



September 29, 2023

BSE Limited
Scrip: 535755 & 961915

National Stock Exchange of India Limited
Symbol: ABFRL

Sub.: Voting Results of the 16th Annual General Meeting of Aditya Birla Fashion and Retail Limited [“16th AGM/Meeting”]

Ref.: 1. Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“SEBI Listing Regulations”]
2. Our intimation dated September 28, 2023

Dear Sir/ Madam,

Pursuant to the above referred, the 16th AGM of the Company was held on Thursday, September 28, 2023 (IST) through Video Conferencing [“VC”]/Other Audio-Visual Means [“OAVM”] to transact the business as stated in the Notice of 16th AGM dated August 4, 2023 [“Notice”]. The meeting commenced at 3:00 p.m. and concluded at 3:50 p.m.

All the items of business as contained in the Notice were transacted and passed by the Members with requisite majority.

In this regard, please find enclosed:

- (i) Combined Voting Results: Annexure A and
- (ii) Scrutinizer’s Report: Annexure B.

The above reports are available on Company’s website i.e. www.abfrl.com and the Company’s Registrar and Share Transfer Agent, Link Intime India Private Limited i.e. at <https://instavote.linkintime.co.in/>

This is for your information and record.

Thanking you.

Sincerely,
For **Aditya Birla Fashion and Retail Limited**

Anil Malik
President & Company Secretary

Encl.: a/a

ADITYA BIRLA FASHION AND RETAIL LIMITED

Registered Office:

Piramal Agastya Corporate Park, Building ‘A’,
4th and 5th Floor, Unit No. 401, 403, 501, 502,
L.B.S. Road, Kurla, Mumbai - 400 070

CIN: L18101MH2007PLC233901
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Website: www.abfrl.com
E-mail: secretarial@abfrl.adityabirla.com



VOTING RESULTS OF THE 16TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 28, 2023 AT 3:00 P.M.

Annexure A

Date of AGM	September 28, 2023
Total number of shareholders on the record Date (i.e. September 21, 2023 cut-off date for voting purpose)	306019
No. of shareholders present in the meeting either in person or through authorized representatives or through proxy:	N.A.
• Promoter and Promoter Group	N.A.
• Public	
No. of shareholders attended the meeting through video conferencing	
• Promoter and Promoter Group	3
• Public	44

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VOTING RESULTS OF THE 16TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 28, 2023 AT 3:00 P.M.

Annexure A

Resolution required: (Ordinary/ Special)			1 (a) Consider and adopt Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2023 and the Reports of the Directors and Auditors thereon - Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			1 (b) Consider and adopt Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2023 and the Reports of Auditors thereon - Ordinary					
			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
	Poll (E-voting at AGM)		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
Public- Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.2864	17,83,63,942	-	100.0000	-
	Poll (E-voting at AGM)		7,31,70,731	24.7315	7,31,70,731	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		25,15,34,673	85.0179	25,15,34,673	-	100.0000	-
Public- Non Institutions ⁽ⁱⁱ⁾	Remote E-Voting	12,21,36,785	9,54,671	0.7816	9,53,197	1,474	99.8456	0.1544
	Poll (E-voting at AGM)		6,17,705	0.5057	6,17,705	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		15,72,376	1.2874	15,70,902	1,474	99.9063	0.0937
Total		94,42,97,192	77,94,06,565	82.5383	77,94,05,091	1,474	99.9998	0.0002

Notes:

(i) Public-Non Institutions:

(a) Includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.

(ii) Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).

(iii) The percentages have been rounded off to four decimal places.

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VOTING RESULTS OF THE 16TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 28, 2023 AT 3:00 P.M.

Annexure A

Resolution required: (Ordinary/ Special)		2. Appoint a director in place of Ms. Sangeeta Pendurkar (DIN: 03321646), who retires by rotation and being eligible, offers herself for re-appointment- Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
	Poll (E-voting at AGM)		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
Public- Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.2864	17,82,41,742	1,22,200	99.9315	0.0685
	Poll (E-voting at AGM)		7,31,70,731	24.7315	7,31,70,731	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		25,15,34,673	85.0179	25,14,12,473	1,22,200	99.9514	0.0685
Public- Non Institutions ⁽ⁱⁱⁱ⁾	Remote E-Voting	12,21,36,785	9,54,191	0.7812	9,48,249	5,942	99.3773	0.6227
	Poll (E-voting at AGM)		6,17,705	0.5057	6,17,700	5	99.9992	0.0008
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		15,71,896	1.2870	15,65,949	5,947	99.6217	0.3783
Total		94,42,97,192	77,94,06,085	82.5382	77,92,77,938	1,28,147	99.9836	0.0164

Notes:

(i) Public-Non Institutions:

(a) Includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.

