

Ref: PHRL:2024-25

Date: April 27, 2024

To,
BSE Limited
Corp Relationship Dept
First Floor, New Trading Ring
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai- 400001.
Scrip Code: 540901

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block
Bandra Kurla Complex,
Bandra (East), Mumbai- 400051.
Symbol: PRAXIS

Dear Sir / Madam,

Sub.: Proceedings of Extra-ordinary General Meeting of the Members of Praxis Home Retail Limited (“the Company”)

Further to our Intimation dated April 04, 2024, we inform that the Extra-ordinary General Meeting (“EGM”) of the Members of the Company was held today, i.e. **Saturday, April 27, 2024** at 11:30 am (IST) via two-way Video Conferencing (‘VC’) facility/ Other Audio Visual Means (‘OAVM’) (“the Meeting”) to transact the business mentioned in the Notice of EGM.

In this regard, we enclose herewith the following:

1. Summary of proceedings of the Company’s EGM as required under Regulation 30, Part-A of Schedule- III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure-I**.
2. The results of voting by the Members through remote e-voting and e-voting at the EGM in relation to the business transacted at the EGM, as required under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure-II**.
3. The Consolidated Report of the Scrutinizer dated April 27, 2024 on Remote e-voting and e-voting conducted at the EGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the as **Annexure - III**.

The EGM concluded at 12:20 pm (IST).

The voting results along with the Scrutinizer’s Report dated April 27, 2024 are made available on the Company’s website at www.praxisretail.in and is also being made available on the website of the National Securities Depository Limited at www.evoting.nsdl.com.

This is for your information and records.

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

Sanu Vishal
Kapoor
Sanu Kapoor
Head Legal & Company Secretary

Digitally signed by Sanu
Vishal Kapoor
Date: 2024.04.27 15:17:25
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Encl: As above

Annexure – I

Summary of the proceedings of the Extra-Ordinary General Meeting (“EGM”) of the Members of Praxis Home Retail Limited (“the Company”)

The Extraordinary General Meeting (“EGM”/ “Meeting”) of the Members of the Company was held on **Saturday, April 27, 2024 at 11:30 am (IST)** via two-way Video Conferencing (‘VC’) facility/ Other Audio-Visual Means (‘OAVM’) (“the Meeting”) in accordance with the circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in this regards and businesses mentioned in the Notice convening the EGM, were transacted thereat. The deemed venue for the EGM was the Registered Office of the Company at iThink Techno Campus, Jolly Board Tower D, Ground Floor, Kanjurmarg (East), Mumbai – 400042, Maharashtra.

Mr. Mahesh Shah, Chairman of the Board chaired the Meeting. Chairman welcomed all Members on behalf of the Board of Directors and Management of the Company. The requisite quorum being present, the Chairman called the Meeting to order.

Then, Ms. Sanu Kapoor, Company Secretary, welcomed all the Directors, Members and other participants to the Meeting and informed that the Meeting was conducted through video conferencing without physical presence of the Members at a common venue in compliance with the relevant Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (‘SEBI’). All efforts feasible under the circumstances were made for the Members to participate and vote on the items being considered at the EGM. Deemed venue for the Meeting was the Registered Office of the Company.

She introduced the other Directors who joined the Meeting through VC from their respective locations. The respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee and Corporate Social Relationship Committee were present at the Meeting through VC. The Secretarial Auditor and Scrutinizer and the Representative of the Statutory Auditor also attended the Meeting.

She briefed the Members regarding certain important relating to the Meeting. Notice calling the EGM was sent to the Members electronically and the Company availed the services of National Securities Depository Limited (‘NSDL’) for providing the facility of remote e-voting and e-voting at EGM. Proceedings of the EGM were recorded and a live streaming was being webcast on the website of National Securities Depository Limited (‘NSDL’).

The details of the authorised representatives received from promoter group corporate members were informed to the Members. As the EGM was held through video conferencing, without the physical presence of the Members at common venue, the requirement of appointing proxies was not applicable. Further, the documents as stated in the Notice were made available to the Members for inspection in electronic mode.

The Members were informed that in compliance with the Companies Act, 2013 read with the Rules and SEBI Listing Regulations, the Company provided the remote e-voting facility to all Members as on the Cut off date i.e. **Saturday, 20 April, 2024** for casting votes electronically on all Business items as set forth in the Notice. The remote e-voting period began from **Wednesday, 24 April, 2024 at 9:00 AM (IST)** and ended on **Friday, 26 April, 2024 5:00 PM (IST)** and it was blocked, thereafter. The facility of e-voting was also provided during the EGM to those Members who did not cast their votes through remote e-voting and the e-voting facility would remain open till 15 minutes after the conclusion of the EGM.

