



PRICE "LESS" FASHION

Date: 25<sup>th</sup> September, 2014

To,

To:  
The Listing Department  
**NATIONAL STOCK EXCHANGE OF  
INDIA LIMITED**  
"Exchange Plaza"  
Bandra-Kurla Complex  
Bandra (E), Mumbai-400 051  
**Scrp Code: VMART**  
Fax: 022-26598120  
Email: [cmlist@nse.co.in](mailto:cmlist@nse.co.in)

To:  
The Corporate Relationship Department  
**THE BSE LTD**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001  
**Scrp code: 534976**  
Fax: 022-22723121  
Email: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

**Sub: Outcome of AGM**

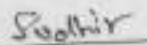
Dear Sir/Madam,

Pursuant to Clause 35A of the Listing Agreement please find enclosed herewith the Outcome of the 12<sup>th</sup> Annual General Meeting of the Company held on Tuesday i.e. September 23, 2014.

We request you to kindly take the same on record.

Thanking you,

For V-Mart Retail Limited



Sudhir Kumar  
Company Secretary



**V-MART RETAIL LTD.**

**V-MART RETAIL LIMITED**

Pursuant to Clause 35A OF Listing Agreement details of Voting Results of 12<sup>th</sup> Annual General Meeting (AGM) of the Company are furnished as below :

SL. NO	DESCRIPTION			
A	DATE OF AGM			23-09-2014
B	BOOK CLOSURE DATE			19-09-2014 TO 23-09-2014 ( BOTH DAYS INCLUSIVE )
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE			2267
D	NO. OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY			74
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL
	PROMOTER AND PROMOTER GROUP	11	0	11
	PUBLIC	63	0	63
	TOTAL	74	0	74
E	No. of shareholders attended the meeting through Video conferencing :			
	Promoters & Promoter Group	Not Arranged		
	Public			
	Total			

Details of Agenda :

Item No. 1 : To receive, consider and adopt the Audited Financial Statements for the year ended on March 31, 2014 together with the Directors' Report and Auditors' Report thereon.

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and Poll



Promoter/Public	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
<b>Modes of Voting (E-Voting)</b>							
Promoters & Promoter Group	10544475	10544475	100	10544475	0	100	0.00
Public – Institutional Holders	5415746	173713	3.2076	173713	0	100	0.00
Public – Others	1998557	47748	2.3891	47748	0	100	0.00
<b>Total (A)</b>	<b>17958778</b>	<b>10765936</b>	<b>59.94</b>	<b>10765936</b>	<b>0</b>	<b>100</b>	<b>0.00</b>
<b>Mode of Voting (Poll)</b>							
Promoters & Promoter Group	10544475	0	0	0	0	0	0.00
Public – Institutional Holders	5415746	0	0	0	0	0	0.00
Public – Others	1998557	1287	0.0644	1286	1	99.9222	0.0777
<b>Total (B)</b>	<b>17958778</b>	<b>1287</b>	<b>0.007</b>	<b>1286</b>	<b>1</b>	<b>99.9222</b>	<b>0.0777</b>
<b>Total (A+B)</b>	<b>17958778</b>	<b>10767223</b>	<b>59.95</b>	<b>10767222</b>	<b>1</b>	<b>99.99</b>	<b>00.01</b>

Item No. 2 : To declare a dividend of Re.1 per Equity shares for the financial year 2013-2014

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and Poll

Promoter/Public	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
<b>Modes of Voting (E-Voting)</b>							
Promoters & Promoter Group	10544475	2172175	20.6001	2172175	0	100	0.00



Public – Institutional Holders	5415746	1168511	21.5762	1168511	0	100	0.00
Public – Others	1998557	47382	2.3708	47382	0	100	0.00
<b>Total (A)</b>	<b>17958778</b>	<b>3388068</b>	<b>18.86</b>	<b>3388068</b>	<b>0</b>	<b>100</b>	<b>0.00</b>
<b>Mode of Voting (Poll)</b>							
Promoters & Promoter Group	10544475	0	0	0	0	0	0.00
Public – Institutional Holders	5415746	0	0	0	0	0	0.00
Public – Others	1998557	1287	0.0644	1287	0	100	0.00
<b>Total (B)</b>	<b>17958778</b>	<b>1287</b>	<b>0.007</b>	<b>1287</b>	<b>0</b>	<b>100</b>	<b>0.00</b>
<b>Total (A+B)</b>	<b>17958778</b>	<b>3389355</b>	<b>18.87</b>	<b>3389355</b>	<b>0</b>	<b>100</b>	<b>0.00</b>

