



BELLA CASA FASHION & RETAIL LTD

(Formerly Known as Gupta Fabtex Pvt. Ltd.)

Importers, Manufacturer & Exporters of :
Home Furnishing, Garment & Fabrics

Ph. : 0141-6500271
E-mail : info@bellacasa.in
Website : www.bellacasa.in

CIN : U17124RJ1996PLC011522

E-102, 103 EPIP,
Sitapura Industrial Area,
Jaipur - 302022, INDIA

Ref- BSE/2016-17/14

Date: September 30, 2016

To,
Listing Department,
Bombay Stock Exchange Limited
Floor 25, PJ Tower, Dalal Street,
Mumbai - 400 001

Subject- Voting Results of the Annual General Meeting held on 28th day of September, 2016.

Scrip Code- 539399

Dear Sir/Ma'am,

We wish to inform you that 20th Annual General Meeting of the Company was duly conducted on 28th September, 2016 at the Registered office of the company at E-102, 103, EPIP, Sitapura Industrial Area, Jaipur-302022 (Rajasthan)

The meeting was well attended and had the requisite quorum.

As per the Notification issued by the Ministry of Corporate Affairs dated 19th March, 2015 read with Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB of the SEBI (ICDR) regulations, 2009 are exempted from providing e-voting facility to its shareholders and hence we are not providing e-voting facility to all shareholders of the Company. Further, Chairman informed the Shareholders that voting would be done by poll at the AGM

Please find enclosed herewith (i) detailed results of poll of the 20th AGM held on 28th September, 2016 in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (ii) Scrutinizer Report in respect poll.

Kindly take this information on record.

For and on behalf of Bella Casa Fashion & Retail Limited

Sonika Gupta
Membership No. A38676
Company Secretary & Compliance Officer





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E-102, 103 EPIP,
Sitapura Industrial Area,
Jaipur - 302022, INDIA

Format for Voting Results

Date of the AGM/EGM	September 28, 2016
Total number of shareholders on record date	72
No. of shareholders present in the meeting either in person or through proxy:	16
Promoters and Promoter Group:	9
Public:	7
No. of Shareholders attended the meeting through Video Conferencing:	N.A.
Promoters and Promoter Group:	N.A.
Public:	N.A.

Agenda- wise disclosure (to be disclosed separately for each agenda item)

RESOLUTION 1

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2016 including Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6765000	0	0	0	0	0	0
	Poll		6765000	100	6765000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6765000	100	6765000	0	100	0
Public Institutions	E-Voting	105000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	2345000	0	0	0	0	0	0
	Poll		95000	4.05	95000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		95000	4.05	95000	0	100	0
Total		9215000	6860000	74.44	6860000	0	100	0

For BELLA CASA FASHION & RETAIL LIMITED


Sonika Gupta
Company Secretary cum Compliance Officer
Membership No. - 38676



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E-102, 103 EPIP,
Sitapura Industrial Area,
Jaipur - 302022, INDIA

RESOLUTION 2

To appoint a director in place of Mr. Harish Kumar Gupta (DIN:-1323944) liable to retire by rotation in terms of section 152 (6) of the Companies Act, 2013 and being eligible offers, himself for reappointment.

Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	

Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6765000	0	0	0	0	0	0
	Poll		6765000	100	6765000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6765000	100	6765000	0	100	0
Public Institutions	E-Voting	105000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	2345000	0	0	0	0	0	0
	Poll		95000	4.05	95000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		95000	4.05	95000	0	100	0
Total		9215000	6860000	74.44	6860000	0	100	0

RESOLUTION 3

To ratify the appointment of Auditors and fix their remuneration

Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6765000	0	0	0	0	0	0
	Poll		6765000	100	6765000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6765000	100	6765000	0	100	0
Public Institutions	E-Voting	105000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	2345000	0	0	0	0	0	0
	Poll		95000	4.05	95000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		95000	4.05	95000	0	100	0
Total		9215000	6860000	74.44	6860000	0	100	0

For BELLA CASA FASHION & RETAIL LIMITED

Sonika Gupta
Company Secretary cum Compliance Officer
Membership No. - 38676

Monika Sabnani
Practicing Company Secretary

354, Mahaveer Nagar-1st,
Tonk Road, Jaipur- 18
Email: monika.sabnani@gmail.com
Hand Phone: 07737688198

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,

Chairman
20th Annual General Meeting
Of the Equity Shareholders of
Bella Casa Fashion & Retail Limited
(Formerly Known as Gupta Fabtex Pvt. Ltd.)
Held on 28th September 2016
At E-102, 103 EPIP, Sitapura
Industrial Area Jaipur 302 022
(Rajasthan)

