



August 24, 2017

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1,  
G-Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051.

- Sub.: 1. Proceedings of the Tenth Annual General Meeting of Aditya Birla Fashion and Retail Limited (formerly known as Pantaloons Fashion & Retail Limited) (“the Company”) held on August 23, 2017.**
- 2. Annual Report of the Company for the Financial Year 2016-17 duly approved by the Members.**

**Ref.: Regulations 30 & 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**  
**[Scrip Code: BSE - 535755; NSE - ABFRL]**

Dear Sirs,

The Tenth Annual General Meeting of the Company was held on August 23, 2017 at 3:00 p.m. at Swatantryaveer Savarkar Rashtriya Smarak, 252, Veer Savarkar Marg, Shivaji Park, Dadar (West), Mumbai - 400028, Maharashtra, India (“*said AGM*”).

In terms of the provisions of the Companies Act, 2013 read with the Rules made thereunder and provisions of the SEBI Listing Regulations, the Company had provided the E-voting facility to the Members whereby they could cast their votes from place other than the venue of the said AGM i.e. Remote E-voting or at the venue of the said AGM.

The following items, forming part of the Notice for the said AGM, were considered by the Members through Remote E-voting and E-voting at the said AGM:-

Item No.	Resolution	Type of Resolution	Method of Voting	Result
1	Adoption of Audited Financial Statements	Ordinary	Remote E-voting and E-voting at the AGM	Passed with requisite Majority
2	Appointment of Director	Ordinary		
3	Ratification of appointment of Statutory Auditors	Ordinary		
4	Appointment of Mr. Sanjeeb Chaudhuri as an Independent Director	Ordinary		
5	Issuance of Non-Convertible Debentures of the Company for an amount of upto ₹ 1,250 Crore, on private placement basis	Special		

Aditya Birla Fashion and Retail Limited (formerly known as Pantaloons Fashion & Retail Limited)

701-704, 7<sup>th</sup> Floor, Skyline Icon Business Park,  
86-92, Off A. K. Road, Marol Village, Andheri East,  
Mumbai, Maharashtra-400059, India

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Item No.	Resolution	Type of Resolution	Method of Voting	Result
6	Introduction of the "Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017"	Special	Remote E-voting and	Passed with requisite Majority
7	Extension of benefits of the "Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017" to the Employees of Holding and the Subsidiary Companies of the Company	Special	E-voting at the AGM	

Mr. Dilip Bharadiya, Proprietor of M/s. Dilip Bharadiya & Associates, Company Secretaries was appointed as the Scrutinizer to scrutinize the entire E-voting process (i.e. Remote E-voting and E-voting at the said AGM).

**Results of the voting will be intimated to you separately alongwith the report of the Scrutinizer.**

Further, please note that, a copy of the Annual Report of the Company for Financial Year 2016-2017, duly approved and adopted by the Members at the said AGM as per the provisions of the Companies Act, 2013, is enclosed herewith in terms of the provisions of Regulation 34(1) of the SEBI Listing Regulations.

The above is for your information and record.

Thanking You,  
For Aditya Birla Fashion and Retail Limited

**Geetika Anand**

**Asst. Vice President & Company Secretary**



**CC:**

**Central Depository Services (India) Ltd.**  
16<sup>th</sup> & 17<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai – 400 023.

**National Securities Depository Ltd.**  
Tradeworld , 4<sup>th</sup> & 5<sup>th</sup> Floors,  
Kamala Mills Compound,  
Lower Parel, Mumbai - 400 013.

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