

Declaration of Voting Results of the 37th Annual General Meeting of Liberty Shoes Ltd.

The 37th Annual General Meeting of the Company was held on Saturday, September 30, 2023 from 11.00 a.m. to 11:40 a.m. ("said AGM") through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

The said AGM of the Company was held in accordance with the circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and in terms of the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, (as amended) ("Act") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company had engaged the services of Link Intime India Private Limited to provide the remote e-voting facility and the e-voting system on the date of 37th AGM to the Members whereby they could exercise their right to vote, on the resolutions passed at 37th AGM, by electronic means.

The remote e-voting had commenced on Wednesday, September 27, 2023 at 9:00 a.m. (IST), and ended on Friday, September 29, 2023 at 5:00 p.m. (IST) and the e-voting at the said AGM concluded at 11:55 a.m.

Sh. Sukesh Gupta, Proprietor of M/s. Sukesh Gupta & Co., Chartered Accountants was appointed as the Scrutinizer to scrutinize the entire e-voting process (i.e. remote e-voting and e-voting at the said AGM).

The Scrutinizer has carried out the scrutiny of all the electronic votes cast by means of remote e-voting and e-voting at the said AGM and has submitted his report on Saturday, September 30, 2023. Consolidated Results of remote e-voting and e-voting at the said AGM as per the Scrutinizers' Report dated September 30, 2023 are annexed hereto as Annexure 1.

Based on the Consolidated Report of the Scrutinizer, it is hereby declared that **all Resolutions as set out in the Notice of the said AGM have been duly approved by the Members with requisite majority.** It is also directed that the resolutions be recorded in the Minutes w.r.t the said AGM.

Date: September 30, 2023
Place: Libertypuram, Haryana

For Liberty Shoes Ltd.


Shammi Bansal
Chairman of the Meeting





SUKESH GUPTA & CO.

CHARTERED ACCOUNTANTS

SCRUTINIZERS' REPORT ON REMOTE E-VOTING, AND E-VOTING AT THE AGM PROCESS FOR 37TH ANNUAL GENERAL MEETING OF LIBERTY SHOES LIMITED HELD ON SATURDAY 30TH SEPTEMBER, 2023 AT 11:00 AM THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM")

(Section 108 of the Companies Act read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 and any amendment thereof including Companies (Management & Administration), Amendment Rules, 2015/MCA and SEBI Circulars issued from time to time.

REPORT OF SCRUTINIZER

30th September, 2023

To
The Chairman
Liberty Shoes Ltd.
 Libertypuram, 13th Milestone, G.T Karnal Road, Kutail, P.O Bastara,
 Distt Karnal-132114
 Haryana

Sub: SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND E-VOTING AT THE 37TH ANNUAL GENERAL MEETING OF THE COMPANY

I, Sukesh Gupta, Proprietor of M/s Sukesh Gupta & Co.(Chartered Accountants), Panipat (Haryana), appointed as Scrutinizer by the Board of Directors of M/s. Liberty Shoes Ltd ("the Company") vide board resolution passed on 5th September, 2023 for the purpose of scrutinizing remote E-voting and E-voting at the 37th AGM on the below mentioned resolutions(s), for 37th Annual General Meeting (AGM) of Liberty Shoes Ltd. ("the Company"), held on Saturday, 30th September, 2023 at 11:00 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and concluded at 11:40 A.M., submit my report as under:

1. The said AGM of the Company was held in accordance with the circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and in terms of the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, (as amended) ("Act") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015/ MCA Circulars and SEBI Circulars. As informed by the Management, the Notice dated 5th September, 2023 convening the 37th AGM of the Company through VC/OAVM held on Saturday, 30th September, 2023 along with Statement setting out all the 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 e-mail addresses are registered with the Company/RTA or Depositories, in compliance with the MCA Circulars/ SEBI Circulars and provisions of Companies Act, 2013. The intimation for dispatch of Notice along with Annual Report etc to the Shareholders were also given by way of pre and post Advertisement(s) which were published in Newspapers Jansata (Hindi Newspaper) and Financial Express (English Newspaper) in compliance with MCA Circulars.

2. The Company had engaged the services of Link Intime India Private Limited to provide the remote e-voting facility and the e-voting system on the date of 37th AGM to the Members whereby they could exercise their right to vote, on the resolutions passed at AGM, by electronic means.

(a) Remote E-voting:

The remote e-voting had commenced on Wednesday, September 27, 2023 at 9:00 a.m., and ended on Friday, September 29, 2023 at 5:00 p.m. and remote e-voting facility provided by Link Intime India Private Limited was disabled thereafter.

(b) E-voting at the Meeting: The facility was made available during the AGM proceeding and also for a duration of 15 Minutes post completion of proceeding of the Meeting for those members who participated in the Meeting and had not cast their votes through remote e-voting. The e-voting at the said AGM concluded at 11:55 A.M.

