LIBERTY

28th September, 2021

The Manager Listing Department **The National Stock Exchange of India Ltd.** Exchange Plaza, 5th Floor Plot No. C/1, Bandra - Kurla Complex, Bandra (E) Mumbai - 400051 Tel. No.: 022-26598100`14 Fax No.: 022-26598273-38 **Scrip Code:** LIBERTSHOE **ISIN No.** : INE 557B01019	The Manager Listing Department **Bombay Stock Exchange Ltd.** Phiroza Jeejeebhoy Towers, Dalal Street Mumbai – 400001 Tel: 022 – 22722375, 2066 Fax : 022 – 22722037, 39, 41,61 **Scrip Code**: 526596 **ISIN No.** : INE 557B01019

Sub: Combined voting results and Scrutinizer Report of 35th Annual General Meeting ('AGM')

Reg: Compliance with the provisions of Regulations 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Compliance Officer: CS Munish Kakra (CFO & Company Secretary)
Contact Address: Libertypuram, 13th Milestone, G.T. Karnal Road, Kutail, P. O. Bastara, Distt. Karnal 132114 (Haryana), Ph. 01748 – 251101 – 03, 9313601387

Dear Sir/Madam

With reference to the above subject, we would like to inform you that the 35th Annual General Meeting of the Company convened on Tuesday, 28th September, 2021 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

In this regard, please find enclosed herewith combined voting results of 35th AGM along with Scrutinizer Report thereon as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations and provisions of Section 108 of the Companies Act, 2013 and Rules made there under.

The above reports are available on Company's website i.e. www.libertyshoes.com and the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited i.e. at https://instavote.linkintime.co.in/.

Please take the above information on your records and acknowledge the receipt of the same.

Thanking you

Sincerely yours

For **Liberty Shoes Ltd.**

CS Munish Kakra

CFO & Company Secretary

Encl: a/a

Liberty Shoes Limited
Corporate Office:
Ground Floor, Building 8, Tower-A, DLF Cyber City,
Phase-II, Gurugram, Haryana, INDIA - 122002
Tel.: +91-124-4616200, 3856200 Fax : +91-124-4616222
Email : corporate@libertyshoes.com

Registered Office:
Libertypuram, 13th Milestone, G.T. Karnal Road,
P.O. Box Bastara, Distt. Karnal, Haryana, India -132 114
Tel.: +91-1748-251101, 251103 Fax : +91-1748-251100,
Email : corporate@libertyshoes.com CIN No. L19201HR1986PLC033185

SUKESH GUPTA & CO.

CHARTERED ACCOUNTANTS

SCRUTINIZERS' REPORT ON REMOTE E-VOTING, AND E-VOTING AT THE AGM PROCESS FOR 35TH ANNUAL GENERAL MEETING OF LIBERTY SHOES LIMITED HELD ON TUESDAY 28TH SEPTEMBER, 2021 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

28th September, 2021

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 35TH 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 11th August, 2021 for the purpose of scrutinizing remote E-voting and E-voting at the 35th AGM on the below mentioned resolutions(s), for 35th Annual General Meeting (AGM) of Liberty Shoes Ltd. ("the Company"), held on Tuesday, 28th September, 2021 at 11:00 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and concluded at 11:37 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 11th August, 2021 convening the 35th AGM of the Company through VC/OAVM held on 28th September, 2021 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

805, SECTOR 11, OPP ANGEL PRIME MALL,
HUDA, PANIPAT-132103

Mobile:- 9466237786
EMAIL:- sukeshgupt@gmail.com

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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 35th 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 Saturday, September 25, 2021 at 9:00 a.m., and ended on Monday, September 27, 2021 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 for those members who participated in the Meeting and had not cast their votes through remote e-voting for a duration of 30 Minutes post completion of proceedings of the Meeting. The e-voting at the said AGM concluded at 12:07 p.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 or dissent, 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 FOR 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.

6. This report has been issued at the request of company for (i) submission to stock exchange(s), (ii) placing on the websites of the company and website of RTA. This report is not to be used for any other purpose or to be distributed by the company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

SUKESH GUPTA & CO.

