



HINDUSTAN FOODS LIMITED

A Vanity Case Group Company

A Government Recognised Two Star Export House

Registered Office: Office No. 3, Level 2, Centrium, Phoenix Market City,
15, Lal Bahadur Shastri Road, Kurla (West), Mumbai, Maharashtra, India, 400 070.

Email: business@thevanitycase.com, **Website:** www.hindustanfoodslimited.com

Tel. No.: +91 22 6980 1700/01, **CIN:** L15139MH1984PLC316003

Date: September 25, 2024

To, The General Manager Department of Corporate Services BSE Limited Floor 25, P. J. Towers, Dalal Street, Mumbai- 400 001 Tel: (022) 2272 1233 / 34 Company Scrip Code: 519126	To, The Manager, National Stock Exchange of India Limited, Listing Department, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai 400 070 Company Symbol: HNDFDS
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Dear Sir(s),

Sub: Disclosure of voting results of the 39th Annual General Meeting (“AGM”) of the Members of the Company and Consolidated Scrutinizer’s Report

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the disclosure of the voting results in respect of resolutions set as per the Notice dated August 13, 2024 of the 39th AGM of the Company alongwith the corrigendum thereto.

We are also enclosing herewith the copy of Consolidated Scrutinizer’s Report dated September 25, 2024, issued by Mr. Amit Surase, Practicing Company Secretary, in respect of Remote E-voting and voting at the 39th AGM of the Company held on September 24, 2024.

On the basis of the Consolidated Scrutinizer’s Report for the voting by Members through Remote E-voting between September 21, 2024 (9:00 a.m. IST) to September 23, 2024 (5:00 p.m. IST) and E-voting by Members who participated in the AGM through VC facility on September 24, 2024, all the Resolutions for the Ordinary and Special businesses as set out in Agenda Item Nos. 1 to 3 of the AGM Notice read with the corrigendum thereto were duly passed by the requisite majority.

You are requested to take the same on record.

Thanking you,

Yours faithfully,
For **HINDUSTAN FOODS LIMITED**

Bankim Purohit
Company Secretary and Legal Head
ACS 21865

Encl.: As above





Details of the voting results of the 39th Annual General Meeting

Date of the AGM	September 24, 2024
Total number of Shareholders as on record date (Cut-off date) on September 13, 2024	77556
No. of Shareholders attended the meeting through Video Conferencing or Other - Audio Visual Mean	5
Promoters and Promoter Group	54
Public	

Agenda-wise disclosure

ITEM NO.1: Adoption of Audited Standalone and Consolidated Financial Statements together with the Board Report and the Report of Auditors' thereon for the Financial Year ended March 31, 2024

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	% 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	73109975	48958145	66.9651	48958145	0	100.0000	0.0000
	Voting at the AGM		24151830	33.0349	24151830	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		73109975	73109975	100.0000	73109975	0	100.0000
Public Institutions	E-voting	19618188	4264777	21.7389	4264777	0	100.0000	0.0000
	Voting at the AGM		1830663	9.3315	1830663	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		19618188	6095440	31.0704	6095440	0	100.0000
Public - Non Institutions	E-voting	21845190	4822925	22.0777	4822925	0	100.0000	0.0000
	Voting at the AGM		2529949	11.5813	2529949	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21845190	7352874	33.6590	7352874	0	100.0000
Total		114573353	86558289	75.5484	86558289	0	100.0000	0.0000



ITEM NO.2: Re-Appointment of Mr. Shrinivas Vasudeva Dempo (DIN: 00043413) as a Director, who retires by rotation and being eligible offers himself for re-appointment at the AGM

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	% 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	73109975	48958145	66.9651	48958145	0	100.0000	0.0000
	Voting at the AGM		24151830	33.0349	24151830	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		73109975	73109975	100.0000	73109975	0	100.0000
Public Institutions	E-voting	19618188	9395370	47.8911	9353597	41773	99.5554	0.4446
	Voting at the AGM		1830663	9.3315	1830663	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		19618188	11226033	57.2226	11184260	41773	99.6279
Public - Non Institutions	E-voting	21845190	4822925	22.0777	4822899	26	99.9995	0.0005
	Voting at the AGM		2529849	11.5808	2529849	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21845190	7352774	33.6585	7352748	26	99.9996
Total		114573353	91688782	80.0263	91646983	41799	99.9544	0.0456



