

Ref: PHRL:2023-24

Date: September 29, 2023

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.: Summary of Proceedings of 12th Annual General Meeting of the Members of Praxis Home Retail Limited (“Company”)

The 12th Annual General Meeting (AGM) of the Members of the Company was held on Friday, September 29, 2023 at 11:30 A.M. (IST) through two-way Video Conferencing (‘VC’) facility/ Other Audio Visual Means (‘OAVM’) to transact the business as stated in the Notice dated August 31, 2023 convening the 12th AGM.

In this regard, we enclose herewith the following:

1. Summary of proceedings of the 12th AGM of the Company as required under Regulation 30 read with part A of Schedule-III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) as **Annexure-I.**
2. The results of voting by the Members through remote e-voting and e-voting at the AGM in relation to the business transacted at the AGM, 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 September 29, 2023 on Remote e-voting and e-voting conducted at the Meeting, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the as **Annexure - III.**

The AGM concluded at 12:08 P.M. (IST)

The voting results along with the Scrutinizer’s Report are also made available on the Company’s website at www.praxisretail.in and 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 Kapoor
Head Legal & Company Secretary

Encl: A/a

Annexure – I

Summary of the proceedings of the 12th Annual General Meeting (“AGM”) of the Members of Praxis Home Retail Limited (“Company”)

The 12th Annual General Meeting (“AGM”) of the Members of the Company was held on Friday, September 29, 2023 at 11:30 a.m. through two-way Video Conferencing (‘VC’) facility/ Other Audio-Visual Means (‘OAVM’) (“Meeting”) without the physical presence of the Members at a common venue, in accordance with the relevant circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (‘SEBI’) in this regard.

Mr. Harminder Sahni, Chairman of the Board, chaired the Meeting and he welcomed all the Members. 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 AGM. Deemed venue for the Meeting was the Registered Office of the Company.

She introduced the Managing Director, the Chief Executive Officer and Whole-time Director and the Chief Financial Officer of the Company who attended the Meeting from the Registered Office of the Company. She also 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 Representative of the Statutory Auditors, Secretarial Auditor and Scrutiniser were also present at the Meeting through VC.

She briefed the Members regarding certain important relating to the Meeting. Notice calling the 12th AGM and the Annual Report for the financial year 2022-23 were 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 AGM. Proceedings of the AGM 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 AGM was held through video conferencing, without the physical presence of the members, the requirement of appointing proxies and other related compliance was not applicable. Further, the Statutory Registers as required under the Companies Act 2013 and other relevant documents as stated in the Notice were available 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 the Members as on the Cut off date i.e. **22 September, 2023, to enable them to** cast their votes electronically, on all the Business items as set forth in the Notice. **The remote e-voting facility was started at 9 am on Tuesday, 26 September, 2023 and ended on Thursday 28 September, 2023 at 5 pm** and it was blocked, thereafter. The facility of e-voting was also provided during the AGM 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 AGM.

She further informed that Mr. Anant Gude, proprietor of M/s. Anant Gude & Associates, Company Secretaries, (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 AGM in a fair and transparent manner. The Results declared, along with the Scrutinizer's Report would 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 participation by the Speaker Shareholders who had registered themselves with the Company.

The Notice convening the 12th AGM, as already circulated via electronic mode to the Members, was taken as read, with the permission of the Members. The attention of the Members was drawn to the reference in the Board's Report to Auditor's qualification and management response thereto. The qualification in the Statutory Auditor's Report along with the Management response were read out and with permission of the Members Auditor's Report was taken as read. It was also informed that the Secretarial Auditor's Report did not contain any qualification, reservation, or adverse remark.

The following resolutions as set out in the Notice convening the 12th AGM were put to vote.

Sr. No.	Resolution	Resolution Type
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary
2	To appoint a director in place of Mr. Samson Samuel (DIN: 07523995), Non-Executive Non-Independent Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3	To appoint Mr. Swetank Jain (DIN: 08859745) as Chief Executive Officer & Whole time Director of the Company and payment of remuneration to him.	Special

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

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, AGM was concluded at 12:08 P.M.