CHARTERED ACCOUNTANTS

Recommendation:

Based on the foregoing, the above Resolution Nos. 1 to 11 of 35th Annual General Meeting held on 28th September, 2021 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) may 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 at AGM Process]
UDIN: 21514675AAAACT3847
Date: 28th September, 2021
Place: Panipat, Haryana

Adesh Kumar Gupta
Chairman of the Meeting

805, SECTOR 11, OPP ANGEL PRIME MALL,
HUDA, PANIPAT-132103

Mobile:- 9466237786
EMAIL:- sukeshgupt@gmail.com

VOTING RESULTS

Date of the AGM:	Tuesday, 28th September, 2021
Total number of shareholders on record date: (i.e. 21st September, 2021 cut-off date for Voting purpose	28814
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:	16
Public:	20

Agenda-wise disclosure

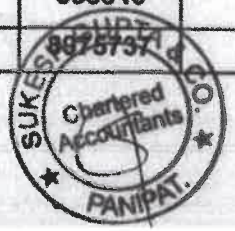
ORDINARY BUSINESS:

Item No. 1: To receive, consider and adopt :

The Audited Financial Statements of the Company for the Financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon.

Resolution Required: Ordinary/Special	**Ordinary Resolution**
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 favor	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	Remote E-Voting	10104655	8442097	83.55	8442097	0	100	0
	E-voting at AGM		533640	5.28	533640	0	100	0
	Total		**8975737**	**88.83**	**8975737**	**0**	**100**	**0**



Public – Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0
	E-voting at AGM		0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting	6929969	2458	0.04	2437	21	99	1
	E-voting at AGM		0	0.00	0	0	0	0
	Total		2458	0.04	2437	21	99	1
Total		17040000	8978195	52.69	8978174	21	100	0

Item No. 2- Appointment of Director

To appoint a Director in place of Sh. Adesh Kumar Gupta (DIN-00143192), who retires by rotation and being eligible, offers himself for re-appointment

Resolution Required: Ordinary/Special	**Ordinary Resolution**
Whether promoter/promoter group are interested in the agenda/resolution	**Yes**

Category	Mode of Voting	No. of shares held	No. of votes polled	%of votes Polled on outstanding shares	No. of Votes- in favor	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	Remote E-Voting	10104655	8442097	83.55	8442097	0	100	0
	E-voting at AGM		533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0
	E-voting at AGM		0	0.00	0	0	0	0

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	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting	6929969	2462	0.04	2341	121	95	5
	E-voting at AGM		0	0.00	0	0	0	0
	Total		2462	0.04	2341	121	95	5
Total		17040000	8978199	52.69	8978078	121	100	0

Item No. 3- Appointment of Director

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/Special	**Ordinary Resolution**
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 favor	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	Remote E-Voting	10104655	8442097	83.55	8442097	0	100	0
	E-voting at AGM		533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0
	E-voting at AGM		0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
	Remote E-Voting		2463	0.04	2336	121	95	5

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Public -Non Institutions	E-voting at AGM	6929969	0	0.00	0	0	0	0
	Total		2463	0.04	2336	127	95	5
Total		17040000	8978200	52.69	8978073	127	100	0

SPECIAL BUSINESS:

Item No. 4. Re-appointment of Sh. Adesh Kumar Gupta (DIN: 00143192) as CEO & Executive Director of the Company and fixing his remuneration

Resolution Required: Ordinary/Special	**Special Resolution**
Whether promoter/promoter group are interested in the agenda/resolution	**Yes**

Category	Mode of Voting	No. of shares held	No. of votes polled	%of votes Polled on outstanding shares	No. of Votes- in favor	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	Remote E-Voting	10104655	8442097	83.55	8442097	0	100	0
	E-voting at AGM		533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0
	E-voting at AGM		0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting	6929969	2457	0.04	2336	121	95	5
	E-voting at AGM		0	0.00	0	0	0	0

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	Total		2457	0.04	2336	121	95	5
Total		17040000	8978194	52.69	8978073	121	100	0
Item No. 5- Re-appointment of Sh. Shammi Bansal (DIN: 00138792) as Executive Director of the Company and fixing his remuneration								
Resolution Required: Ordinary/Special			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	%of votes Polled on outstanding shares	No. of Votes- in favor	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	Remote E-Voting	10104655	8442097	83.55	8442097	0	100	0
	E-voting at AGM		533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0
	E-voting at AGM		0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting	6929969	2457	0.04	2336	121	95	5
	E-voting at AGM		0	0.00	0	0	0	0
	Total		2457	0.04	2336	121	95	5
Total		17040000	8978194	52.69	8978073	121	100	0
Item No. 6- Re-appointment of Sh. Sunil Bansal (DIN: 00142121) as Executive Director of the Company and fixing his remuneration								
Resolution Required: Ordinary/Special			Special Resolution					

