

October 30, 2019

To,

Dept. of Corporate Services
BSE Limited
Floor 25, PJ Towers,
Dalal Street,
Mumbai- 400001.

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra East,
Mumbai- 400051.

Scrip Code: 540901

Symbol: PRAXIS

Dear Sir / Madam,

Sub.: Proceedings of The Extraordinary General Meeting of the Members of the Company held on Wednesday, October 30, 2019

Ref.: Disclosure pursuant to Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that Extraordinary General Meeting of the Company was held today, i.e. Wednesday, October 30, 2019 at 12:00 Noon at Sunville Banquet & Conference, 9, Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai – 400018 (“the Meeting”).

In this regard, we enclose herewith the following:

1. Summary of proceedings as required under Regulation 30, Part-A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I**;
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – II**;
3. Report of the Scrutinizer dated October 30, 2019 on remote e-voting and voting conducted through Ballot Paper at the Meeting.

The above reports are also being uploaded on the Company's website.

Kindly take the aforesaid on records and acknowledge receipt of the same.

Thanking you,

Yours Faithfully,
For **Praxis Home Retail Limited**


Smita Chowdhury
Company Secretary & Compliance Officer
Encl: a/a



Annexure – I

Summary of the proceedings of the Extraordinary General Meeting of the Members of Praxis Home Retail Limited (“the Company”)

The Extraordinary General Meeting (“EGM”) of the Members of the Company was held on Wednesday, October 30, 2019 at 12:00 Noon at Sunville Banquet & Conference, 9, Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai – 400018 and concluded at 1:05 PM.

In absence of Mr. Viraj Didwania, Chairman & Managing Director of the Company, Mr. Shantanu Shah, Independent Director of the Company chaired the Meeting with the consent of the Members present. Since the requisite quorum was present, the Chairman called the Meeting to order. Total of 89 Members were present in person or through proxy at the EGM. Mr. Shantanu Shah and Mr. Pankaj Bhargava, Independent Directors and Mr. Shirang Sarada, Non - executive Non- Independent Director of the Company were present at the EGM. Mr. Viraj Didwania, Chairman & Managing Director of the Company could not attend the Meeting due to unforeseen circumstances whereas Mr. S. Subramanian and Ms. Sridevi Badiga, Independent Directors could not attend the same due to prior commitments. The Notice convening EGM along with the Statement was taken as read. Requisite quorum was present throughout the EGM.

The Chairman for the Meeting took up the items of Special Business before the EGM, as listed under Sr. Nos. 1 and 2 below.

The Chairman informed the Meeting that the facility of remote e-voting was made available from Friday, October 25, 2019 (9:00 AM) till Tuesday, October 29, 2019 (5:00 PM) and the facility of voting through Ballot Paper had been provided at the EGM venue to those who did not cast their votes through remote e-voting. The following items of business, as per the Notice of the EGM were transacted at the Meeting:

Sr. No.	Resolution	Resolution Type
Special Business		
1	Preferential Issue of Compulsorily Convertible Debentures of the Company	Special
2	Ratification / approval of Related Party Transactions(s) entered into / proposed to be entered into with Future Corporate Resources Private Limited for the financial year 2019-20	Ordinary

Clarifications / Responses were provided to the queries raised by the Members at the Meeting.

The Board of Directors had appointed Mr. Anant Gude, Proprietor M/s. Anant Gude & Associates, Practicing Company Secretary, as the Scrutinizer to supervise the remote e-voting and Polling process at the EGM. As per the Scrutinizer's Report received by the Company, all the Resolutions as set out in the Notice of the said EGM have been passed by the Members with requisite majority.



Annexure – II

Details of Voting Results

(Combined results of votes cast by Remote E-voting as provided by NSDL and the polling process at the Meeting)

Day & Date of the Meeting	Wednesday, October 30, 2019 (Extraordinary General Meeting)
Total number of Shareholders on record date	October 23, 2019 was cut-off date for reckoning the voting rights of the Shareholders Total Number of Shareholders: 29686
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	89 3 86
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	No Video Conferencing facility was provided
Mode of voting:	Remote e-voting and the Ballot voting at the Meeting



Annexure – II continued

Resolution Required : (Special)			1. Preferential Issue of Compulsorily Convertible Debentures of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	E-Voting	14061605	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	2235339	344811	15.4254	344811	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		344811	15.4254	344811	0	100.0000	0.0000
Public Non Institutions	E-Voting	8336264	3257879	39.0808	3257807	72	99.9978	0.0022
	Poll		1254	0.0150	1254	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3259133	39.0958	3259061	72	99.9978	0.0022
Total		24633208	3603944	14.6304	3603872	72	99.9980	0.0020



Handwritten signature/initials

Resolution Required : (Ordinary)			2. Ratification / approval of Related Party Transactions(s) entered into / proposed to be entered into with Future Corporate Resources Private Limited for the financial year 2019-20					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	E-Voting	14061605	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	2235339	344811	15.4254	344811	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		344811	15.4254	344811	0	100.0000	0.0000
Public Non Institutions	E-Voting	8336264	3257879	39.0808	3257827	52	99.9984	0.0016
	Poll		1254	0.0150	1254	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3259133	39.0958	3259081	52	99.9984	0.0016
Total		24633208	3603944	14.6304	3603892	52	99.9986	0.0014