3. After the closure of e-voting at the AGM, I have unblocked the electronic votes received from Shareholders through both the facilities (Remote E-voting and E-voting at AGM) in the presence of two witnesses who are not in the employment of the Company. I have scrutinized the votes casted through both the facilities for the purpose of this Report.

4. The register has been maintained electronically to record the assent (Favour) or dissent (against), received, mentioning the particulars of name, address, folio number or Client ID of the Shareholders, numbers of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of list of shares with differential voting rights.

5. The details containing, inter alia, list of Equity Shareholders, who voted in FAVOUR or AGAINST/ INVALID each of the resolution put to vote, were downloaded from the e-voting website of M/s Link Intime India Private Limited, the consolidated result of Remote E- voting and E-voting at AGM is given in the Annexure –A as attached herewith.



I hereby confirm that I am maintaining the soft copy of the registers received from the service provider in respect of the votes cast through remote e- voting and voting conducted at AGM by way of electronic means by the members of the company and that there was no shareholder who opted for both the facilities.

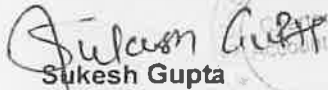
All other relevant records relating to remote e-voting and voting by electronic means shall remain in the safe custody of the scrutinizer and will be hand over to the company until the Chairman considers, approves and signs the Minutes.

Recommendation:

Based on the foregoing, the above Resolution Nos. 1 to 7 of 37th Annual General Meeting held on Saturday, 30th September, 2023 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) be considered to have been passed with the requisite majority of shareholders. The Chairman may accordingly declare the results of voting.

Thanking you
Yours Faithfully

For **Sukesh Gupta & Co.**
Chartered Accountants


Sukesh Gupta

Proprietor

Membership No. 514675

**[Scrutinizer for Remote E-Voting
And E-voting during AGM Process]**

UDIN 23514675B9WMyG4917

Date: 30th September, 2023

Place: Panipat, Haryana



Shammi Bansal

Counter signed by

(Chairman of the Meeting)

Liberty Shoes Limited	
VOTING RESULTS	
Date of the AGM:	Saturday, 30th September, 2023
Total number of shareholders on record date: (i.e. 23rd September, 2023 cut-off date for Voting purpose	29300
No. of shareholders present in the meeting either in person or through Authorised Representative or through proxy:	N.A.
Promoters and Promoter Group:	N.A.
Public:	N.A.
No of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	20
Public:	36

Agenda-wise disclosure

Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.									
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	Votes Invalid	Votes Abstained	
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	(6)=([4]/[2])*100	(7)=([5]/[2])*100			
Promoter and Promoter Group	E-Voting	8016124	8016124	100	7914982	101142	98.7383	1.2617	0	0	
	Poll	9968346	1846012	18.5187	300000	1546012	16.2512	83.7488	0	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		9862136	98.9345	8214982	1647154	83.2982	16.7018	0	0	
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll	25052	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		0	0.0000	0	0	0.0000	0.0000	0	0	
Public Non Institutions	E-Voting	866601	866601	12.2981	712085	154516	82.1699	17.8301	0	0	
	Poll	7046602	433261	6.1485	358201	75060	82.6756	17.3244	0	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1299862	18.4466	1070286	229576	82.3384	17.6616	0	0	
Total		17040000	11161998	65.5047	9285268	1876730	83.1864	16.8136	0	0	



2 - To confirm the payment of Interim Dividend of Rs. 2.50 per equity share of face value of Rs.10/- each as Final Dividend for the financial year ended March 31, 2023.

Resolution Required : (Ordinary)	Whether promoter/ promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	No. of shares held [1]	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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		8016124	80.4158	8016124	0	100.0000	0.0000	0	0	
	Poll	9968346	1846012	18.5187	1846012	0	100.0000	0.0000	0	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		9862136	98.9345	9862136	0	100.0000	0.0000	0.0000	0	0
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll	25052	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0	
Total		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0	
Public Non Institutions	E-Voting		866601	12.2981	866385	216	99.9751	0.0249	0	0	
	Poll	7046602	433261	6.1485	433261	0	100.0000	0.0000	0	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0	
Total		17040000	1299862	18.4466	1299646	216	99.9834	0.0166	0	0	

3 - To appoint a director in place of Sh. Adish Kumar Gupta (DIN-00137612), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required : (Ordinary)	Whether promoter/ promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	No. of shares held [1]	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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		8016124	80.4158	7914982	101142	98.7383	1.2617	0	0	
	Poll	9968346	1846012	18.5187	300000	1546012	16.2512	83.7488	0	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		9862136	98.9345	8214982	1647154	83.2982	16.7018	0.0000	0	0
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll	25052	0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0	
Total		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0	
Public Non Institutions	E-Voting		866599	12.2981	706982	159617	81.5812	18.4188	0	2	
	Poll	7046602	433261	6.1485	358201	75060	82.6756	17.3244	0	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0	
Total		17040000	1299860	18.4466	1065183	234677	81.9460	18.0540	0	2	