Item No. 3 : To appoint a Director in place of Mr. Hemant Agarwal (holding DIN 02242019), who retires by rotation, and being eligible, offers himself for re – appointment

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and Poll

Promoter/Public	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
<b>Modes of Voting (E-Voting)</b>							
Promoters & Promoter Group	10544475	10544475	100	10544475	0	100	0.00
Public – Institutional Holders	5415746	1168511	21.5762	1168511	0	100	0.00
Public – Others	1998557	47748	2.3891	47748	0	100	0.00
<b>Total (A)</b>	<b>17958778</b>	<b>11760734</b>	<b>65.49</b>	<b>11760734</b>	<b>0</b>	<b>100</b>	<b>0.00</b>
<b>Mode of Voting (Poll)</b>							
Promoters & Promoter Group	10544475	0	0	0	0	0	0.00



Public – Institutional Holders	5415746	0	0	0	0	0	0.00
Public – Others	1998557	1287	0.0644	1284	3	99.7668	0.2331
Total (B)	17958778	1287	0.007	1284	3	99.7668	0.2331
Total (A+B)	17958778	11762021	65.49	11762018	3	99.99	0.01

Item No. 4 : To appoint M/s. Walker Chandiook & Co., Chartered Accountants as Statutory Auditors, to hold office from the conclusion of this Annual General Meeting for three consecutive years and to fix their remuneration

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and Poll

Promoter/Public	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
<b>Modes of Voting (E-Voting)</b>							
Promoters & Promoter Group	10544475	10544475	100	10544475	0	100	0.00
Public – Institutional Holders	5415746	937436	17.3095	937436	0	100	0.00
Public – Others	1998557	47748	2.389	47748	0	100	0.00
Total (A)	17958778	11529659	64.20	11529659	0	100	0.00
<b>Mode of Voting (Poll)</b>							
Promoters & Promoter Group	10544475	0	0	0	0	0	0.00
Public – Institutional Holders	5415746	0	0	0	0	0	0.00
Public – Others	1998557	1287	0.0644	1286	1	99.9222	0.0777
Total (B)	17958778	1287	0.007	1286	1	99.9222	0.0777
Total (A+B)	17958778	11530946	64.21	11530945	1	99.99	0.01



Item No. 5 : To appoint Mr. Aakash Moondhra (holding DIN 02654599) as an Independent Director

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and Poll

Promoter/Public	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
<b>Modes of Voting (E-Voting)</b>							
Promoters & Promoter Group	10544475	10544475	100	10544475	0	100	0.00
Public – Institutional Holders	5415746	1168511	21.5762	1168511	0	100	0.00
Public – Others	1998557	47748	2.3891	47748	0	100	0.00
<b>Total (A)</b>	<b>17958778</b>	<b>11760734</b>	<b>65.49</b>	<b>11760734</b>	<b>0</b>	<b>100</b>	<b>0.00</b>
<b>Mode of Voting (Poll)</b>							
Promoters & Promoter Group	10544475	0	0	0	0	0	0.00
Public – Institutional Holders	5415746	0	0	0	0	0	0.00
Public – Others	1998557	1287	0.0644	1284	3	99.7668	0.2331
<b>Total (B)</b>	<b>17958778</b>	<b>1287</b>	<b>0.0644</b>	<b>1284</b>	<b>3</b>	<b>99.7668</b>	<b>0.2331</b>
<b>Total (A+B)</b>	<b>17958778</b>	<b>11762021</b>	<b>65.50</b>	<b>11762018</b>	<b>3</b>	<b>99.99</b>	<b>0.01</b>

