

Ref- BSE/2018-19/23

Date: August 31, 2018

To,

Listing Department,

Bombay Stock Exchange Limited

Floor 25, PJ Tower, Dalal Street,

Mumbai - 400 001

Subject- Outcome of the Annual General Meeting held on 31st day of August, 2018.

Scrip Code- 539399

Dear Sir/Ma'am,

In compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that 22nd Annual General Meeting of the Company held on Friday 31st day of August, 2018 at AS-1, EPIP, Sitapura Industrial Association Office, Above ICICI Bank, Sitapura Industrial Area, Jaipur, Rajasthan 302 022 has been duly conducted at 12:00 P.M. and concluded at 01:15 P.M.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III (Part A) (13) and any other applicable provisions, we wish to intimate you proceedings of 22nd Annual General Meeting.

Mr. Harish Kumar Gupta chaired the Meeting. The Chairman welcomed the shareholders at the 22nd Annual General Meeting of the Company and Announced that requisite quorum was present at the meeting. Thereafter with the permission of the members present, the Annual report, inter- alia containing the Notice of the AGM and the Financial Statements including the reports of the Directors and Auditors were taken as read.

The Chairman informed that, the Company had provided remote e-voting facilities, under Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Amended Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which commenced on Tuesday, the 28th August, 2018 from 9:00 a.m. (IST) and ended on Thursday, the 30th August, 2018 at 5:00 p.m. (IST), to the Members of the Company whose names appeared in the Register of Members/Depositories as on the cut-off date i.e. Friday, 24th August, 2018, to vote on the resolutions prior to the aforesaid AGM through a platform provided by Central Depository Services (India) Limited.

The Chairman further informed the Members, who were present at the meeting and who had not casted their votes through remote e-voting, that the facility for voting at the meeting through Physical Ballot Paper has been arranged for.



E-102, 103, EPIP, Sitapura Industrial Area, Jaipur – 302022, INDIA

He informed further that Ms. Monika Sabnani, Practicing Company Secretary was appointed as scrutinizer to the e-voting process as well as physical ballot voting at the venue in a fair and transparent manner.

He thereafter handed the proceedings to Ms. Sonika Gupta, Company Secretary.

Thereafter the following items were transacted at the meeting as per the Notice dated 06.08.2018:-

Ordinary Business	
1.	Consideration and adoption the Financial Statements of the Company for the year ended 31 st March, 2018 including Audited Balance Sheet as at 31 st March, 2018 and the Statement of Profit & Loss for the Year ended on that date and Reports of the Board of Directors and Auditors thereon
2.	Declaration of final dividend of Rs. 0.50 (fifty paisa) per equity shares for the financial year ended 31 st March, 2018
3.	Re-appointment of Mr. Saurav Gupta (DIN: 07106619) liable to retire by Rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for Re-appointment.
4.	Ratification of appointment of Auditors and fix their remuneration in this regard.
Special Business	
5.	Revision in terms of Remuneration of Mr. Harish Kumar Gupta, Chairman & Whole-Time Director of the Company
6.	Revision in terms of Remuneration of Mr. Pawan Kumar Gupta, Managing Director of the Company
7.	Revision in terms of Remuneration of Mr. Saurav Gupta, Whole-Time Director of the Company
8.	Revision in terms of Remuneration of Mr. Gaurav Gupta, Whole-Time Director of the Company
9.	Enhancement of Borrowing Powers of the Company under section 180(1)(c)
10.	Creation of charge on Company's properties under section 180(1)(a)

Ms. Sonika Gupta informed to the members that the consolidated voting results on the basis of e-voting as well as physical ballot will be announced by intimation to **BSE Limited (BSE)** and will be placed on the website of the Company at www.bellacasa.in

Kindly take this information on record.

For and on behalf of Bella Casa Fashion & Retail Limited

Sonika Gupta

Membership No. A38676

Company Secretary & Compliance Officer