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Whether promoter/promoter group are interested in the agenda/resolution			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	%of votes Polled on outstanding shares	No. of Votes- in favor	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	Remote E-Voting	10104655	8442097	83.55	8442097	0	100	0
	E-voting at AGM		533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0
	E-voting at AGM		0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting	6929969	2463	0.04	2342	121	95	5
	E-voting at AGM		0	0.00	0	0	0	0
	Total		2463	0.04	2342	121	95	5
Total		17040000	8978200	52.69	8978079	121	100	0

Item No. 7- Re-appointment of Sh. Adish Kumar Gupta (DIN: 00137612) as Executive Director of the Company and fixing his remuneration	
Resolution Required: Ordinary/Special	Special Resolution
Whether promoter/promoter group are interested in the agenda/resolution	Yes

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Category	Mode of Voting	No. of shares held	No. of votes polled	%of votes Polled on outstanding shares	No. of Votes- in favor	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	Remote E-Voting	10104655	8442097	83.55	8442097	0	100	0
	E-voting at AGM		533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0
	E-voting at AGM		0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting	6929969	2463	0.04	2336	127	95	5
	E-voting at AGM		0	0.00	0	0	0	0
	Total		2463	0.04	2336	127	95	5
Total		17040000	8978200	52.69	8978073	127	100	0

Item No. 8- Re-appointment of Sh. Ashok Kumar (DIN: 06883514) as Executive Director of the Company and fixing his remuneration	
Resolution Required: Ordinary/Special	Special Resolution
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 favor	No. of Votes against	%of Votes in favour on votes polled	%of Votes against on votes polled

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		1	2	(3) =[(2)/(1)]* 100	4	5	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	10104655	8442097	83.55	8442097	0	100	0
	E-voting at AGM		533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0
	E-voting at AGM		0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting	6929969	2463	0.04	2336	127	95	5
	E-voting at AGM		0	0.00	0	0	0	0
	Total		2463	0.04	2336	127	95	5
Total		17040000	8978200	52.69	8978073	127	100	0

Item No. 9- Appointment of Sh. Sanjay Bhatia (DIN: 0080533) as Independent Director of the Company	
Resolution Required: Ordinary/Special	Ordinary Resolution
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 favor	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
	Remote E-Voting		8442097	83.55	8442097	0	100	0

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Promoter and Promoter Group	E-voting at AGM	10104655	533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0
	E-voting at AGM		0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting	6929969	2463	0.04	2336	127	95	5
	E-voting at AGM		0	0.00	0	0	0	0
	Total		2463	0.04	2336	127	95	5
Total		17040000	8978200	52.69	8978073	127	100	0

Item No. 10- Appointment of Dr. Sujata (DIN: 09289128) as Independent Director of the Company	
Resolution Required: Ordinary/Special	Ordinary Resolution
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 favor	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	Remote E-Voting	10104655	8442097	83.55	8442097	0	100	0
	E-voting at AGM		533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0

SUKESH GUPTA & CO. Chartered Accountants PANIPAT.

Public – Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0
	E-voting at AGM		0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting	6929969	2463	0.04	2336	127	95	5
	E-voting at AGM		0	0.00	0	0	0	0
	Total		2463	0.04	2336	127	95	5
Total		17040000	8978200	52.69	8978073	127	100	0

Item No. 11- Appointment of Smt. Nidhi Lal (DIN: 01363845) as Independent Director of the Company	
Resolution Required: Ordinary/Special	Ordinary Resolution
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 favor	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	Remote E-Voting	10104655	8442097	83.55	8442097	0	100	0
	E-voting at AGM		533640	5.28	533640	0	100	0
	Total		8975737	88.83	8975737	0	100	0
Public – Institutions	Remote E-Voting	5376	0	0.00	0	0	0	0
	E-voting at AGM		0	0.00	0	0	0	0

SUKESH GUPTA & CO. Chartered Accountants PANIPAT.

	Total		0	0.00	0	0	0	0
Public -Non Institutions	Remote E-Voting	6929969	2463	0.04	2336	127	95	5
	E-voting at AGM		0	0.00	0	0	0	0
	Total		2463	0.04	2336	127	95	5
Total		17040000	8978200	52.69	8978073	127	100	0

Note: Rounded -Off wherever required for all Agenda Items.

All the resolutions, as set out in the 35th AGM Notice dated 11th August, 2021, were passed by the Members by requisite majority.

SUKESH GUPTA & CO. Chartered Accountants PANIPAT.