Item No. 6 : To appoint Mr. Kamal Kumar Gupta (holding DIN 00086057) as an Independent Director

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and Poll

Promoter/Public	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
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Modes of Voting (E-Voting)							
Promoters & Promoter Group	10544475	10544475	100	10544475	0	100	0.00
Public – Institutional Holders	5415746	1168511	21.5762	1168511	0	100	0.00
Public – Others	1998557	47748	2.3891	47748	0	100	0.00
<b>Total (A)</b>	<b>17958778</b>	<b>11760734</b>	<b>65.49</b>	<b>11760734</b>	<b>0</b>	<b>100</b>	<b>0.00</b>
Mode of Voting (Poll)							
Promoters & Promoter Group	10544475	0	0	0	0	0	0.00
Public – Institutional Holders	5415746	0	0	0	0	0	0.00
Public – Others	1998557	1287	0.0644	1284	3	99.7668	0.2331
<b>Total (B)</b>	<b>17958778</b>	<b>1287</b>	<b>0.007</b>	<b>1284</b>	<b>3</b>	<b>99.7668</b>	<b>0.2331</b>
<b>Total (A+B)</b>	<b>17958778</b>	<b>11762021</b>	<b>65.50</b>	<b>11762018</b>	<b>3</b>	<b>99.99</b>	<b>0.01</b>

Item No. 7 : To appoint Mr. Krishan Kumar Gupta (Holding DIN 02602767) as an Independent Director

Resolution required : Ordinary Resolution

Mode of Voting : E-voting and Poll

Promoter/Public	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
Modes of Voting (E-Voting)							
Promoters & Promoter Group	10544475	10544475	100	10544475	0	100	0.00
Public – Institutional Holders	5415746	1168511	21.5762	1168511	0	100	0.00
Public – Others	1998557	47748	2.3891	47748	0	100	0.00
<b>Total (A)</b>	<b>17958778</b>	<b>11760734</b>	<b>65.49</b>	<b>11760734</b>	<b>0</b>	<b>100</b>	<b>0.00</b>



Mode of Voting (Poll)							
Promoters & Promoter Group	10544475	0	0	0	0	0	0.00
Public – Institutional Holders	5415746	0	0	0	0	0	0.00
Public – Others	1998557	1287	0.0644	1284	3	99.7668	0.2331
Total (B)	17958778	1287	0.007	1284	3	99.7668	0.2331
Total (A+B)	17958778	11762021	65.50	11762018	3	99.99	0.01

Item No. 8 : To approve the revision/ variation in the remuneration of Mr. Lalit Agarwal (holding DIN 00900900) as Managing Director

Resolution required : Special Resolution

Mode of Voting : E-voting and Poll

Promoter/Public	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
<b>Modes of Voting (E-Voting)</b>							
Promoters & Promoter Group	10544475	814005	7.7197	814005	0	100	0.00
Public – Institutional Holders	5415746	1168511	21.5762	1168511	0	100	0.00
Public – Others	1998557	47382	2.3708	47382	0	100	0.00
Total (A)	17958778	2029898	11.30	2029898	0	100	0.00
<b>Mode of Voting (Poll)</b>							
Promoters & Promoter Group	10544475	0	0	0	0	0	0.00
Public – Institutional Holders	5415746	0	0	0	0	0	0.00
Public – Others	1998557	1287	0.0644	1284	3	99.7668	0.2331





<b>Total (B)</b>	17958778	1287	0.007	1284	3	99.7668	0.2331
<b>Total (A+B)</b>	17958778	2031185	11.31	2031182	3	99.99	0.01

Item No. 9 : To approve the revision/ variation in the remuneration of Mr. Madan Gopal Agarwal (holding DIN 02249947) as Whole Time Director