Dear Sir,

I, **Monika Sabnani**, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General meeting of the Equity Shareholders of **Bella Casa Fashion & Retail Limited**, held on **Wednesday, 28th September, 2016** at **E-102, 103 EPIP, Sitapura Industrial Area Jaipur 302 022 (Rajasthan)**, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 2 ballot boxes kept for polling, were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. There were no poll papers, which were incomplete/defective/invalid.
4. The result of the Poll is as under:
 - (a) **Resolution 01-** To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2016 including Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
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(in person or by proxy)		
16	16	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

(b) **Resolution 02-** To appoint a director in place of Mr. Harish Kumar Gupta (DIN:-01323944) liable to retire by rotation in terms of section 152 (6) of the Companies Act, 2013 and being eligible offers, himself for reappointment.

(i)Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	16	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	0	0

(iii)Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

(c) **Resolution 03-** To ratify the appointment of Auditors and fix their remuneration.

(i)Voted **in favour** of the resolution:



Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	16	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	0	0

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

5. A list of equity shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Place: Jaipur
Dated: 29.09.2016

Yours faithfully,

M. S. Sabhani
Company Secretary in practice
Membership No. 43105
COP 16549



Monika Sabnani
Practicing Company Secretary

354, Mahaveer Nagar-1st,
Tonk Road, Jaipur- 18
Email: monika.sabnani@gmail.com
Hand Phone: 07737688198

Format for Voting Results

Name of Company	Bella Casa Fashion & Retail Ltd
Date of the AGM	September 28, 2016
Total number of shareholders on record date	72
No. of shareholders present in the meeting either in person or through proxy:	16
Promoters and Promoter Group:	9
Public:	7
No. of Shareholders attended the meeting through Video Conferencing	N.A.
Promoters and Promoter Group:	N.A.
Public	N.A.

Agenda- wise disclosure (to be disclosed separately for each agenda item)

RESOLUTION 1

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2016 including Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors and Auditors thereon.

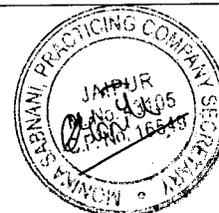
Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	6765000	6765000	100.00%	6765000	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0.00%	0	0	0.00%	0.00%
	Total	6765000	6765000	100.00%	6765000	0	100.00%	0.00%
Public Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	105000	0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)	0	0	0.00%	0	0	0.00%	0.00%
	Total	105000	0	0.00%	0	0	0.00%	0.00%
Public Non Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	2345000	95000	4.05%	95000	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0.00%	0	0	0.00%	0.00%
	Total	2345000	95000	4.05%	95000	0	100.00%	0.00%
Total		9215000	6860000	74.44%	6860000	0	100.00%	0.00%

RESOLUTION 2

To appoint a director in place of Mr. Harish Kumar Gupta (DIN:-1323944) liable to retire by rotation in terms of section 152 (6) of the Companies Act, 2013 and being eligible offers, himself for reappointment.

Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in	



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Promoter and Promoter Group	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	6765000	6765000	100.00%	6765000	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0.00%	0	0	0.00%	0.00%
	Total	6765000	6765000	100.00%	6765000	0	100.00%	0.00%
Public Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	105000	0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)	0	0	0.00%	0	0	0.00%	0.00%
	Total	105000	0	0.00%	0	0	0.00%	0.00%
Public Non Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	2345000	95000	4.05%	95000	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0.00%	0	0	0.00%	0.00%
	Total	2345000	95000	4.05%	95000	0	100.00%	0.00%
Total		9215000	6860000	74.44%	6860000	0	100.00%	0.00%

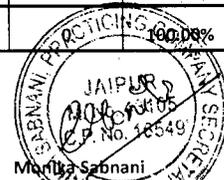
RESOLUTION 3

To ratify the appointment of Auditors and fix their remuneration

Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in	No

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Promoter and Promoter Group	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	6765000	6765000	100.00%	6765000	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0.00%	0	0	0.00%	0.00%
	Total	6765000	6765000	100.00%	6765000	0	100.00%	0.00%
Public Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	105000	0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)	0	0	0.00%	0	0	0.00%	0.00%
	Total	105000	0	0.00%	0	0	0.00%	0.00%
Public Non Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	2345000	95000	4.05%	95000	0	100.00%	0.00%
	Postal Ballot (if applicable)	0	0	0.00%	0	0	0.00%	0.00%
	Total	2345000	95000	4.05%	95000	0	100.00%	0.00%
Total		9215000	6860000	74.44%	6860000	0	100.00%	0.00%

Dated: 29.09.2016
Place: Jaipur



Manika Sabnani
Company Secretary in Practice
Membership No. 43105, COP 16549