(ii) Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).

(iii) The percentages have been rounded off to four decimal places.

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Annexure A

Resolution required: (Ordinary/ Special)		3. Appoint a director in place of Mr. Vishak Kumar (DIN: 09078653), who retires by rotation and being eligible, offers himself for re-appointment – Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
	Poll (E-voting at AGM)		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
Public- Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.2864	17,82,41,742	1,22,200	99.9315	0.0685
	Poll (E-voting at AGM)		7,31,70,731	24.7315	7,31,70,731	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		25,15,34,673	85.0179	25,14,12,473	1,22,200	99.9514	0.0685
Public- Non Institutions ⁽ⁱⁱⁱ⁾	Remote E-Voting	12,21,36,785	9,54,095	0.7812	9,50,326	3,769	99.6050	0.3950
	Poll (E-voting at AGM)		6,17,705	0.5057	6,17,700	5	99.9992	0.0008
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		15,71,800	1.2869	15,68,026	3,774	99.7599	0.2401
Total		94,42,97,192	77,94,05,989	82.5382	77,92,80,015	1,25,974	99.9838	0.0162

Notes:

(i) Public-Non Institutions:

(a) Includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.

(ii) Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).

(iii) The percentages have been rounded off to four decimal places.

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VOTING RESULTS OF THE 16TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 28, 2023 AT 3:00 P.M.

Annexure A

Resolution required: (Ordinary/ Special)		4. Remuneration for Ms. Sangeeta Pendurkar, Whole-Time Director – Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
	Poll (E-voting at AGM)		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
Public- Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.2864	12,54,65,695	5,28,98,247	70.3425	29.6575
	Poll (E-voting at AGM)		7,31,70,731	24.7315	7,31,70,731	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		25,15,34,673	85.0179	19,86,36,426	5,28,98,247	78.9698	29.6575
Public- Non Institutions ⁽ⁱⁱ⁾	Remote E-Voting	12,21,36,785	9,53,964	0.7811	9,47,748	6,216	99.3484	0.6516
	Poll (E-voting at AGM)		6,17,705	0.5057	6,17,600	105	99.9830	0.0170
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		15,71,669	1.2868	15,65,348	6,321	99.5978	0.4022
Total		94,42,97,192	77,94,05,858	82.5382	72,65,01,290	5,29,04,568	93.2122	6.7878

Notes:

(i) Public-Non Institutions:

(a) Includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.

(ii) Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).

(iii) The percentages have been rounded off to four decimal places.

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VOTING RESULTS OF THE 16TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 28, 2023 AT 3:00 P.M.

Annexure A

Resolution required: (Ordinary/ Special)		5. Remuneration for Mr. Vishak Kumar, Whole-Time Director - Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
	Poll (E-voting at AGM)		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
Public- Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.2864	12,54,65,695	5,28,98,247	70.3425	29.6575
	Poll (E-voting at AGM)		7,31,70,731	24.7315	7,31,70,731	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		25,15,34,673	85.0179	19,86,36,426	5,28,98,247	78.9698	29.6575
Public- Non Institutions ⁽ⁱⁱ⁾	Remote E-Voting	12,21,36,785	9,54,108	0.7812	9,48,887	5,221	99.4528	0.5472
	Poll (E-voting at AGM)		6,17,705	0.5057	6,17,600	105	99.9830	0.0170
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		15,71,813	1.2869	15,66,487	5,326	99.6612	0.3388
Total		94,42,97,192	77,94,06,002	82.5382	72,65,02,429	5,29,03,573	93.2123	6.7877

Notes:

(i) Public-Non Institutions:

(a) Includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.

(ii) Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).

(iii) The percentages have been rounded off to four decimal places.

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VOTING RESULTS OF THE 16TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 28, 2023 AT 3:00 P.M.

Annexure A

Resolution required: (Ordinary/ Special)		6. Alteration of Articles of Association of the Company– Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
	Poll (E-voting at AGM)		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		52,62,99,516	100.0000	52,62,99,516	-	100.0000	-
Public- Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.2864	17,83,63,942	-	100.0000	-
	Poll (E-voting at AGM)		7,31,70,731	24.7315	7,31,70,731	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		25,15,34,673	85.0179	25,15,34,673	-	100.0000	-
Public- Non Institutions ⁽ⁱⁱⁱ⁾	Remote E-Voting	12,21,36,785	9,54,549	0.7815	9,51,910	2,639	99.7235	0.2765
	Poll (E-voting at AGM)		6,17,705	0.5057	6,17,700	5	99.9992	0.0008
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		15,72,254	1.2873	15,69,610	2,644	99.8318	0.1682
Total		94,42,97,192	77,94,06,443	82.5383	77,94,03,799	2,644	99.9997	0.0003

Notes:

(i) Public-Non Institutions:

(a) Includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.