She further informed that Mr. Anant Gude, proprietor of M/s. Anant Gude & Associates, Company Secretaries, Mumbai (M. No. ACS 7219 and COP No. 18623) had been appointed as the Scrutiniser by the Board to scrutinize the remote e-voting process prior to and during the EGM in a fair and transparent manner. The Results declared, along with the Scrutinizer’s Report shall be placed on the website of the Company at www.praxisretail.in and the website of NSDL at www.evoting@nsdl.com and the same would be intimated to the Stock Exchanges i.e. BSE and NSE. Then, she briefly stated regarding the important instructions for participation by the Speaker Shareholders who had registered themselves with the Company.

The Members were informed about the object and the implications of the resolutions proposed to be passed at the Meeting. With the consent of the Members, the Notice of the EGM was taken as read. All the following resolutions as set out in the Notice were put to vote.

Sr.No.	Resolution	Resolution Type
1	To issue Convertible Warrants on a Preferential Basis	Special
2	To approve 'Praxis Employee Stock Option Plan 2024' and grant of Employee Stock Options to the employees of the Company	Special
3	To grant Employee Stock Options to the employees of the Subsidiary(ies) under 'Praxis Employee Stock Option Plan 2024'	Special

Thereafter, the Speaker Shareholders were invited to express their views / ask their questions. The questions asked by the Speaker Shareholders were suitably replied.

Post the question & answer session, the Company Secretary thanked all the Members and other participants for attending and participating at the Meeting. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Thereafter, EGM was concluded at 12:20 pm (IST).

Post completion of the e-voting, the Scrutinizers' report was received by the Company on April 27, 2024 and as set out therein all the Resolutions as mentioned hereinabove were declared to be passed, with the requisite majority on April 27, 2024.

Annexure – II

Details of Voting Results

Sr. no.	Particulars	Details
1	Date of EGM	April 27, 2024
2	Total Number of Shareholders as on the Cut-off Date i.e. Saturday, April 20, 2024	25014
3	No. of Shareholders present in the Meeting either in person or through Proxy:	
	Promoters & Promoter Group:	The EGM was held through video conferencing and hence there was no physical presence of members or appointment of proxies.
	Public:	
4	No. of Shareholders attended the Meeting through two-way VC facility or OAVM	
	Promoters and Promoter Group:	5
	Public:	32
5	No. of Resolutions passed in the Meeting	3 (three)

Agenda- wise disclosure

Resolution 1 - To issue Convertible Warrants on a Preferential Basis

Resolution required: (Ordinary / Special)				Special				
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	41518054	41517138	99.9978	41517138	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	41518054	41517138	99.9978	41517138	0	100.0000	0.0000
Public-Institutions	E-Voting	3851954	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3851954	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	79848176	311071	0.3896	310677	394	99.8733	0.1267
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	79848176	311071	0.3896	310677	394	99.8733	0.1267

PRAXIS HOME RETAIL LIMITED

CIN: L52100MH2011PLC212866

Registered Office: iThink Techno Campus, Jolly Board Tower D, Ground Floor, Kanjurmarg (East), Mumbai 400 042 IN

Tel: +91 22 6882 4900; Fax: +91 22 6882 4801; website: www.praxisretail.in; e-mail: investorrelations@praxisretail.in

Total	Total	125218184	41828209	33.4043	41827815	394	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	

Resolution 2 - To approve 'Praxis Employee Stock Option Plan 2024' and grant of Employee Stock Options to the employees of the Company

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				2 - To approve 'Praxis Employee Stock Option Plan 2024' and grant of Employee Stock Options to the employees of the Company- Special Resolution				
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	41518054	41517138	99.9978	41517138	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		41518054	41517138	99.9978	41517138	0	100.0000
Public-Institutions	E-Voting	3851954	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3851954	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	79848176	311071	0.3896	245171	65900	78.8151	21.1849
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0

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	Total	79848176	311071	0.3896	245171	65900	78.8151	21.1849
Total	Total	125218184	41828209	33.4043	41762309	65900	99.8425	0.1575
Whether resolution is Pass or Not.							Yes	

Resolution 3 - To grant Employee Stock Options to the employees of the Subsidiary(ies) under 'Praxis Employee Stock Option Plan 2024'

