

September 21, 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 Eighth Annual General Meeting of the Members of the Company held on Saturday, September 21, 2019.

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

This is to inform that Eighth Annual General Meeting of the Company was held today, i.e. Saturday, September 21, 2019 at 11:00 AM 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 Scrutiniser dated September 21, 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 Eighth Annual General Meeting of the Members of Praxis Home Retail Limited (“the Company”)

The Eighth Annual General Meeting (“AGM”) of the Members of the Company was held on Saturday, September 21, 2019 at 11:00 AM at Sunville Banquet & Conference, 9, Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai – 400018 and concluded at 12:15 PM.

Mr. Viraj Didwania, Chairman & Managing Director of the Company chaired the Meeting. Since the requisite quorum was present, the Chairman called the Meeting to order. Total of 72 Members were present in person or through proxy at the AGM. All the Directors were present at the AGM except Ms. Sridevi Badiga who could not attend the same due to business exigencies. The Notice convening AGM along with the Statement was taken as read. Requisite quorum was present throughout the AGM.

The Chairman apprised the Members of the performance of the Company. The Chairman for the Meeting took up the items of Ordinary Business and Special Business before the AGM, as listed under Sr. Nos. 1 to 5 below. For the businesses listed at serial nos. 3 and 4 Mr. S. Subramanian, Chairperson of the Nomination & Remuneration Committee occupied the Chair, as resolution nos. at 3 and 4 pertains to modification of Praxis Home Retail Limited, Share Value Appreciation Rights Plan- 2018.

The Chairman informed the Meeting that the facility of remote e-voting was made available from Wednesday, September 18, 2019 (9:00 AM) till Monday, September 20, 2019 (5:00 PM) and the facility of voting through Ballot Paper had been provided at the AGM venue to those who did not cast their votes through remote e-voting. The following items of business, as per the Notice of the AGM were transacted at the meeting:

Sr. No.	Resolution	Resolution Type
Ordinary Business		
1	To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2	To appoint a Director in place of Mr. Shrirang Sarda (DIN : 00576667), Non-Executive Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
Special Business		
3	Approval for modification in Praxis Home Retail Limited Share Value Appreciation Rights, Plan - 2018 and Grant of Share Based Employee Benefits thereof	Special
4	Approval for modification in Grant of Employee Stock Options / Share Value Appreciation Rights to the Employees of the Subsidiary Company(ies), if any, of the Company under Praxis Home Retail Limited Share Value Appreciation Rights, Plan – 2018	Special
5	Approval for entering into Related Party Transaction(s) 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 & Associates, Practicing Company Secretary, Mumbai as the Scrutiniser to supervise the remote e -voting and Polling process at the AGM. As per the Scrutiniser’s Report received by the Company, all the Resolutions as set out in the Notice of the said AGM 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	Saturday, September 21, 2019 (Eighth Annual General Meeting)
Total number of Shareholders on record date	September 16, 2019 was cut-off date for reckoning the voting rights of the Shareholders Total Number of Shareholders: 29,993
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	72 4 68
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

Sh



Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	13951605	99.2177	13951605	0	100.0000	0.0000
	Poll		110000	0.7823	110000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14061605	100.0000	14061605	0	100.0000	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	4836122	58.0131	4836096	26	99.9995	0.0005
	Poll		1168	0.0140	1168	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4837290	58.0271	4837264	26	99.9995	0.0005
Total		24633208	19243706	78.1210	19243680	26	99.9999	0.0001



Resolution Required : (Ordinary)		2 - To appoint a Director in place of Mr. Shrirang Sarda (DIN: 00576667), Non-Executive Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	13951605	99.2177	13951605	0	100.0000	0.0000
	Poll		110000	0.7823	110000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14061605	100.0000	14061605	0	100.0000	0.0000
Public Institutions	E-Voting	2235339	344811	15.4254	344806	5	99.9985	0.0015
	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	344806	5	99.9985	0.0015
Public Non Institutions	E-Voting	8336264	4836122	58.0131	4836094	28	99.9994	0.0006
	Poll		1168	0.0140	1168	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4837290	58.0271	4837262	28	99.9994	0.0006
Total		24633208	19243706	78.1210	19243673	33	99.9998	0.0002



Resolution Required : (Special)		3 - Approval for modification in Praxis Home Retail Limited Share Value Appreciation Rights, Plan - 2018 and Grant of Share Based Employee Benefits thereof						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	13951605	99.2177	13951605	0	100.0000	0.0000
	Poll		110000	0.7823	110000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14061605	100.0000	14061605	0	100.0000	0.0000
Public Institutions	E-Voting	2235339	344811	15.4254	344806	5	99.9985	0.0015
	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	344806	5	99.9985	0.0015
Public Non Institutions	E-Voting	8336264	4836122	58.0131	4836096	26	99.9995	0.0005
	Poll		1168	0.0140	1168	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4837290	58.0271	4837264	26	99.9995	0.0005
Total		24633208	19243706	78.1210	19243675	31	99.9998	0.0002



Resolution Required : (Special)		4 - Approval for modification in Grant of Employee Stock Options / Share Value Appreciation Rights to the Employees of the Subsidiary Company(ies), if any, of the Company under Praxis Home Retail Limited Share Value Appreciation Rights, Plan – 2018						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	13951605	99.2177	13951605	0	100.0000	0.0000
	Poll		110000	0.7823	110000	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14061605	100.0000	14061605	0	100.0000	0.0000
Public Institutions	E-Voting	2235339	344811	15.4254	344806	5	99.9985	0.0015
	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	344806	5	99.9985	0.0015
Public Non Institutions	E-Voting	8336264	4836122	58.0131	4836096	26	99.9995	0.0005
	Poll		1168	0.0140	1168	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4837290	58.0271	4837264	26	99.9995	0.0005
Total		24633208	19243706	78.1210	19243675	31	99.9998	0.0002