Resolution required : Special Resolution

Mode of Voting : E-voting and Poll

Promoter/Public	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
<b>Modes of Voting (E-Voting)</b>							
Promoters & Promoter Group	10544475	0	0	0	0	100	0.00
Public – Institutional Holders	5415746	1168511	21.5762	1168511	0	100	0.00
Public – Others	1998557	46458	2.3245	46458	0	100	0.00
<b>Total (A)</b>	17958778	1214969	6.76	1214969	0	100	0.00
<b>Mode of Voting (Poll)</b>							
Promoters & Promoter Group	10544475	0	0	0	0	0	0.00
Public – Institutional Holders	5415746	0	0	0	0	0	0.00
Public – Others	1998557	1287	0.0644	1284	3	99.7668	0.2331
<b>Total (B)</b>	17958778	1287	0.007	1284	3	99.7668	0.2331
<b>Total (A+B)</b>	17958778	1216256	6.77	1216253	3	99.99	0.01

Item No. 10: To approve the revision/ variation in the remuneration of Mr. Hemant Agarwal (holding DIN 022442019) as Whole Time Director

Resolution required : Special Resolution



Mode of Voting : E-voting and Poll

Promoter/Public	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
<b>Modes of Voting (E-Voting)</b>							
Promoters & Promoter Group	10544475	2172175	20.6001	2172175	0	100	0.00
Public - Institutional Holders	5415746	1168511	21.5762	1168511	0	100	0.00
Public - Others	1998557	47382	2.3708	47382	0	100	0.00
<b>Total (A)</b>	<b>17958778</b>	<b>3388068</b>	<b>18.86</b>	<b>3388068</b>	<b>0</b>	<b>100</b>	<b>0.00</b>
<b>Mode of Voting (Poll)</b>							
Promoters & Promoter Group	10544475	0	0	0	0	0	0.00
Public - Institutional Holders	5415746	0	0	0	0	0	0.00
Public - Others	1998557	1287	0.0644	1284	3	99.7668	0.2331
<b>Total (B)</b>	<b>17958778</b>	<b>1287</b>	<b>0.007</b>	<b>1284</b>	<b>3</b>	<b>99.7668</b>	<b>0.2331</b>
<b>Total (A+B)</b>	<b>17958778</b>	<b>3389355</b>	<b>18.87</b>	<b>3389352</b>	<b>3</b>	<b>99.99</b>	<b>0.01</b>

Item No. 11 : To approve the increase in investment limit by the FIIs in the Company upto the sectoral cap

Resolution required : Special Resolution

Mode of Voting : E-voting and Poll

Promoter/Public	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
<b>Modes of Voting (E-Voting)</b>							
Promoters & Promoter Group	10544475	10544475	100	10544475	0	100	0.00
Public -	5415746	1168511	21.5762	1168511	0	100	0.00



Institutional Holders							
Public – Others	1998557	47748	2.3891	47748	0	100	0.00
Total (A)	17958778	11760734	65.49	11760734	0	100	0
<b>Mode of Voting (Poll)</b>							
Promoters & Promoter Group	10544475	0	0	0	0	0	0
Public – Institutional Holders	5415746	0	0	0	0	0	0
Public – Others	1998557	1287	0.0644	1284	3	99.7668	0.2331
Total (B)	17958778	1287	0.007	1284	3	99.7668	0.2331
Total (A+B)	17958778	11762021	65.50	11762018	3	99.99	0.01

Item No. 12 : To Ratify the V-Mart ESOP Scheme, 2012

Resolution required : Special Resolution

Mode of Voting : E-voting and Poll

Promoter/Public	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
<b>Modes of Voting (E-Voting)</b>							
Promoters & Promoter Group	10544475	10544475	100	10544475	0	100	0
Public – Institutional Holders	5415746	1168511	21.5762	1168511	0	100	0
Public – Others	1998557	47748	2.3891	47748	0	100	0
Total (A)	17958778	11760734	65.49	11760734	0	100	0
<b>Mode of Voting (Poll)</b>							
Promoters & Promoter Group	10544475	0	0	0	0	0	0
Public – Institutional Holders	5415746	0	0	0	0	0	0



<b>Public - Others</b>	1998557	1287	0.0644	1284	3	99.7668	0.2331
<b>Total (B)</b>	17958778	1287	0.007	1284	3	99.7668	0.2331
<b>Total (A+B)</b>	17958778	11762021	65.50	11762018	3	99.99	0.01

