



Date: 7th September, 2023

To,
The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

To,
The National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (East)
Mumbai – 400051

Subject: **Declaration of the Results of voting at the 40th Annual General Meeting (AGM) of the Company held on 6th September, 2023.**
(Consolidated Results of remote e-voting and e-voting at the AGM).

Re: **Westlife Foodworld Limited (formerly known as Westlife Development Limited (the Company): BSE Scrip Code – 505533; NSE Scrip Code: WESTLIFE**

In terms of the applicable provisions of the Companies Act, 2013, Rules made thereunder, Secretarial Standard-2 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company extended the remote e-voting facility and e-voting to its members to vote on all the resolutions which were proposed at the 40th Annual General Meeting (AGM) of the Company held on Wednesday, 6th September, 2023 at 12:30 p.m., through Video Conferencing.

The Company had appointed MSDS & Associates, Practicing Company Secretaries as the Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during the AGM for the aforementioned AGM.

The Scrutinizer has submitted their Report after scrutiny of the remote e-voting and the e-voting during the AGM.

On the basis of the above Report, it is hereby declared that all the resolutions stated in the Notice of the 40th AGM have been duly passed with requisite majority as per the following details:

Sr. No.	Resolution	Number of Votes (Shares)			Passed as Ordinary/Special Resolution
		Favour	Against	Abstain/Invalid	
1.	Adoption of : a) the audited financial statements of the Company for the financial year ended 31st March, 2023 and the reports of the Board of Directors and the Auditors thereon. b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2023.	13,53,14,219	-	-	Ordinary
	Percentage (%)	100	-	-	

**WESTLIFE FOODWORLD LTD.**

[Formerly known as Westlife Development Ltd.]

Regd. Off.: 1001, Tower-3, 10th Floor • One International Center

Senapati Bapat Marg • Prabhadevi • Mumbai 400 013

Tel : 022-4913 5000 Fax : 022-4913 5001

CIN No. : L65990MH1982PLC028593

Website: www.westlife.co.in | E-mail id :shatadru@westlife.co.in

2.	Appointment of Ms. Smita Jatia (DIN: 03165703), Director, who retires by rotation and being eligible offers herself for re-appointment.	13,06,59,356	46,51,698	50,002	Ordinary
	Percentage (%)	96.5266	3.4365	0.0369	
3.	Re-appointment of Ms. Amisha Hemchand Jain (DIN: 05114264) as a Woman Independent Director, to hold office for a second term of 5 (five) consecutive years, i.e. upto 31st March, 2029	13,51,70,042	1,91,014	-	Special
	Percentage (%)	99.8589	0.1411	-	
4.	Appointment of Mr. Jyotin Kantilal Mehta (DIN: 00033518) as a Director (Non – Executive Independent Director), for a first term of 5 consecutive years, with effect from 7th August, 2023 till the close of business hours on 6th August, 2028, not liable to retire by rotation	13,13,18,602	40,42,451	-	Ordinary
	Percentage (%)	97.0136	2.9864		

The Scrutinizer's Report is annexed herewith.

For **Westlife Foodworld Limited**
(formerly known as **Westlife Development Limited**)

Dr. Shatadru Sengupta
Company Secretary and Compliance Officer

Place: Mumbai

Date : 7th September, 2023

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
Dr. Shatadru Sengupta,
Company Secretary and Compliance Officer,
Westlife Foodworld Limited ('the Company')
(formerly known as Westlife Development Limited)
1001, Tower-3, 10th Floor, One International Center,
Senapati Bapat Marg, Prabhadevi,
Mumbai – 400013.

Sub: Consolidated Scrutinizer's Report for the remote e-voting and e-voting conducted pursuant to the provision of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Fortieth Annual General Meeting of the members held on Wednesday, 06th September 2023 at 12.30 PM (IST) Through video conferencing ('VC') / other audio-visual means ('OAVM').

Dear Sirs,

We, MSDS & Associates, Practicing Company Secretaries had been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting at the Annual General Meeting (AGM) as per the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Secretarial Standard-2 and various circulars issued by the Ministry of Corporate Affairs dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021 and 5th May 2022, on the resolutions as set out in the Notice of the 40th AGM of the members of the Company, held through Video Conferencing on Wednesday the 06th September 2023 at 12.30 p.m.

Responsibility of the Management

The management of the Company is responsible for ensuring compliance with the requirements of the Act, Rules, and Secretarial Standards relating to voting through electronic means (i.e., by remote e-voting and e-voting at the AGM) for the resolutions as set out in the Notice of the 40th AGM of the members of the Company.



In accordance with the MCA Circulars, the Company has sent the Notice only in electronic form. Accordingly, the communication of the 'assent' and 'dissent' of the members took place through the remote e-voting system only.

Responsibility as a Scrutinizer

My responsibility as a Scrutinizer, for voting by remote e-voting and e-voting, is restricted to preparing and handing over the consolidated scrutinizer's report of the votes cast "in favor" "against" the resolutions, based on the reports generated from the e-voting system provided by Link Intime India Private Limited (the Company's 'RTA'), the agency engaged by the Company to conduct AGM through VC and provide remote e-voting facility during the AGM.

The Company has uploaded the Notice on its website www.westlife.co.in. The Company has made arrangements with the service provider Link Intime India Private Ltd (hereinafter referred to as "LINK INTIME") who are also the Registrar and Transfer Agents (RTA) of the Company for providing a system of recording votes of the shareholders cast electronically through e-voting and also to set up the e-voting facility for the shareholders on the e-voting platform offered by LINK INTIME.