ITEM NO.3: Ratification of remuneration payable to the Cost Auditor

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	% 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
		(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/ (2)*100	(7)=[(5) / (2)* 100
Promoter and Promoter Group	E-voting	73109975	48958145	66.9651	48958145	0	100.0000	0.0000
	Voting at the AGM		24151830	33.0349	24151830	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		73109975	73109975	100.0000	73109975	0	100.0000
Public Institutions	E-voting	19618188	9395370	47.8911	9395370	0	100.0000	0.0000
	Voting at the AGM		1830663	9.3315	1830663	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		19618188	11226033	57.2226	11226033	0	100.0000
Public - Non Institutions	E-voting	21845190	4822875	22.0775	4822867	8	99.9998	0.0002
	Voting at the AGM		2529849	11.5808	2529849	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		21845190	7352724	33.6583	7352716	8	99.9999
Total		114573353	91688732	80.0262	91688724	8	100.0000	0.0000

For HINDUSTAN FOODS LIMITED

Bankim Purohit
Company Secretary and Legal Head
 ACS 21865

SCRUTINIZER'S CONSOLIDATED REPORT

To
The Chairman
Hindustan Foods Limited
Office No.3, Level-2,
Centrium, Phoenix Market City,
15, LBS Road, Kurla (West),
Mumbai 400 070

Sub: Consolidated Scrutinizer's report on voting by electronic means including remote E-voting conducted prior to and during the 39th Annual General Meeting ("AGM") of Hindustan Foods Limited (the "Company") held on Tuesday, September 24, 2024 at 4.30 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Dear Sir,

I, Amit Surase (ACS: 26485, CP No.: 18482) of M/s AUS & Co, Practicing Company Secretaries, had been appointed by the Board of Directors of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to conduct the remote E-voting process in respect of the below mentioned Resolutions proposed at the 39th AGM of the Company on Tuesday, September 24, 2024 at 4.30 p.m. (IST) through VC/ OAVM.

The Ministry of Corporate Affairs ('MCA'), vide its General Circular No. 20/2020 dated May 05, 2020 read with subsequent circulars issued from time to time, the latest one being General Circular No. 9/2023 dated September 25, 2023 ('MCA Circulars') (collectively referred to as "MCA Circulars") has permitted the holding of the AGM through VC or OAVM, without the physical presence of the Members at a common venue. The Securities and Exchange Board of India ("SEBI") vide its circulars dated 5th January, 2023 ("SEBI Circulars") has granted relaxation in respect of sending physical copies of Annual Report to Shareholders and requirement of proxy for General Meetings held through electronic mode.

The Company had issued Corrigendum to the Notice of 39th ("AGM") on September 19, 2024. The Members of the Company were requested to note that Item no. 2 of the ORDINARY BUSINESS to the Notice of AGM was substituted. The Corrigendum was being issued as Mr. Sarvjit Singh Bedi (DIN: 07710419), Non-Executive Non- Independent Director of the Company had resigned on September 18, 2024 and therefore Item No. 2 of Ordinary Business of the Notice of 39th Annual General Meeting was modified and Mr Shrinivas Vasudeva Dempo (DIN: 00043413), Non-Executive, Non-Independent Director's name was replaced accordingly.

As per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, as also in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of E-voting to the Members to cast their votes electronically on all the Resolutions proposed in the Notice of the 39th AGM.

The Company had appointed Link Intime India Private Limited (hereinafter referred to as "LIPL"), Registrar and Transfer Agent ("RTA") as Service Provider, who provided the facilities for conducting the Remote e-voting, for participation by the Members in the AGM through VC/OAVM and E-voting during the said AGM.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules made thereunder; The Management of the Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Report on the votes cast 'in favour' or 'against' the Resolutions, based on the reports generated from the electronic voting system provided by the service provider "LI IPL".

Based on the reports generated from the e-voting system provided by the "LI IPL", I submit my report on as under:

1. The Voting rights were reckoned as on Friday, September 13, 2024, being the cut-off date for the purpose of deciding the entitlements of Members for remote E-voting and E-voting at the AGM, in respect of agenda item nos. 1 to 3 of the Notice of AGM dated August 13, 2024 read with the Corrigendum Notice issued on September 19, 2024.
2. The voting period for remote E-voting commenced from Saturday, September 21, 2024 (9:00 Hours IST) and ended on Monday, September 23, 2024 (17:00 Hours IST) (both days inclusive).
3. The Company had also provided E-voting facility to the Shareholders, who were present at the AGM through VC/ OAVM and who had not cast their vote on Remote e-voting.
4. On completion of e-voting during the AGM, I unblocked the results of the Remote e-voting and e-voting by the Shareholders at the AGM, on the "LI IPL" e-voting system/platform and after downloading the results, counted the votes.
5. All the 158 Remote/e-voting responses are valid.
6. I now, submit by combined report as under on the results of the Remote e-voting and e-voting at the AGM in respect of the each of the Resolutions as set out in the Notice dated August 13, 2024 read with the Corrigendum Notice issued on September 19, 2024 convening the AGM:

Thanking you,
Yours faithfully,

**AMIT
UTTAM
SURASE**

Digitally signed by AMIT UTTAM SURASE
DN: c=IN, o=Personal,
pseudonym=a032eR2wp6h5FwGra8H4J
aKpU6UsDRc,
2.5.4.20=343b1feb7835d3e4dc0e4b6cdc
ad02cf53b3c1bc31a93b9e20789c2b016f
bf, postalCode=421301, st=Maharashtra,
serialNumber=76f1aec4cc64f2acc7091f1d
071c2fafa8ecc5926084b036252e2a574e
702e8, cn=AMIT UTTAM SURASE
Date: 2024.09.25 18:46:35 +05'30'

Amit Surase
AUS & Co
Practising Company Secretaries
ACS: 26485, CP No.: 18482 PR No 4507/2023

Place: Kalyan
Dated: 25/09/2024
UDIN: A026485F001317467

Item No. 1: Consideration and adoption of the Audited Standalone Financial Statements & Audited Consolidated Financial of the Company for the Financial Year ended March 31, 2024 and together with the Board Report and the Report of Auditors thereon:

Category	Votes in favour of the resolution			Votes against the resolution		
	No. of Responses	No. of votes	% of total votes cast	No. of Responses	No. of votes	% of total votes cast
Remote E-Voting	147	58045847	100	0	0	0
Remote E-Voting at AGM	10	28512442	100	0	0	0
COMBINED VOTES	157	86558289	100	0	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said Ordinary Resolution may be declared passed.

Item No 2. Re-appointment of Mr Shrinivas Vasudeva Dempo (DIN: 00043413) as a Director who retires by rotation and being eligible offers himself for re-appointment at the AGM.

Category	Votes in favour of the resolution			Votes against the resolution		
	No. of Responses	No. of votes	% of total votes cast	No. of Responses	No. of votes	% of total votes cast
Remote E-Voting	137	63134641	99.95	11	41799	0.05
Remote E-Voting at AGM	9	28512342	100	0	0	0
COMBINED VOTES	146	91646983	99.95	11	41799	0.05

Since combined number of votes cast in favour of the resolution is more than three times of votes cast against the resolution, the said Ordinary Resolution may be declared passed.

Item No 3. Ratify the Remuneration paid to Cost Auditor.

Category	Votes in favour of the resolution			Votes against the resolution		
	No. of Responses	No. of votes	% of total votes cast	No. of Responses	No. of votes	% of total votes cast
Remote E-Voting	146	63176382	99.99	1	8	0.01
Remote E-Voting at AGM	9	28512342	100	0	0	0
COMBINED VOTES	155	91688724	99.99	1	8	0.01

Since combined number of votes cast in favour of the resolution is more than three times of votes cast against the resolution, the said Ordinary Resolution may be declared passed.

Thanking you,
Yours faithfully,

**AMIT
UTTAM
SURASE**

Digitally signed by AMIT UTTAM SURASE
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pseudonym=ac032eR2wp6h5FwGrBH4JaK
pU6UsDRx,
2.5.4.20=343b1febd7835d3e4dc0e4b6cdca
dc02cf53b3c1bc31a93b9e20789c2b016fbf,
postalCode=421301, st=Maharashtra,
serialNumber=76f1aec4cc54f2acc7091f1d0
71c2fafea8ecc6926084b036262e2a574e702
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Date: 2024.09.25 18:47:06 +05'30'

Amit Surase
AUS & Co
Practising Company Secretaries
ACS: 26485, CP No.: 18482 PR No 4507/2023

Place: Kalyan
Dated: 25/09/2024
UDIN: A026485F001317467

**SAMEER
RAMANLA
L KOTHARI**

Digitally signed by SAMEER RAMANLA L KOTHARI
DN: cn=SAMEER RAMANLA L KOTHARI,
o=AMIT UTTAM SURASE & CO.,
ou=Practising Company Secretaries,
c=IN,
2.5.4.20=343b1febd7835d3e4dc0e4b6cdca
dc02cf53b3c1bc31a93b9e20789c2b016fbf,
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71c2fafea8ecc6926084b036262e2a574e702
e8, cn=AMIT UTTAM SURASE
Date: 2024.09.25 18:47:06 +05'30'

Counter Sign
(Person Authorised by the Chairman of the Company)