(ii) Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).

(iii) The percentages have been rounded off to four decimal places.

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CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

Mr. Kumar Mangalam Birla

Chairperson of the Sixteenth Annual General Meeting

Aditya Birla Fashion and Retail Limited

Piramal Agastya Corporate Park,

Building A, 4th and 5th Floor,

Unit No. 401, 403, 501, 502,

L.B.S Road, Kurla, Mumbai 400070

Sub.: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the Sixteenth Annual General Meeting of Aditya Birla Fashion and Retail Limited held on Thursday, September 28, 2023, from 3.00 p.m. onwards conducted through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') ("said AGM")

I, Dilip Bharadiya, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of the Company of Aditya Birla Fashion and Retail Limited ("the Company"), for the purpose of scrutinizing the e-voting process i.e. remote e-voting process and e-voting at the said AGM (hereinafter collectively referred to as "e-voting"), pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (SS-2") including any statutory modification(s) or re-enactment(s) thereof for the time being in force, circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") and subject to other applicable laws and regulations.

I, hereby submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Act relating to voting through electronic means on the resolutions contained in the Notice for the said AGM. My responsibility as a Scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" or "invalid votes", to the Chairman of the said AGM, on the resolutions with respect to all the items of the business enumerated in the Notice of said AGM.



Contd . . 2

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2. Dispatch of Notice convening the AGM:

The Company had dispatched the Notice dated August 4, 2023 alongwith the Statement stating out material facts under Section 102 of the Act via e-mail to 2,62,146 members, who have registered their email IDs with the Company/ Link Intime India Private Limited the Registrar and Transfer Agents of the Company ("RTA") on Saturday, September 2, 2023.

The Company had also uploaded the Notice of the said AGM on its website i.e. www.abfri.com, and on the websites of the RTA and Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited to facilitate the members to cast their votes through remote e-voting.

Advertisement prior to sending of Notice:

Pursuant to clause IV of the MCA Circular dated May 5, 2020, the Company had published an advertisement in 'The Business Standard' (English newspaper) and 'Navshakti' (Marathi newspaper) on September 1, 2023 specifying the required information as provided under clause IV (a) to (g) of the said circular.

Advertisement post sending of Notice:

Pursuant to clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has also published 21 days before the date of the AGM, an advertisement in 'The Business Standard' (English newspaper) and 'Navshakti' (Marathi newspaper) on September 05, 2023 specifying the required information as provided under the said rule.

3. Cut-off date

The members of the company holding shares as on the cut-off date i.e. Thursday, September 21, 2023, were entitled to vote on the resolutions as set out in the Notice of the said AGM and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

4. E-Voting**a. Agency**

- i. The Company engaged the services of Link Intime India Private Limited as the Service Provider, for the purpose of extending the facility of remote e-voting and e-voting at the AGM by facilitating via its website, <http://www.instavote.linkintime.co.in> ("InstaVote") to the Members of the Company.
- ii. The Service Provider had through InstaVote provided a system for recording the votes of the Members, cast electronically through remote e-voting as well as at the AGM, on all the items of the business sought to be transacted as set out in the Notice of the said AGM.

b. Remote e-voting

The remote e-voting platform was open from Monday, September 25, 2023 (9:00 a.m. IST) to Wednesday, September 27, 2023 (5:00 p.m. IST) and members holding shares in physical form and dematerialized form were required to cast their votes electronically through InstaVote. The remote e-voting module was disabled for voting thereafter by the Service Provider.

Contd . . 3



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c. E-voting at the AGM

The members who had not cast their vote by remote e-voting and who were present at the AGM through VC/OAVM facility were provided the facility of e-voting at the AGM via InstaVote. Detailed instructions to use the facility were explained in the Notice of the said AGM.

The facility of e-voting remained enabled till 4:20 p.m. IST (i.e. for 30 minutes post conclusion of the AGM) and was disabled thereafter by the Service Provider.

