

NHC FOODS LTD

(Government Recognised Three Star Export House)

An ISO 22000:2005 Certified Company

CIN : L15122GJ1992PLC076277 • GSTIN :- 27AAACM3032B1Z6



July 1, 2024

To,
The Listing/Compliance Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001
SCRIP CODE: 517554

Dear Sir,

Sub: Voting Results of Postal Ballot through Remote E-Voting and Scrutinizer's Report
Ref: Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Intimation of Postal Ballot Results – Resolution approved by the members with requisite majority

This is in continuation to our earlier intimation dated May 31, 2024, informing about Notice of Postal Ballot dated May 30, 2024 seeking consent of members of the Company in respect of the following resolutions set out in the Notice through remote e-voting system.

Sr. No.	Particulars	Type of Resolution
1	Approval for split/sub-division of existing 1 (One) Equity Share of face value of Rs. 10/- (Rupees Ten Only) each fully paid up into 10 (Ten) Equity Shares of face value of Re. 1/- (Rupee One Only) each fully paid up	Ordinary
2	Increase in the Authorised Share Capital and consequent alteration of Capital Clause (i.e. Clause V) of Memorandum of Association (MOA) of the Company	Ordinary

Based on the Scrutinizer's Report dated July 1, 2024, the resolutions set out in the Notice of Postal Ballot, have been passed with requisite majority by the members of the Company. The Resolutions are deemed to have been passed on the last date of e-voting i.e., June 30, 2024. In this regard, please find enclosed herewith, the following disclosures:

1. Voting Results of Postal Ballot through Remote E-Voting pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

You are requested to take the same on records.

Yours Faithfully,

For NHC FOODS LIMITED

APOORVA SHAH
MANAGING DIRECTOR
DIN: 00573184

Warehouse : D-22/8, TTC Industrial Area,
MIDC, Turbhe, Navi - Mumbai - 400705.

Factory & Registerd Office : Suevey No.777,
Umarsadi Desaiwad Road, Village Umarsadi,
Taluka Pardi, Dist. Valsad, Gujarat - 396175.

Corporate Office : 419 & 420, 4th Floor, C - Wing,
Atrium 215, Andheri - Kurla Road, Chakala, Andheri (E),
Mumbai - 400059.

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Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM/EGM	Not Applicable (Resolution passed through Postal Ballot)
Total number of shareholders on record date	10,971 Shareholders as on May 27, 2024
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	Not Applicable (Resolution passed through Postal Ballot)
Public	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not Applicable (Resolution passed through Postal Ballot)
Public	

Warehouse : D-22/8, TTC Industrial Area, MIDC, Turbhe, Navi - Mumbai - 400705.

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Tel: + 91 22 - 698 75000 / Email: contact@nhcgroup.com / URL : <http://www.nhcgroup.com>

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Resolution Details (1)								
Resolution Required					Approval for split/sub-division of existing 1 (One) Equity Share of face value of Rs. 10/-			
Whether promoter/ promoter group are interested in the					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting	4838655	4838655	100	4838655	0	100.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	Total		4838655	4838655	100	4838655	0	100.00
Public Institutions	E-voting	0	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	Total		0	0	0	0	0	0.00
Public Non-Institutions	E-voting	7016345	63051	0.89863027	62916	135	99.79	0.21
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	Total		7016345	63051	0.89863027	62916	135	99.79
Total		11855000	4901706	41.34716154	4901571	135	100.00	0.00

Warehouse : D-22/8, TTC Industrial Area, MIDC, Turbhe, Navi - Mumbai - 400705.

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Resolution Details(2)								
Resolution Required					Increase in the Authorised Share Capital and consequent alteration of Capital Clause			
Whether promoter/ promoter group are interested in the					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-voting	4838655	4838655	100	4838655	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4838655	4838655	100	4838655	0	100
Public Institutions	E-voting	0	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	7016345	62913	0.897	62778	135	99.79	0.21
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7016345	62913	0.8967	62778	135	99.79
Total		11855000	4901568	41.3460	4901433	135	100.00	0.00

Warehouse : D-22/8, TTC Industrial Area, MIDC, Turbhe, Navi - Mumbai - 400705.