UPT 18.4466
65.5047
83.1407
16.8593

4 - To appoint a director in place of Sh. Ashok Kumar (DIN-06883514), who retires by rotation and being eligible, offers himself for re- appointment.										
Resolution Required : (Ordinary)	Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares $[3]=\frac{[2]}{[1]} \times 100$	No. of Votes in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled $[6]=\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled $[7]=\frac{[5]}{[2]} \times 100$	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		8016124	80.4158	7914982	101142	98.7383	1.2617	0	0
	Poll	9968346	1846012	18.5187	300000	1546012	16.2512	83.7488	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9862136	98.9345	8214982	1647154	83.2982	16.7018	0.0000	0
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0
	Poll	25052	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0.0000	0
Public Non Institutions	E-Voting		866601	12.2981	706984	159617	81.5813	18.4187	0	0
	Poll	7046602	433261	6.1485	358201	75060	82.6756	17.3244	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1299862	18.4466	1065185	234677	81.9460	18.0540	0	0
Total		17040000	11161998	65.5047	9280167	1881831	83.1407	16.8593	0	0
5 - Appointment of Sh. Piyush Dixit (DIN: 03514223) as an Independent Director of the Company										
Resolution Required : (Special)	Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares $[3]=\frac{[2]}{[1]} \times 100$	No. of Votes in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled $[6]=\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled $[7]=\frac{[5]}{[2]} \times 100$	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		8016124	80.4158	7914982	101142	98.7383	1.2617	0	0
	Poll	9968346	1846012	18.5187	300000	1546012	16.2512	83.7488	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9862136	98.9345	8214982	1647154	83.2982	16.7018	0.0000	0
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0
	Poll	25052	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0.0000	0
Public Non Institutions	E-Voting		866601	12.2981	707084	159517	81.5928	18.4072	0	0
	Poll	7046602	433261	6.1485	358201	75060	82.6756	17.3244	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1299862	18.4466	1065285	234577	81.9537	18.0463	0	0
Total		17040000	11161998	65.5047	9280267	1881731	83.1416	16.8584	0	0



6 - Appointment of Sh. Anand Das Mundhra [DIN: 00167418] as an Independent Director of the Company.

Resolution Required : (Special)	Whether promoter/ promoter group are interested in the agenda/resolution?		Mode of Voting									
Category	No. of shares held [1]	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	Votes Invalid	Votes Abstained			
Promoter and Promoter Group	9968346	8016124	80.4158	7914982	101142	98.7383	1.2617	0	0			
		1846012	18.5187	300000	1546012	16.2512	83.7488	0	0			
		0	0.0000	0	0.0000	0.0000	0.0000	0	0			
Total		9862136	98.9345	8214982	1647154	83.2982	16.7018	0	0			
Public Institutions	25052	0	0.0000	0	0.0000	0.0000	0.0000	0	0			
		0	0.0000	0	0.0000	0.0000	0.0000	0	0			
Total		0	0.0000	0	0	0.0000	0.0000	0	0			
Public Non Institutions	7046602	866601	12.2981	707084	159517	81.5928	18.4072	0	0			
		433261	6.1485	358201	75060	82.6756	17.3244	0	0			
		0	0.0000	0	0.0000	0.0000	0.0000	0	0			
Total	17040000	1299862	18.4466	1065285	234577	81.9537	18.0463	0	0			
		11161998	65.5047	9280267	1881731	83.1416	16.8584	0	0			

7 - Removal of Sh. Adesh Kumar Gupta as a Director/ Executive Director of the Company.

Resolution Required : (Ordinary)	Whether promoter/ promoter group are interested in the agenda/resolution?		Mode of Voting									
Category	No. of shares held [1]	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	Votes Invalid	Votes Abstained			
Promoter and Promoter Group	9968346	8016124	80.4158	7914982	101142	98.7383	1.2617	0	0			
		1846012	18.5187	300000	1546012	16.2512	83.7488	0	0			
		0	0.0000	0	0.0000	0.0000	0.0000	0	0			
Total		9862136	98.9345	8214982	1647154	83.2982	16.7018	0	0			
Public Institutions	25052	0	0.0000	0	0.0000	0.0000	0.0000	0	0			
		0	0.0000	0	0.0000	0.0000	0.0000	0	0			
Total		0	0.0000	0	0	0.0000	0.0000	0	0			
Public Non Institutions	7046602	866541	12.2973	707022	159519	81.5913	18.4087	0	0			
		433261	6.1485	358201	75060	82.6756	17.3244	0	0			
		0	0.0000	0	0.0000	0.0000	0.0000	0	0			
Total	17040000	1299802	18.4458	1065223	234579	81.9527	18.0473	0	0			
		11161998	65.5043	9280205	1881733	83.1415	16.8585	0	0			