LINK INTIME has generated electronic voting event numbers for the votes that are to be cast through e-voting mode. All necessary formalities in compliance with the requirements specified by the Companies Act, 2013, and rules framed there have been complied with by the service provider LINK INTIME as directed by the Company. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Notice sent to all the shareholders by Registered Post and through e-mails to those shareholders whose e-mail IDs are registered with the RTA.

The shareholders of the company holding equity shares as of the cut-off date i.e., 30th August 2023 were entitled to vote on the resolutions as contained in the Notice dated 09th August 2023.

The said notice along with a statement setting out material facts under Section 102 of the Act as confirmed by the Company was sent to the shareholders in respect of
the resolutions.



The voting period for the remote e-voting commenced on Sunday 3rd September 2023 at 9.00 AM and ends on Tuesday, 05th September 2023 at 5.00 PM.

The Company had also provided a remote e-voting facility to the shareholders present at the AGM through Video Conferencing and had not cast their vote earlier.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the LINK INTIME e-voting system.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM

The combined results as per the provisions of Section 108 of the Act & Rules made thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for every resolution under remote e-voting and e-voting during the AGM are as follows:



MSDS

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Item No. 1 – Ordinary Resolution

Adoption of :

- a) the audited financial statements of the Company for the financial year ended 31st March 2023 and the reports of the Board of Directors and the Auditors thereon.
- b) the audited consolidated financial statements of the Company for the financial year ended 31st March 2023.

ASSENT			DISSENT			ABSTAIN / INVALID		TOTAL	
Number of votes cast (in terms of members)	Number of shares	% of the total number of valid votes cast	Number of votes cast (in terms of members)	Number of shares	% of the total number of valid votes cast	Number of votes (in terms of members)	Number of shares	Number of Members	Number of shares
212	135314219	100	0	0	0	0	0	212	135314219



MSDS

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Item No. 2 – Ordinary Resolution										
Appointment of Ms. Smita Jatia (DIN: 03165703), Director, who retires by rotation and is eligible offers herself for re-appointment.										
ASSENT			DISSENT			ABSTAIN / INVALID			TOTAL	
Number of votes cast (in terms of members)	Number of shares	% of the total number of valid votes cast	Number of votes cast (in terms of members)	Number of shares	% of the total number of valid votes cast	Number of votes (in terms of members)	Number of shares	% of the total number of valid votes cast	Number of Members	Number of shares
150	130659356	96.5266	60	4651698	3.4365	3	50002	0.0369	213	135361056

Item No. 3 – Special Resolution

Re-appointment of Ms. Amisha Hemchand Jain (DIN: 05114264) as a Woman Independent Director, to hold office for a second term of 5 (five) consecutive years, i.e. up to 31st March 2029:

ASSENT			DISSENT			ABSTAIN / INVALID		TOTAL	
Number of votes cast (in terms of members)	Number of shares	% of the total number of valid votes cast	Number of votes cast (in terms of members)	Number of shares	% of the total number of valid votes cast	Number of votes (in terms of members)	Number of shares	Number of Members	Number of shares
209	135170042	99.8589	4	191014	0.1411	0	0	213	135361056

Item No. 4 – Ordinary Resolution

Appointment of Mr. Jyotin Kantilal Mehta (DIN: 00033518) as a Director (Non-Executive Independent Director), for a first term of 5 consecutive years, with effect from 7th August 2023 till the close of business hours on 6th August 2028, not liable to retire by rotation:

ASSENT			DISSENT			ABSTAIN / INVALID		TOTAL	
Number of votes cast (in terms of members)	Number of shares	% of the total number of valid votes cast	Number of votes cast (in terms of members)	Number of shares	% of the total number of valid votes cast	Number of votes (in terms of members)	Number of shares	Number of Members	Number of shares
185	131318602	97.0136	28	4042451	2.9864	0	0	213	135361053



The registers and all other records/papers relating to e-voting shall remain in my custody until the Chairman/Company Secretary and Compliance Officer (the person authorized by the Chairman) consider and approve. Thereafter the same shall be returned to the authorized person of the Company.

All the resolutions vide items no. 1, 2, and, 4 have secured the requisite majority of votes and can be considered to have been passed as ordinary resolutions, and Items No. 3 have secured the requisite majority of votes and can be considered to have been passed as Special Resolution. The Chairman/Company Secretary and Compliance Officer of the AGM may accordingly declare the result of the voting.

Thanking you,

For and on Behalf of MSDS & Associates,

DIPALI
CHIRAG
SHAH

Digitally signed
by DIPALI
CHIRAG SHAH
Date: 2023.09.07
13:59:43 +05'30'

Dipali Shah

(Partner)

Membership No.: A25422

COP No.: 23194

Place: Mumbai

Date: 07.09.2023

UDIN: A025422E000963282

Countersigned by:

For Westlife Foodworld Limited

(formerly known as **Westlife Development Limited**)

SHATADRU
SENGUPTA

Digitally signed by
SHATADRU
SENGUPTA
Date: 2023.09.07
13:58:52 +05'30'

Dr. Shatadru Sengupta

Company Secretary & Compliance Officer

Membership No.: 4583

Place: Mumbai

Date: 07.09.2023