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NHC FOODS LIMITED

(CIN NUMBER: L15122GJ1992PLC076277)

Registered Office: Survey No. 777, Umarsadi Desaiwad Road, at
Village Umarsadi, Taluka Pardi Killa Pardi Valsad GJ-396175

SCRUTINISER'S REPORT FOR VOTING ON POSTAL BALLOT THROUGH REMOTE E-VOTING



C.S. C.A. Dinesh Kumar Deora

Company Secretaries

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, Poddar Road, MALAD
(EAST), MUMBAI-400097

Tel 022-28443641 Mob 09321018855

Email: dmassociates@gmail.com Website: www.dmncs.co.in

To,

The Chairperson

NHC FOODS LIMITED

Survey No. 777, Umarsadi Desaiwad Road, at
Village Umarsadi, Taluka Pardi Killa Pardi Valsad GJ-396175

Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted in terms of Sections 108 and 110 of the Companies Act, 2013 (" Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Dinesh Kumar Deora**, Practising Company Secretary, having my Office at 205, 2nd Floor, Nadiadwala Market, Poddar Road, Malad(East), Mumbai-400097, appointed by the Board of Directors of **NHC Foods Limited** as the scrutinizer for the resolutions to be passed through Postal Ballot, Notice dated May 30, 2024. At the outset, I would like to thank you for entrusting me with the task of scrutinizer pursuant to the provisions of section 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force).

(1) I submit my report as under:

- 1.1 The postal ballot is conducted in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 (collectively the 'MCA Circulars'), to transact the special business as set out hereunder by passing Ordinary Resolutions by the Members of NHC Foods Limited (the "Company") through Postal Ballot via remote e-voting.
- 1.2 The Company **completed** the **dispatching / e-mailing** of the Postal Ballot Notice on **May 31, 2024** to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on **Monday, May 27, 2024** maintained by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and who have registered their email address with the Company/Depositories.
- 1.3 In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations as amended from time to time, read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on remote e-voting, the company had engaged the services of NSDL for facilitating the remote e-voting to enable the Members to cast their votes electronically on the designated website www.evoting.nsdl.com of **NSDL**.
- 1.4 **Total No. of votes based on Paid Up Capital** of the Company as on **May 27, 2024** were **1,18,55,000**.



C.S. C.A. Dinesh Kumar Deora

Company Secretaries

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

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(EAST), MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: dmassociates@gmail.com Website: www.dmncs.co.in

- 1.5 **Public Announcement** with respect to completion of dispatch of Postal ballot Notice in two (2) newspapers **were made on June 01, 2024** in **The Financial Express in English** and **Jai Hind-Ahmedabad in Gujarati**.
- 1.6 The remote e-voting **commenced on Saturday, June 01, 2024 at 9.00 a.m. (IST)** and **ended on Sunday, June 30, 2024 at 5.00 p.m. (IST)**.
- 1.7 **Particulars of remote e-voting** of the Postal Ballot through e-voting process from the members **have been maintained electronically** to record the assent or dissent received.
- 1.8 The **e-voting was blocked at 11.14 am (IST) on Monday, July 01, 2024** and the e-voting summary statement was thereafter downloaded from the NSDLs e-voting website on July 01, 2024 at 11.15 am in presence of two witnesses not in employment of the Company.
- 1.9 The Management of the Company is responsible to ensure compliance with the requirements of the Act, the Rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.
- 1.10 My responsibility as scrutinizer for the voting through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions.

(2) A summary of the Postal Ballot votes cast through electronically is given below:

1. **Approval for split/sub-division of existing 1 (One) Equity Share of face value of Rs. 10/- (Rupees Ten Only) each fully paid up into 10 (Ten) Equity Shares of face value of Re. 1/- (Rupee One Only) each fully paid up:**

ORDINARY RESOLUTION:

(i) Voted in favour the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
54	4901571	99.9972

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	135	0.0028

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes held by them
0	0

Total votes cast: **49,01,706 (100%)**

% of total votes cast in favor of the Resolution: **99.9972%**

% of total votes cast against the Resolution: **0.0028%**

Resolution passed with requisite majority.



C.S. C.A. Dinesh Kumar Deora

Company Secretaries

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

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(EAST), MUMBAI-400097

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Email: dmassociates@gmail.com Website: www.dmnscs.co.in

2. Increase in the Authorised Share Capital and consequent alteration of Capital Clause (i.e. Clause V) of Memorandum of Association (MOA) of the Company:

ORDINARY RESOLUTION:

(i) Voted in favour the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
53	4901433	99.9972

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	135	0.0028

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes held by them
0	0

Total votes cast: **49,01,568 (100%)**


% of total votes cast in favor of the Resolution: **99.9972%**

% of total votes cast against the Resolution: **0.0028%**

Resolution passed with requisite majority.

(3) In view of the above results, I hereby certify that the Ordinary Resolutions proposed at item no. 1 to 2 of the Postal Ballot Notice dated May 30, 2024 have been passed with requisite majority.

(4) You may accordingly declare the results of the voting by postal ballot.


Dinesh Kumar Deora
Practising Company Secretary
FCS No. 5683 CP No. 4119
[UDIN: F005683F000640451]



Place: Mumbai
Date: July 01, 2024