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To grant Employee Stock Options to the employees of the Subsidiary(ies) under 'Praxis Employee Stock Option Plan 2024.				
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	41518054	41517138	99.9978	41517138	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	41518054	41517138	99.9978	41517138	0	100.0000	0.0000
Public-Institutions	E-Voting	3851954	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3851954	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	79848176	311071	0.3896	245071	66000	78.7830	21.2170
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0

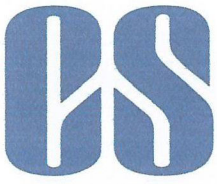
PRAXIS HOME RETAIL LIMITED

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	Total	79848176	311071	0.3896	245071	66000	78.7830	21.2170
Total	Total	125218184	41828209	33.4043	41762209	66000	99.8422	0.1578
Whether resolution is Pass or Not.							Yes	



Anant Gude & Associates

B.Com., LL.B., ACS

1603, 16th Floor, Alpinia Acme
Ozone, Near Khewara Circle,
Chitalsar, Manpada, Thane
(West) - 400607

COMPANY SECRETARIES

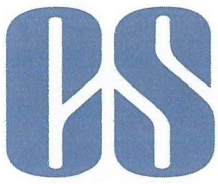
SCRUTINISER'S REPORT

To,
The Chairman of
**The Extraordinary General Meeting ("EGM") of the Members of
Praxis Home Retail Limited**
held on Saturday, 27th April, 2024 at 11:30 A.M. via two-way Video Conferencing
("VC") facility/Other Audio-Visual Means ("OAVM")

Dear Sir,

1. The Board of Directors of **PRAXIS HOME RETAIL LIMITED (the Company)** at its meeting held on 29th March, 2024 has appointed **Anant Gude & Associates** (Proprietary Firm) as the 'Scrutiniser' for the purpose of scrutinising the remote e-voting process prior to the EGM and e-voting process during the EGM pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amended Rules, 2015 read with MCA General Circular No. 14/2020 dated April 08, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 05, 2020 and MCA General Circular No. 02/2021 dated January 13, 2021 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, in respect of the resolutions mentioned in the **Annexure** to this Report.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of the EGM of the Members of the Company. My responsibility as a Scrutinizer for the remote e-voting process prior to EGM and e-voting process at the EGM is restricted to ensure that both the e-voting processes are conducted in a fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" on the notice of the EGM, based on the reports generated from the voting platform / system provided by the National Securities Depository Limited (NSDL) the authorized agency to provide e-voting facilities, engaged by the Company.





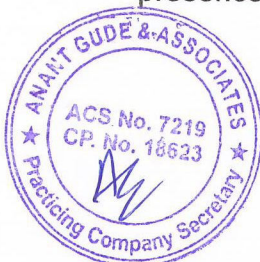
Anant Gude & Associates

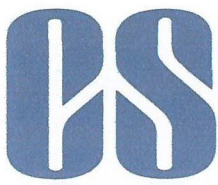
B.Com., LL.B., ACS

1603, 16th Floor, Alpinia Acme
Ozone, Near Khewara Circle,
Chitalsar, Manpada, Thane
(West) - 400607

COMPANY SECRETARIES

3. As informed to me by the Management, the notice dated 2nd April, 2024 convening the EGM of the Company through VC/OAVM held on 27th April, 2024 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular / SEBI Circular were duly sent to the Members of the Company through electronic mode to those Members whose email addresses were registered with the Company / Depositories, in compliance with the MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, 13th January, 2021, dated December 8, 2021, dated December 14, 2021, dated May 5, 2022, dated December 28, 2022 and dated September 25, 2023 and Circular No. 2/2022 dated 5th May, 2022 read with SEBI Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021.
4. The Members of the Company holding shares on the record date ("Cut off" date) of 20th April, 2024 were entitled to vote on the Resolutions as set out in the notice of said EGM.
5. In this regard, I hereby report as under:
 - 5.1 The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL), for conducting remote e-voting prior to EGM and e-voting during the EGM by the Members of the Company;
 - 5.2 The remote e-voting prior to EGM period remained open from **Wednesday, 24th April, 2024 (9.00 AM IST) to Friday, 26th April, 2024 (5.00 PM IST)** NSDL e-voting platform was disabled thereafter;
 - 5.3 The Company had also provided e-voting facility to the Members present / logged-in at the EGM through VC and who had not cast their vote earlier;
 - 5.4 I have also received a complete record of votes cast through electronic mode, upto 5:00 PM on 26th April, 2024 from NSDL e-Voting System, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 27th April, 2024 at 12:22 PM (IST) in the presence of two witnesses, Mr. Chetan Dalal and Mr. Sunil Mule, who





