

18th March, 2014

The Manager

Listing Department

The National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor

Plot No. C/1, G Block

Bandra – Kurla, Bandra (E),

Mumbai – 400051

Tel.: 022 – 26598100 – 14

Fax No. 022 – 26598237, 26598238

Sub: Submission of detail of voting results of the postal ballot and e-voting & altered copy of Memorandum of Association of the Company

Reg : Compliance of the Listing Agreement

Compliance Officer : Munish kakra (Vice President & Company Secretary)

Contact Address : Libertypuram, 13th Milestone, G.T. Karnal Road, Kutail,
P. O. Bastara, Distt. Karnal 132114 (Haryana)
Ph. 01748 – 251101 – 03, 9313601387

Scrip Code : 526596

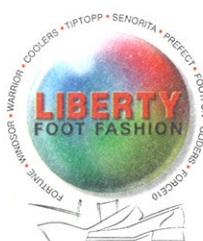
ISIN No. : INE 557B01019

Dear Sir/Madam,

Please refer to our earlier letter dated 11th February, 2014 whereby we have submitted certified true copy of the notice of postal ballot and e-voting along with postal ballot form and annexure thereof for seeking the approval of:

- (1) Public shareholders (i.e. Shareholders other than those forming part of Promoter and Promoter Group) of the Company to the Scheme of Amalgamation of Liberty Retail Revolutions Limited (Transferor Company) with Liberty Shoes Limited (Transferee Company) and their respective shareholders and creditors by passing an Ordinary Resolution by way of Postal Ballot in terms of applicable SEBI guidelines.
- (2) Shareholders of the Company for alteration in the Memorandum of Association of the Company by passing a Special Resolution by way of Postal Ballot in terms of provisions of Section 17 and Section 192A of the Companies Act, 1956 read with Companies (Passing of the Resolutions by Postal Ballot), Rules, 2011.

In this regard, please be informed that Mr. Sanjay Grover of M/s Sanjay Grover & Associates, New Delhi, Practicing Company Secretary who were appointed by the Board of Directors of the Company in their meeting held on 14th January, 2014, as scrutinizer for conducting the above postal ballot in a fair and transparent manner, has submitted his report to the Chairman of the Company on 15th March, 2014 after scrutinizing the postal ballot forms and electronic votes cast by members by using electronic voting facility provided by Central Depository Services (India) Limited (CDSL).



Liberty Shoes Ltd.

Corporate Office : Building No. 8, Tower-B, 2nd Floor, DLF Cyber Citi, Phase-II, Gurgaon-122 002, Haryana, India
Tel.: +91-124-4616200, 3856200 Fax: +91-124-4616222, E-mail: mail@libertyshoes.com www.liberty.in

Registered Office: Libertypuram, 13th Milestone, G.T.Karnal Road, P.O. Bastara, Distt. Karnal-132 114, Haryana (India)
Tel.: +91-1748-251101~3 Fax: +91-1748-251100, E-mail: lpm@libertyshoes.com



As per the report submitted by the scrutinizer to the Chairman, the Resolution(s) as set out in the Postal Ballot Notice dated 14th January, 2014 and voted through Postal Ballot and E-Voting as prescribed under section 192A of the Companies Act, 1956 read with Companies (Passing of the Resolutions by Postal Ballot), Rules 2011 have duly been approved by the requisite majority of shareholders on 17th March, 2014. Please find enclosed herewith detail of voting results of the above postal ballot and e-voting process in the prescribed format in terms of the provisions of clause 35A of the Listing Agreement with the stock exchange(s).

The above results have also been posted on the website of the Company i.e. www.libertyshoes.com and displayed on the Notice Board of the Company at "Libertypuram, 13th Milestone, G.T. Karnal Road, Kutail, P.O. Bastara, Distt. Karnal-132114, Haryana".

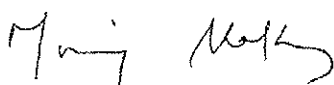
Further, in compliance of the provisions of clause 33 of the Listing Agreement, please find enclosed herewith certified true copy of altered Memorandum of Association of the Company for your records.

You are requested to take the above information on your records.

Thanking you,

Sincerely Yours,

For Liberty Shoes Ltd.

Munish Kakra

Vice President & Company Secretary

Encl: a/a

DETAIL OF POSTAL BALLOTS AND E-VOTING

1. Date of passing of the Resolution(s) through Postal Ballot & E-Voting: March 17, 2014
2. Total Number of Shareholders on record date: 14318 (As on 31st January, 2014)
3. No. of Shareholders present in the meeting either in person or through proxy: Not Applicable

Category of Shareholders	Present in Person	Present Through Proxy	Total
Promoters and Promoter Group	Not Applicable		
Public			
Total			

4. No. of Shareholders attended the meeting through Video Conferencing: Not Applicable

Category of Shareholders	Present in Person	Present Through Proxy	Total
Promoters and Promoter Group	Not Applicable		
Public			
Total			

5. Agenda Wise

5.1. Details of Agenda: Approval to the Scheme of Amalgamation of Liberty Retail Revolutions Limited (Transferor Company) with Liberty Shoes Limited (Transferee Company) w.e.f. the appointed date i.e. 1st April, 2013, by Public Shareholders (other than those forming part of the Promoter and Promoter Group) of the Company.

Resolution required: Ordinary Resolution

Mode of Voting: Postal Ballot & E-voting

Promoter/Public	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 favor (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) $=\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	11062507	0	0	0	0	0	0
Public – Institutional holders	7526	0	0	0	0	0	0
Public - Others	5969967	1991724	33.3623	1990494	1230	99.9382	0.0618
Total	17040000	1991724	11.6885	1990494	1230	99.9382	0.0618

*No. of Invalid Votes: 11



5.2. Details of Agenda: Approval to the alteration in the "Main Objects" Clause of the Memorandum of Association of the Company by Shareholders of the Company

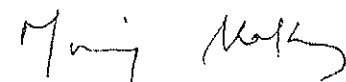
Resolution required: Special Resolution

Mode of Voting: Postal Ballot & E-voting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	%of votes Polled on outstanding shares (3) $=[(2)/(1)]*100$	No. of Votes- in favor (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	11062507	10979147	99.2464	10979147	0	100	0
Public – Institutional holders	7526	0	0	0	0	0	0
Public - Others	5969967	1991724	33.3623	1991524	200	99.9899	0.0100
Total	17040000	12970871	76.1201	12970671	200	99.9984	0.0016

*No. of Invalid Votes: 11

For Liberty Shoes Limited



Munish Kakra
Vice President & Company Secretary