Resolution Required : (Special)		5 - Approval for entering into Related Party Transaction(s) 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	4835922	58.0107	4835896	26	99.9995	0.0005
	Poll		1117	0.0134	1117	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4837039	58.0241	4837013	26	99.9995	0.0005
Total		24633208	5181850	21.0360	5181824	26	99.9995	0.0005





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

SCRUTINISER'S REPORT

To,
The Chairman of
**the Eighth Annual General Meeting ("AGM") of the Members of
Praxis Home Retail Limited**
held on Saturday, 21st September, 2019 at 11:00 a.m. at Sunville Banquet & Conference,
9, Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai – 400 018

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 23rd May, 2019, has appointed me as the Scrutiniser for the purpose of scrutinising the remote e-voting process and ballot voting conducted at the AGM for all the Resolutions as set out in the Notice calling the AGM.
2. In compliance with the provisions of section 108 of the Companies Act, 2013 ("the Act") and 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 ("Listing Regulations") and the applicable provisions of Secretarial Standards issued by ICSI as amended from time to time, the Company had provided its Members the Remote e-voting facility as provided by the National Securities Depository Limited ("NSDL") for all the Resolutions as set out in the Notice calling the AGM.
3. Further, the facility for voting through ballot paper was also made available at the AGM for those Members / Proxy Holders who attended the AGM and had not cast their vote through remote e-voting.
4. I submit my report as under:
 - 4.1 The Company had given the ballot paper to the Members / Proxy Holders who were present at the AGM held on Saturday, 21st September, 2019 at 11:00 a.m. at Sunville Banquet & Conference, Siddharth Nagar, Worli, Mumbai – 400 018.
 - 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 box before commencing the scrutiny of such ballot papers.
 - 4.4 The ballot box was opened in my presence.
 - 4.5 The ballot forms were duly opened in my presence and scrutinised and the shareholding was matched / confirmed with the Register of Members of the Company as on 16th September, 2019 ("cut-off date").
 - 4.6 I did not find any defaced or mutilated 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

- 4.7 The remote e-voting period had commenced on Wednesday, 18th September, 2019 at (9:00 a.m.) and ended on Friday 20th September, 2019 at (5:00 p.m.).
- 4.8 I have also received a complete record of votes cast through electronic mode, upto 5:00 p.m. on 20th September, 2019 from NSDL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 21st September, 2019 at 12:28 p.m. in the presence of two witnesses, Mr. Chetan Dalal and Mr. Arpit Maheshwari who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Chetan Dalal

Name: Arpit Maheshwari

- 4.1 The remote e-voting data was scrutinised by me for verification of the votes cast in favour and against the Resolutions, as set in the Notice of the AGM.
5. A summary of the combined voting results of the votes cast through ballot papers received and remote e-voting is given as "Annexure 1".
6. I have handed over the ballot papers and other related papers/ registers and records for the safe custody to the Chairman who has been authorised by the Board to supervise the ballot process.
7. On the basis of the scrutiny of the votes cast by ballot papers and through remote e-voting, the Resolution no. 1 to Resolution no. 5 as set out in the Notice calling the AGM have been passed by the Members of the Company with the requisite majority.

You may accordingly declare the aforesaid voting result of votes cast through remote e-voting and ballot papers.

Thanking you,

FOR ANANT GUDE & ASSOCIATES
Practicing Company Secretary

Anant Gude
Proprietor
Membership No. 7219 / CP No. 18623



Date : 21st September, 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 1

RESOLUTION – 1

ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

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	108	19132512	23	111168	131	19243680	99.9999
Voted against the Resolution	2	26	0	0	2	26	0.0001
Invalid Votes	Nil						

RESOLUTION – 2

APPOINTMENT OF MR. SHRIRANG SARDA (DIN: 00576667), NON-EXECUTIVE NON-INDEPENDENT DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

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	106	19132505	23	111168	129	19243673	99.9998
Voted against the Resolution	4	33	0	0	4	33	0.0002
Invalid Votes	Nil						





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

RESOLUTION – 3

APPROVAL FOR MODIFICATION IN PRAXIS HOME RETAIL LIMITED SHARE VALUE APPRECIATION RIGHTS, PLAN - 2018 AND GRANT OF SHARE BASED EMPLOYEE BENEFITS THEREOF

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	107	19132507	23	111168	130	19243675	99.9998
Voted against the Resolution	3	31	0	0	3	31	0.0002
Invalid Votes	Nil						

RESOLUTION – 4

APPROVAL FOR MODIFICATION IN GRANT OF EMPLOYEE STOCK OPTIONS / SHARE VALUE APPRECIATION RIGHTS TO THE EMPLOYEES OF THE SUBSIDIARY COMPANY(IES), IF ANY, OF THE COMPANY UNDER PRAXIS HOME RETAIL LIMITED SHARE VALUE APPRECIATION RIGHTS, PLAN – 2018

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	107	19132507	23	111168	130	19243675	99.9998
Voted against the Resolution	3	31	0	0	3	31	0.0002
Invalid Votes	Nil						





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

RESOLUTION – 5

APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTION(S) FOR THE FINANCIAL YEAR 2019-20

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	75	5180707	20	1117	95	5181824	99.9995
Voted against the Resolution	2	26	0	0	2	26	0.0005
Invalid Votes	Nil						

