



## SPICE ISLANDS APPARELS LTD.

(Govt. Recognised Export House)

**Admin. Office:** 125-A, Mittal Tower, 12th Floor, 210, Nariman Point, Mumbai 400 021, India  
 Tel.: +91 (22) 6740 0800, 2282 3128 Fax: +91 (22) 2282 6167 www.spiceislandsindia.com  
 CIN NO. : L17121MH1988PLC050197

September 29, 2015

To,  
 The Manager,  
 Listing Department,  
 BSE Ltd.  
 P.J.Tower, Dalal Street, Fort,  
 Mumbai-400001  
 BSE Security Code No.: 526827

**Sub: Outcome/Proceeding of 27<sup>th</sup> Annual General Meeting held on September 29, 2015**

Pursuant to Clause 31(d) of the Listing Agreement, this is to inform you that the 27<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Tuesday, September 29, 2015 at the M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20 K. Dubash Marg, (Behind Prince of Wales Museum), Kala Ghoda, Mumbai – 400 001. The Meeting was attended by the requisite quorum.

Further, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to clause 35B of the Listing Agreement, Mr. Umesh P Maskeri, Practicing Company Secretary, was appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting process and voting by physical ballot forms.

The Scrutinizer has submitted its report dated September 29, 2015, to the Chairman of the Meeting and the results of the remote e-voting and voting by physical ballot has been declared today i.e., Tuesday, September 29, 2015 at the Administrative Office of the Company. As per the Scrutinizer's Report, the results are summarized hereunder:





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## Item No. 1: (Ordinary Resolution)

Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2015, together with the Reports of the Board of Directors and Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	42	2715034	36	1636	78	2716670	100
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

## Item No. 2: (Ordinary Resolution)

Declaration of dividend on equity share for the year ended March 31, 2015

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	42	2715034	36	1636	78	2716670	100
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil





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### Item No. 3: (Ordinary Resolution)

Appointment of Auditor and fixing their remuneration.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	42	2715034	36	1636	78	2716670	100
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

As per the Scrutinizer's report all the resolutions contained in the Notice of 27<sup>th</sup> AGM were approved by the shareholders. Accordingly, the Chairman has declared the all the Resolutions as set out in the Notice of 27<sup>th</sup> AGM, have been passed by the Members with requisite majority.

The Copy of the Consolidated Report of the Scrutinizer on remote e-voting and voting by physical ballot conducted at the 27<sup>th</sup> AGM of Spice Islands Apparels Limited" held on Tuesday, September 29, 2015 is enclosed herewith.

Thanking you,  
Yours truly,

For Spice Islands Apparels Limited

  
Umesh Katre  
Chairman & Managing Director



Encl: Consolidated Report of the Scrutinizer.



**Umesh P. Maskeri** B.Sc., CAIIB, L.Lb, FCS, PGDSL  
**Practicing Company Secretary**

No 304, Geetanjali Heights, Plot No.77, Sector 27  
Near Presentation Convent School, Nerul East, Navi Mumbai-400 706  
Tele 022 -27716918/19; Mobile: 09930178352; Email: [umeshmaskeri@gmail.com](mailto:umeshmaskeri@gmail.com)

### Consolidated Scrutinizer's Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To

The Chairman of 27<sup>th</sup> Annual General Meeting of the members of SPICE ISLAND APPARELS LIMITED held at M. C. Ghia Hall, Bhogilal Hargovindas Building, 18/20 K. Dubash Marg, (Behind Prince of Wales Museum), Kala Ghoda, Mumbai - 400 001 on Tuesday, September 29, 2015 at 10.30 a.m.

Dear Sir,

1. I, Umesh P Maskeri, Company Secretary in Practice, have been appointed as a scrutinizer by the Board of Directors of Spice Island Apparels Limited ("the company") for the purpose of:
  - (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and
  - (ii) Poll through ballot papers under the provisions of Section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice of the AGM of the Company held on September 29, 2015 at M. C. Ghia Hall, Bhogilal Hargovindas Building, 18/20 K. Dubash Marg, (Behind Prince of Wales Museum), Kala Ghoda, Mumbai - 400 001.
  
2. I have issued separate Scrutinizer's Report dated September 29, 2015 on the remote e-voting and on the poll conducted at the venue of the AGM i.e. MGT-13 on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's Report on the results of voting by remote e-voting and poll conducted at the venue of the AGM as follows:



*Umesh P. Maskeri*



**Umesh P. Maskeri** B.Sc., CAIIB, L.Lb, FCS, PGDSL  
**Practicing Company Secretary**

Item No of Notice and brief text of resolution	Votes in favour of the resolution		Number of Votes against the resolution		Invalid votes
	Number	% of total Number of valid votes cast	Number	% of total number of valid votes cast	
<b>1. Ordinary Resolution:</b> Adoption of Audited Financial Statements for the financial year ended March 31, 2015 together with the Report of the Directors and Auditors thereon	2716670	100	Nil	Nil	Nil
<b>2. Ordinary Resolution:</b> Declaration of dividend on Equity Shares.	2716670	100	Nil	Nil	Nil
<b>3. Ordinary Resolution:</b> Appointment of M/S T. D. Jain and D. I. Sakaria Chartered Accountants as Auditors and fix their remuneration.	2716670	100	Nil	Nil	Nil

3.The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully,

UMESH P MASKERI

PRACTICING COMPANY SECRETARY AND SCRUTINIZER

Membership No FCS 4831 Certificate of Practice No 12704

Place: Mumbai.

Date: September 29, 2015