Anant Gude & Associates

B.Com., LL.B., ACS

COMPANY SECRETARIES

1603, 16th Floor, Alpinia Acme
Ozone, Near Khewara Circle,
Chitalsar, Manpada, Thane
(West) - 400607

are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

MR. CHETAN DALAL

MR. SUNIL MULE

- 5.5 I have scrutinized the votes cast through both remote e-voting and e-voting during the EGM processes for the purpose of this report.
- 5.6 The particulars of all the electronic votes cast by the Members through both remote e-voting and e-voting during the EGM have been recorded in the requisite registers maintained for the purpose;
- 5.7 The result of the voting through both remote e-voting and e-voting during the EGM is as per Annexure attached herewith.

Recommendation:

All the Resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,
For ANANT GUDE & ASSOCIATES,

ANANT GUDE
Practicing Company Secretary
Proprietor
Membership No. ACS 7219
CP No. 18623



UDIN: A007219F000248372

Place: Mumbai

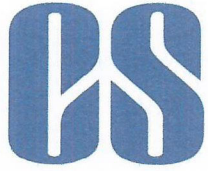
Date: April 27, 2024

Countersigned by
Praxis Home Retail Limited

Sanu Vishal
Kapoor

Digitally signed by Sanu
Vishal Kapoor
Date: 2024.04.27
15:20:38 +05'30'

Sanu Kapoor
Head Legal & Company Secretary
(Chairperson or person authorised by him)



Anant Gude & Associates

B.Com., LL.B., ACS

COMPANY SECRETARIES

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

Mobile No. : 99300 53007

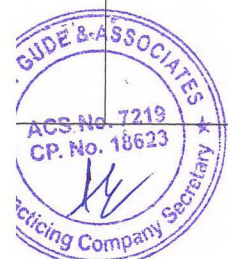
Email : gudeanant@gmail.com

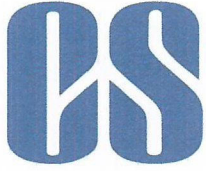
PRAXIS HOME RETAIL LIMITED – EXTRAORDINARY GENERAL MEETING HELD ON 27/04/2024 AT 11:30 AM

Annexure to the Scrutiniser's Report

Result of Remote E-Voting prior to EGM and E-Voting during the EGM

Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voted IN FAVOUR (Assent)		Voted AGAINST (Dissent)		TOTAL		
				No. of Members Voting	No. of Votes Cast	No. of Members Voting	No. of Votes Cast	No. of Members Voting	No. of Votes Cast	% of Total number of Valid Votes Cast
1	To Issue Convertible Warrants on a Preferential basis	Special Resolution	Remote E-Voting prior to EGM	74	4,18,02,813	3	394	77	4,18,03,207	99.940
			E-Voting during the EGM	3	25,002	0	0	3	25,002	0.060
			Total	77	4,18,27,815	3	394	80	4,18,28,209	100.000
2	To approve 'Praxis Employee Stock Option Plan 2024' and grant Employee Stock Options to the employees of the Company	Special Resolution	Remote E-Voting prior to EGM	71	4,17,37,307	6	65,900	77	4,18,03,207	99.940
			E-Voting during the EGM	3	25,002	0	0	3	25,002	0.060
			Total	74	4,17,62,309	6	65,900	80	4,18,28,209	100.000





Anant Gude & Associates

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COMPANY SECRETARIES

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

Mobile No. : 99300 53007

Email : gudeanant@gmail.com

Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voted IN FAVOUR (Assent)		Voted AGAINST (Dissent)		TOTAL		
				No. of Members Voting	No. of Votes Cast	No. of Members Voting	No. of Votes Cast	No. of Members Voting	No. of Votes Cast	% of Total number of Valid Votes Cast
3	To grant Employee Stock Options to the employees of the Subsidiary(ies) under 'Praxis Employee Stock Option Plan 2024'	Special Resolution	Remote E-Voting prior to EGM	70	4,17,37,207	7	66,000	77	4,18,03,207	99.940
			E-Voting during the EGM	3	25,002	0	0	3	25,002	0.060
			Total	73	4,17,62,209	7	66,000	80	4,18,28,209	100.000

For ANANT GUDE & ASSOCIATES,

ANANT GUDE

Practicing Company Secretary

Proprietor

Membership No. ACS 7219 / CP No. 18623

UDIN: A007219F000248372

Place: Mumbai

Date: April 27, 2024