5. Completion of e-voting and counting process

After the closure of the e-voting at the AGM, the votes cast through InstaVote at the AGM and through remote e-voting prior to the date of the AGM were unblocked and downloaded from the facility made available by the RTA. The e-voting data/ results downloaded were scrutinized and reviewed, the votes were counted and the results were prepared.

6. The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolution passed by their board of directors authorizing them to exercise their votes through e-voting.

As a Scrutinizer and based on the reports generated from the e-voting system provided by RTA and e-voting conducted at the said AGM, I, have scrutinized the votes cast through e-voting and presented herewith the Consolidated Scrutinizer's Report on the votes cast "in favor" or "against" or "invalid votes", with respect to each item on the agenda as set out in the Notice of the said AGM.

The particulars of all the electronic votes cast by the members through the e-voting process have been recorded in a register separately maintained for the purpose.

The result of the e-voting is as per the annexure attached herewith.

The Register and all other papers and relevant records relating to e-voting are maintained and kept in my safe custody.



Contd . . 4

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Conclusion:

All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman of the said AGM may accordingly declare the result of voting pursuant to the applicable provisions of the Act and the SEBI Listing Regulations.

Thanking you,

Yours faithfully,

For **Dilip Bharadiya & Associates**



Dilip Bharadiya

F.C.S. 7956; C.P. 6740

UDIN: F007956E001128515



Countersigned

For **Aditya Birla Fashion and Retail Limited**

Anil Malik

President & Company Secretary

Place: Mumbai

Date : September 29, 2023

Aditya Birla Fashion And Retail Limited								
Resolution Required : (Ordinary)			1 - To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of the Board of Directors and Statutory Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.00	52,62,99,516	-	100.00	-
	Poll (E-voting at AGM)		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		52,62,99,516	100.00	52,62,99,516	-	100.00	-
Public Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.29	17,83,63,942	-	100.00	-
	Poll (E-voting at AGM)		7,31,70,731	24.73	7,31,70,731	-	100.00	-
	Postal Ballot		-	-	-	-	-	
	Total		25,15,34,673	85.02	25,15,34,673	-	100.00	-
Public Non Institutions	Remote E-Voting	12,21,36,785	9,54,671	0.78	9,53,197	1,474	99.85	0.15
	Poll (E-voting at AGM)		6,17,705	0.51	6,17,705	-	100.00	-
	Postal Ballot		-	-	-	-	-	
	Total		15,72,376	1.29	15,70,902	1,474	99.91	0.09
Total		94,42,97,192	77,94,06,565	82.54	77,94,05,091	1,474	100.00	0.00

Notes:

- Public-Non Institutions includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.
- Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).
- The percentages have been rounded off to two decimal places.



Aditya Birla Fashion And Retail Limited								
Resolution Required : (Ordinary)			2 - To appoint a director in place of Ms. Sangeeta Pendurkar (DIN: 03321646), who retires by rotation and being eligible, offers herself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[5]	[6]={[4]/[2]} *100	[7]={[5]/[2]} *100
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.00	52,62,99,516	-	100.00	-
	Poll (E-voting at AGM)		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		52,62,99,516	100.00	52,62,99,516	-	100.00	-
Public Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.29	17,82,41,742	1,22,200	99.93	-
	Poll (E-voting at AGM)		7,31,70,731	24.73	7,31,70,731	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		25,15,34,673	85.02	25,14,12,473	1,22,200	99.95	-
Public Non Institutions	Remote E-Voting	12,21,36,785	9,54,191	0.78	9,48,249	5,942	99.38	0.62
	Poll (E-voting at AGM)		6,17,705	0.51	6,17,700	5	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		15,71,896	1.29	15,65,949	5,947	99.62	0.38
Total		94,42,97,192	77,94,06,085	82.54	77,92,77,938	1,28,147	99.98	0.02

Notes:

- Public-Non Institutions includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.
- Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).
- The percentages have been rounded off to two decimal places.



Aditya Birla Fashion And Retail Limited								
Resolution Required : (Ordinary)			3 - To appoint a director in place of Mr. Vishak Kumar (DIN: 09078653), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[5]	[6]={[4]/[2]}* 100	[7]={[5]/[2]} *100
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.00	52,62,99,516	-	100.00	-
	Poll (E-voting at AGM)		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		52,62,99,516	100.00	52,62,99,516	-	100.00	-
Public Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.29	17,82,41,742	1,22,200	99.93	-
	Poll (E-voting at AGM)		7,31,70,731	24.73	7,31,70,731	-	100.00	-
	Postal Ballot		-	-	-	-	-	
	Total		25,15,34,673	85.02	25,14,12,473	1,22,200	99.95	-
Public Non Institutions	Remote E-Voting	12,21,36,785	9,54,095	0.78	9,50,326	3,769	99.60	0.40
	Poll (E-voting at AGM)		6,17,705	0.51	6,17,700	5	100.00	-
	Postal Ballot		-	-	-	-	-	
	Total		15,71,800	1.29	15,68,026	3,774	99.76	0.24
Total		94,42,97,192	77,94,05,989	82.54	77,92,80,015	1,25,974	99.98	0.02

Notes:

- Public-Non Institutions includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.
- Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).
- The percentages have been rounded off to two decimal places.



