



September 7, 2020

BSE Limited
Scrip: 535755 & 890148

National Stock Exchange of India Limited
Symbol: ABFRL & ABFRLPP

Sub. : **Proceedings of the Thirteenth Annual General Meeting of Aditya Birla Fashion and Retail Limited** [*“the Company”*] **held on September 7, 2020** [*“Thirteenth AGM”*]

Ref. : 1. **Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** [*“SEBI Listing Regulations”*]
2. ISIN: INE647001011 & INE647001019

Dear Sir/ Madam,

This is in continuation to our letter dated August 16, 2020 with respect to the Thirteenth AGM of the Company.

Summary of the proceedings of the Thirteenth AGM is appended below:

Day and Date	Monday, September 7, 2020	
Mode	Through Video Conferencing / Other Audio- Visual Means	
Venue	Registered Office of the Company : Piramal Agastya Corporate Park, Building ‘A’, 4 th and 5 th Floor, Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai - 70 <i>[Deemed Venue]</i>	
Time	Commenced at 4 p.m.	Concluded at 5:45 p.m.
Present		
Directors	Mr. Ashish Dikshit	Managing Director
	Mr. Himanshu Kapania	Non-Executive Director & Vice-Chairman, Chairperson of Stakeholder Relationship Committee and Corporate Social Responsibility Committee
	Mr. Nish Bhutani	Independent Director
	Ms. Sukanya Kripalu	Independent Director, Chairperson of Nomination & Remuneration Committee
	Mr. Sunirmal Talukdar	Independent Director, Chairperson of Audit Committee and Risk Management & Sustainability Committee
KMPs	Mr. Sushil Agarwal	Non-Executive Director
	Mr. Jagdish Bajaj	Chief Financial Officer
	Ms. Geetika Anand	Company Secretary & Compliance Officer
Statutory Auditor	Mr. Aditya Vikram Bhauwala	Representative, S R B C & CO LLP

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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
Tel.: +91 86529 05000
Fax: +91 86529 05400

Website: www.abfrl.com

E-mail: secretarial.abfrl@adityabirla.com



Secretarial Auditor Members	Mr. Dilip Bharadiya	Proprietor, M/s Dilip Bharadiya & Associates
	In Person	278
	As Authorised Representative	10
	Through Proxy	Facility to appoint proxy was dispensed with as this Meeting was held through VC.

Chairperson of this Meeting

Mr. Himanshu Kapania, Non-Executive Director & Vice-Chairman

Business conducted at the Meeting

The Chairperson made his opening remarks covering macro economic outlook, industry and the Company performance during the financial year 2019-20 and the Company's response to the outbreak of COVID-19. The Chairperson then invited the Members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and the resolutions proposed. The Chairperson alongwith the Managing Director of the Company responded to all the queries raised by the Members. Thereafter, the following items forming part of the Notice for the said Meeting, were considered by the Members: -

Item no.	Resolution	Type of resolution
1.	Adoption of: a) Audited Standalone Financial Statements; and b) Audited Consolidated Financial Statements.	O
2.	Appointment of Mr. Sushil Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.	O
3.	Appointment of Mr. Himanshu Kapania as a Non-Executive Director of the Company with effect from January 1, 2020.	O
4.	Appointment of Mr. Sunirmal Talukdar as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from March 11, 2020.	O
5.	Appointment of Mr. Nish Bhutani as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from June 5, 2020.	O
6.	Enhancement of borrowing limit of the Company up to ₹ 4,500 Crore (Rupees Four Thousand and Five Hundred Crore only).	S
7.	Creation of charge on movable and immovable properties of the Company up to ₹ 4,500 Crore (Rupees Four Thousand and Five Hundred Crore only).	S

[O : Ordinary, S : Special]

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Voting	In terms of the applicable provisions of the Companies Act, 2013 read with the Rules made thereunder and the SEBI Listing Regulations, the Company had provided an e-voting facility to the Members as on the cut-off date i.e. Monday, August 31, 2020. The Company engaged the services of Link Intime India Private Limited to provide the electronic voting facility to the Members of the Company for 'Remote e-voting' & 'E-voting at the Meeting' on its website i.e. 'InstaVote' .
Remote e-voting	a) commenced on : Friday, September 4, 2020 at 9 a.m. b) ended on : Sunday, September 6, 2020 at 5 p.m.
E-voting at the Meeting	The facility was made available for those members who participated in the meeting and had not cast their votes through remote e-voting for a duration of 30 minutes post completion of proceedings of the Meeting.
Scrutinizer	Mr. Dilip Bharadiya, Proprietor of M/s. Dilip Bharadiya & Associates, Company Secretaries
Results	Shall be submitted separately, in due course.

The same is also available on the website of the Company i.e. www.abfrl.com.

Trust you will find the above in order.

For Aditya Birla Fashion and Retail Limited



Geetika Anand
VP, Company Secretary and Compliance Officer