Post completion of the e-voting, the Scrutinizers' report was received by the Company on September 29, 2023 and as set out therein all the three Resolutions as mentioned above were declared to be passed, with the requisite majority.

Annexure – II

Details of Voting Results

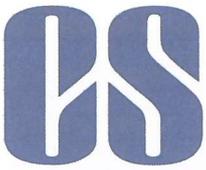
Sr. no.	Particulars	Details
1	Date of AGM	Friday, September 29, 2023
2	Total Number of Shareholders as on the Cut-off Date for voting purpose i.e., Friday, September 22, 2023	24,978
3	No. of Shareholders present in the Meeting either in person or through Proxy:	
	Promoters & Promoter Group: Public:	The AGM was held through video conferencing and hence there was no physical presence of members or appointment of proxies.
4	No. of Shareholders attended the Meeting through two-way VC facility or OAVM	
	Promoters and Promoter Group: Public:	7 38
5	No. of Resolutions passed in the Meeting	3

Agenda- wise disclosure Annexure II

Resolution Required: (Ordinary)		1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31,2023 together with the Reports of the Board of Directors and the 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	51573827	51572911	99.9982	51572911	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		51572911	99.9982	51572911	0	100.0000	0.0000
Public Institutions	E-Voting	3505950	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 Non Institutions	E-Voting	69875907	1142045	1.6344	1141370	675	99.9409	0.0591
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1142045	1.6344	1141370	675	99.9409	0.0591
Total		124955684	52714956	42.1869	52714281	675	99.9987	0.0013

Resolution Required : (Ordinary)			2 - To appoint a director in place of Mr. Samson Samuel (DIN: 07523995), 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	51573827	51572911	99.9982	51572911	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		51572911	99.9982	51572911	0	100.0000	0.0000
Public Institutions	E-Voting	3505950	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 Non Institutions	E-Voting	69875907	1141967	1.6343	1060316	81651	92.8500	7.1500
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1141967	1.6343	1060316	81651	92.8500	7.1500
Total		124955684	52714878	42.1869	52633227	81651	99.8451	0.1549

Resolution Required : (Special)			3 - To appoint Mr. Swetank Jain (DIN: 08859745) as Chief Executive Officer & Whole time Director of the Company and payment of remuneration to him.					
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	51573827	51572911	99.9982	51572911	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		51572911	99.9982	51572911	0	100.0000	0.0000
Public Institutions	E-Voting	3505950	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 Non Institutions	E-Voting	69875907	1141967	1.6343	1060326	81641	92.8508	7.1492
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1141967	1.6343	1060326	81641	92.8508	7.1492
Total		124955684	52714878	42.1869	52633237	81641	99.8451	0.1549



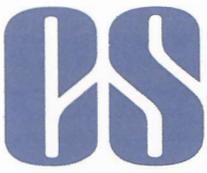
SCRUTINISER'S REPORT

To,
The Chairman of
**12th Annual General Meeting ("AGM") of the Members of
Praxis Home Retail Limited**
held on Friday, 29th September, 2023 at 11:30 AM via two-way Video Conferencing ("VC")
facility/Other AudioVisual Means ("OAVM")

Dear Sir,

1. The Board of Directors of **PRAXIS HOME RETAIL LIMITED (the Company)** at its meeting held on 27th May, 2023 has appointed **Anant Gude & Associates** (Proprietary Firm) as the '**Scrutiniser**' for the purpose of scrutinising the remote e-voting process prior to the AGM and e-voting process during the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 (as amended) (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (the "Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) and pursuant to Circular dated 13th January, 2021 read with the General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, and 11/2022 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September 8, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022, and December 28, 2022 respectively ('Circulars') (collectively referred to as the "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CM D1/CIR/P/2020/79 dated 12th May, 2020 read with SEBI Circular dated 15th January, 2021 (collectively referred to as the "SEBI Circulars") 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 12th AGM of the Members of the Company. My responsibility as a Scrutinizer for the remote e-voting process prior to AGM and e-voting process at the AGM 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 12th AGM, 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.
3. As informed to me by the Management, the notice dated 31st August, 2023 convening the 12th AGM of the Company through VC/OAVM held on 29th September, 2023 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and





Anant Gude & Associates

B.Com., LL.B., ACS

COMPANY SECRETARIES

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

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 and 13th January, 2021 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 22nd September, 2023 were entitled to vote on the Resolutions as set out in the notice of said AGM.