Aditya Birla Fashion And Retail Limited								
Resolution Required : (Special)				4 - To approve remuneration for Ms. Sangeeta Pendurkar, Whole-time Director.				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.00	52,62,99,516	-	100.00	-
	Poll (E-voting at AGM)		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		52,62,99,516	100.00	52,62,99,516	-	100.00	-
Public Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.29	12,54,65,695	5,28,98,247	70.34	-
	Poll (E-voting at AGM)		7,31,70,731	24.73	7,31,70,731	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		25,15,34,673	85.02	19,86,36,426	5,28,98,247	78.97	-
Public Non Institutions	Remote E-Voting	12,21,36,785	9,53,964	0.78	9,47,748	6,216	99.35	0.65
	Poll (E-voting at AGM)		6,17,705	0.51	6,17,600	105	99.98	-
	Postal Ballot		-	-	-	-	-	-
	Total		15,71,669	1.29	15,65,348	6,321	99.60	0.40
Total		94,42,97,192	77,94,05,858	82.54	72,65,01,290	5,29,04,568	93.21	6.79

Notes:

- Public-Non Institutions includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.
- Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).
- The percentages have been rounded off to two decimal places.



Aditya Birla Fashion And Retail Limited								
Resolution Required : (Special)				5 - To approve remuneration for Mr. Vishak Kumar, Whole-time Director.				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.00	52,62,99,516	-	100.00	-
	Poll (E-voting at AGM)		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		52,62,99,516	100.00	52,62,99,516	-	100.00	-
Public Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.29	12,54,65,695	5,28,98,247	70.34	-
	Poll (E-voting at AGM)		7,31,70,731	24.73	7,31,70,731	-	100.00	-
	Postal Ballot		-	-	-	-	-	
	Total		25,15,34,673	85.02	19,86,36,426	5,28,98,247	78.97	-
Public Non Institutions	Remote E-Voting	12,21,36,785	9,54,108	0.78	9,48,887	5,221	99.45	0.55
	Poll (E-voting at AGM)		6,17,705	0.51	6,17,600	105	99.98	-
	Postal Ballot		-	-	-	-	-	
	Total		15,71,813	1.29	15,66,487	5,326	99.66	0.34
Total		94,42,97,192	77,94,06,002	82.54	72,65,02,429	5,29,03,573	93.21	6.79

Notes:

- Public-Non Institutions includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.
- Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).
- The percentages have been rounded off to two decimal places.



Aditya Birla Fashion And Retail Limited								
Resolution Required : (Special)			6 - To approve Alteration of Articles of Association of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	Remote E-Voting	52,62,99,516	52,62,99,516	100.00	52,62,99,516	-	100.00	-
	Poll (E-voting at AGM)		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		52,62,99,516	100.00	52,62,99,516	-	100.00	-
Public Institutions	Remote E-Voting	29,58,60,891	17,83,63,942	60.29	17,83,63,942	-	100.00	-
	Poll (E-voting at AGM)		7,31,70,731	24.73	7,31,70,731	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		25,15,34,673	85.02	25,15,34,673	-	100.00	-
Public Non Institutions	Remote E-Voting	12,21,36,785	9,54,549	0.78	9,51,910	2,639	99.72	0.28
	Poll (E-voting at AGM)		6,17,705	0.51	6,17,700	5	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		15,72,254	1.29	15,69,610	2,644	99.83	0.17
Total		94,42,97,192	77,94,06,443	82.54	77,94,03,799	2,644	100.00	0.00

Notes:

- i) Public-Non Institutions includes voting rights towards 28,28,019 equity shares (fully paid up & partly paid up) which remain frozen in terms of various applicable laws.
- ii) Excludes voting rights on 47,61,367 fully paid up Equity Shares held by the ABFRL Employee Welfare Trust which fall under 'Non-promoter and Non-public shareholding' category (Pursuant to Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021).
- iii) The percentages have been rounded off to two decimal places.

