1566441	87.51	12.49		
	Poll		0	0.00	00	0	0.00	0.00		
Public-		13886467								
Institutions	Total	13000107	12541986	90.3180	10975545	1566441	87.51	12.49		
	E-Voting		5630116	41.43	5630116	0	100.00	0.00		
	Poll		527704	3.88	527657	47	99.9910	0.0089		
Public- Non		13588603				1537				
Institutions	Total		6157820	45.32	6157773	47	99.99	0.00		
	Total	83504744	18699806	22.3937	17133318	1566488	91.6230	8.3770		

*In terms of provisions of Regulation 23(7) of the SEBI (Listing obligation and Disclosure requirements)Regulations, 2015 in respect of Material Related Party Transactions at item no 6 forming part of Notice of 19th Annual General Meeting of the Company, the related parties were required to remain abstain from voting on such resolutions and such related parties have not voted on item no.6.



9. The ballot papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Place: Mumbai

Dated: 29th July, 2016.

Witness 1: Kupa huttis Status
Witness 2: Alka 2. Shukla

Yours faithfully

For V. Sundaram & Co.

Dolanki

Dhara Solanki Company Secretary M.No. 29177-CP No. 12475