Anant Gude & Associates

B.Com., LL.B., ACS

COMPANY SECRETARIES

6, Jay Kiran, Liberty Garden,
Malad (West), Mumbai-400 064

Mobile No : 99300 53007

Email : gudeanant@gmail.com

SCRUTINIZER'S REPORT

To,
The Chairman of the Extraordinary General Meeting ("EGM")
of the Members of **Praxis Home Retail Limited**

Dear Sir,

Subject: EGM held on Wednesday, 30th October, 2019 at 12:00 Noon at Sunville Banquet & Conference, 9, Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai – 400018

1. The Board of Directors of your Company at its meeting held on 30th September, 2019, had appointed me as the Scrutinizer for conducting the voting process for the EGM of the Members of Praxis Home Retail Limited (the "**Company**") held as stated above in a fair and transparent manner for the resolutions as set out in the Notice of the EGM.
2. In compliance with the provisions of Section 108 of the Companies Act, 2013 (the "**Act**"), Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**Listing Regulations**") and the applicable provisions of the Secretarial Standards issued by The Institute of Company Secretaries of India, as amended from time to time, the Company had provided to its members, the remote e-voting facility which was offered by National Securities Depository Limited ("**NSDL**") for the resolutions as set out in the Notice of the EGM.
3. Further, a facility for voting through ballot paper was also made available at the EGM for those members / proxy holders who attended the EGM and did not cast their votes by remote e-voting.
4. I submit my report as under:
 - 4.1 The Company has given the ballot papers to the members who were present at the EGM;
 - 4.2 Particulars of all the ballot papers received from the members and the votes cast by electronic mode have been entered in the register maintained for the purpose;
 - 4.3 The ballot papers were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such ballot papers;





Anant Gude & Associates

B.Com., LL.B., ACS

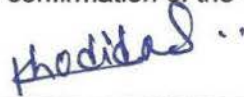
COMPANY SECRETARIES

6, Jay Kiran, Liberty Garden,
Malad (West), Mumbai-400 064

Mobile No : 99300 53007

Email : gudeanant@gmail.com

- 4.4 The ballot boxes were opened in my presence;
- 4.5 The ballot papers were scrutinized by me and the shareholding was matched / confirmed with the Register of Members of the Company as on 23rd October 2019 ("cut-off date");
- 4.6 I did not find any defaced or mutilated ballot papers;
- 4.7 The remote e-voting period had commenced on Friday, 25th October 2019 at 9:00 AM and concluded on Tuesday, 29th October 2019 at 5:00 PM;
- 4.8 I have also received a complete record from NSDL, the agency appointed for providing and supervising electronic platform, of votes cast through electronic mode upto 5:00 PM on 29th October 2019. The votes cast were unblocked on 30th October 2019 at 1:18 PM in the presence of two witnesses, Mr. Khodidas Nile and Mr. Vaibhav Sawant, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Khodidas Nile



Name: Vaibhav Sawant

- 4.9 The remote e-voting data was scrutinized by me for verification of votes cast in favour /against the resolutions and votes considered invalid.
5. A summary of the voting through ballot papers received / remote e-voting is given as per **Annexure A**.
6. I have handed over the ballot papers and other related papers / registers and records for the safe custody to the Chairman.
7. You may accordingly declare the result of voting by ballot process (including votes cast through remote e-voting).

**For Anant Gude & Associates
Company Secretaries**



**Anant Gude
Proprietor**

UDIN: A007219A000180249



Date: 30th October, 2019
Place: Mumbai



Anant Gude & Associates

B.Com., LL.B., ACS

COMPANY SECRETARIES

6, Jay Kiran, Liberty Garden,
Malad (West), Mumbai-400 064

Mobile No : 99300 53007

Email : gudeanant@gmail.com

Annexure "A"

Resolution No. 1

Preferential Issue of Compulsorily Convertible Debentures of the Company (Special Resolution):

Particulars	Remote E-Voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members/ Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	63	3602618	37	1254	100	3603872	99.9980
Voted against the Resolution	6	72	0	0	6	72	0.0020
Invalid Votes	32	14061605	0	0	32	14061605	-

Resolution No. 2

Ratification/Approval of related party transaction(s) entered into/proposed to be entered into with Future Corporate Resources Private Limited for the Financial Year 2019-20 (Ordinary Resolution):

Particulars	Remote E-Voting		Polling at the Meeting		Consolidated Voting Results		
	No. of Members Voted	No. of Valid votes cast	No. of Members/ Proxy Voted	No. of Valid votes cast	Total No. of Members Voted	Total No. of Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	63	3602638	37	1254	100	3603892	99.9986
Voted against the Resolution	6	52	0	0	6	52	0.0014
Invalid Votes	0	0	0	0	0	0	-