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 AGM and e-voting during the AGM by the Members of the Company;

5.2 The remote e-voting prior to AGM period remained open from **Tuesday, 26th September, 2023 (9.00 AM IST) to Thursday, 28th September, 2023 (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 AGM through VC and who had not cast their vote earlier;

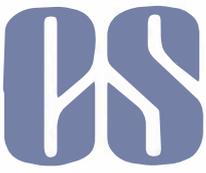
5.4 I have also received a complete record of votes cast through electronic mode, upto 5:00 PM on Thursday, 28th September, 2023 from NSDL e-Voting System, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on Friday, 29th September, 2023 at 12:20 PM (IST) in the presence of two witnesses, Mr. Chetan Dalal and Mr. Dnyandeo Karvande, who 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. Dnyandeo Karvande

5.5 I have scrutinized the votes cast through both remote e-voting and e-voting during the AGM processes for the purpose of this report.





Anant Gude & Associates

B.Com., LL.B., ACS

COMPANY SECRETARIES

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

5.6 The particulars of all the electronic votes cast by the Members through both remote e-voting and e-voting during the AGM 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 AGM is as per Annexure attached herewith.

Recommendation:

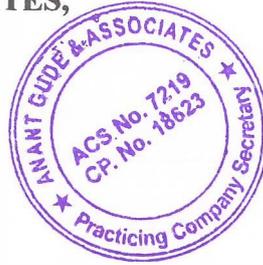
All the Resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

For ANANT GUDE & ASSOCIATES,

ANANT GUDE
Practicing Company Secretary
Proprietor



Membership No. ACS 7219
CP No. 18623

UDIN: A007219E001109694

Place: Mumbai

Date: September 29, 2023

Countersigned by
Praxis Home Retail Limited

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

PRAXIS HOME RETAIL LIMITED – 12TH ANNUAL GENERAL MEETING HELD ON 29/09/2023 AT 11:30 AM

Annexure to the Scrutinizer's Report

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

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 receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended March 31 st , 2023 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote E-Voting prior to AGM	127	5,27,14,281	1	9	128	5,27,14,290	99.99
			E-Voting during the AGM	0	0	1	666	1	666	0.01
			Total	127	5,27,14,281	2	675	129	5,27,14,956	100.00
2	To appoint Director Mr. Samson Samuel (DIN: 07523995) as Non-Executive Non-Independent Director, who retires by rotation and being eligible for re - appointment.	Ordinary Resolution	Remote E-Voting prior to AGM	122	5,26,33,227	5	80,985	127	5,27,14,212	99.99
			E-Voting during the AGM	0	0	1	666	1	666	0.01
			Total	122	5,26,33,227	6	81,651	128	5,27,15,878	100.00



PRAXIS HOME RETAIL LIMITED – 12TH ANNUAL GENERAL MEETING HELD ON 29/09/2023 AT 11:30 AM

Annexure to the Scrutinizer's Report

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

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 appoint Mr. Swetank Jain (DIN:08859745) as Chief Executive Officer and Whole-time Director and payment of remuneration to him	Special Resolution	Remote E-Voting prior to AGM	123	5,26,33,237	4	80,975	127	5,27,14,212	99.99
			E-Voting during the AGM	0	0	1	666	1	666	0.01
			Total	123	5,26,33,237	5	81,641	128	5,27,14,878	100.00

For Anant Gude & Associates

ANANT GUDE

Practicing Company Secretary

Proprietor

Membership No. ACS 7219 / CP No. 18623

UDIN: A007219E001109694

Place: Mumbai

Date: September 29, 2023

