



# **BIKAJI FOODS INTERNATIONAL LIMITED**

F 196-199, F 178 & E 188, Bichhwal Industrial Area, Bikaner, Rajasthan, India – 334006

T: +91-151-2250350 | F: +91-151-2251814 | E: [cs@bikaji.com](mailto:cs@bikaji.com) | W: [www.bikaji.com](http://www.bikaji.com)

CIN: L15499RJ1995PLC010856 | GST No.: 08AAICS1030P1Z5

Ref: BFIL/SEC/2023-24/102

Date: September 26, 2023

To,  
BSE Limited  
Dept of Corporate Services  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai 400 001 (Maharashtra)  
**Scrip Code: 543653**

National Stock Exchange of India Ltd.  
The Listing Department  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (East),  
Mumbai 400 051 (Maharashtra)  
**Symbol: BIKAJI**

Dear Sir/ Madam,

**Sub: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') – Proceedings of the separate meetings of the Equity Shareholders and Unsecured Creditors of Bikaji Foods International Limited ("the Company"/ "Transferee Company" / "BFIL") held on September 25, 2023, pursuant to the Order of the Hon'ble National Company Law Tribunal, Jaipur Bench**

**Ref: Scheme of Amalgamation of Hanuman Agrofood Private Limited ("Transferor Company" / "HAPL") with the Company and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("the Act") and the rules framed thereunder ("Scheme of Amalgamation")**

This is to inform you that pursuant to the order dated July 31, 2023 together with Speaking to Minutes dated August 8, 2023 of the Hon'ble National Company Law Tribunal, Jaipur Bench separate meetings of the equity shareholders and unsecured creditors of the Company was held on Monday, September 25, 2023 via Video Conferencing("VC")/ Other Audio-Visual Means ("OAVM").

In the above connection, please find enclosed herewith proceedings of the said meetings in due compliance of Regulation 30 of the SEBI LODR.

This is for your information and records.

Thanking you.

Yours faithfully,

For **BIKAJI FOODS INTERNATIONAL LIMITED**

**Rahul Joshi**

**Head – Legal and Company Secretary**

**M. No.: ACS 33135**

**Encl: as above**

**Summary of proceedings of the meeting of the Equity Shareholders of Bikaji Foods International Limited convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Jaipur Bench on Monday, September 25, 2023 at 11.00 A.M. (IST)**

The meeting of the Equity Shareholders of the Company convened pursuant to the order dated July 31, 2023, together with Speaking to Minutes dated August 8, 2023 ("**Order**") of the Hon'ble National Company Law Tribunal, Jaipur Bench ("**Hon'ble NCLT**") was held on Monday, September 25, 2023 at 11.00 A.M. (IST) through Video conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The meeting was convened at 11.00 A.M. (IST).

Mr. Rahul Joshi, Head - Legal and Company Secretary of the Company informed the Equity Shareholders that pursuant to the Order of the Hon'ble NCLT Mr. Raghu Nayyar, Advocate and Mr. Sandeep Taneja, Advocate to act as the Chairperson and Alternate Chairperson, respectively to preside over the meeting including any adjournment(s) thereof.

Mr. Raghu Nayyar, Chairperson informed the Equity Shareholders that pursuant to the Order of the Hon'ble NCLT, Mr. Kartavya Shukla, Practicing Chartered Accountant, had been appointed as Scrutinizer to scrutinize remote e-voting process and e-voting at the meeting, in a fair and transparent manner.

Mr. Raghu Nayyar, Chairperson introduced Alternate Chairperson, the Scrutinizer, Mr. Shiv Ratan Agarwal, Chairman of the Company, Mrs. Shweta Agarwal, Whole-time Director, Mr. Siraj Azmat Chaudhry, Independent Director, Key Managerial Personals (KMPs) – Mr. Rahul Joshi, Head - Legal & Company Secretary, Mr. Manoj Verma, Chief Operating Officer, Mr. Shambhu Dayal Gupta, President-Corporate Affairs & Finance and all the Equity Shareholders present in the meeting.

The Chairperson informed the Equity Shareholders that the meeting was convened pursuant to the Order of the Hon'ble NCLT in the matter of the Scheme of Amalgamation of Hanuman Agrofood Private Limited with the Company and their respective shareholders and creditors.

The Company has provided the facility via Central Depository Services (India) Limited ("CDSL") for conducting vote through remote electronic voting ("remote e-voting"). Remote e-voting facility was open from Friday, September 22, 2023 at 10:00 A.M. (IST) to Sunday, September 24, 2023 at 5 P.M. (IST).

With the Equity Shareholders present constituted requisite quorum as per directions of Hon'ble NCLT, the Chairperson called the meeting to order at 11.00 A.M. (IST).

He informed to the Equity Shareholders that, relevant documents mentioned in the Notice had already been dispatched to the members on August 22, 2023 through email or courier and notice of the meeting was also published in Financial Express (English Language) and Nafa Nuksan (Hindi Language) on August 23, 2023 in terms of the order of the Hon'ble NCLT.

The Chairperson thereafter requested Mr. Rahul Joshi to invite the members to express their views and ask questions, who had done prior registrations, to speak and ask questions, if any. The answers to the questions were provided by the management of the Company.

The resolutions set out in the Notice was put up to the members for voting. The Chairperson requested that the Equity



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Shareholders who have voted through remote e-voting, to not cast their votes at the meeting. The facility of e-voting at CDSL website was available for 15 (fifteen) minutes.

The members were informed that the consolidated voting results along with the scrutinizers report would be disseminated through BSE Limited and National Stock Exchange of India Ltd. within two working days from the conclusion of the meeting, placed on the website of the Company and CDSL (the voting agency) and will be filed with Hon'ble NCLT as per directions in the Orders in due course.

Mr. Rahul Joshi and Mr. Manoj Verma submitted a vote of thanks to the Equity Shareholders, Chairperson, Alternate Chairperson, Scrutinizer, Directors, Auditors, KMPs, CDSL team, Legal advisers of the Company and concluded the proceedings of the meeting.

The meeting concluded at 12:15 P.M. (IST).



**Summary of proceedings of the meeting of the Unsecured Creditors of Bikaji Foods International Limited convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Jaipur Bench on Monday, September 25, 2023 at 2.00 P.M. (IST)**

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The meeting of the Unsecured Creditors of the Company convened pursuant to the order dated July 31, 2023 together with Speaking to Minutes dated August 8, 2023 ("**Order**") of the Hon'ble National Company Law Tribunal, Jaipur Bench ("**Hon'ble NCLT**") was held on Monday, September 25, 2023 at 02.00 P.M. (IST) through Video conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The meeting was convened at 2.00 P.M. (IST).

Mr. Rahul Joshi, Head - Legal and Company Secretary of the Company informed the Unsecured Creditors that pursuant to the Order of the Hon'ble NCLT Mr. Raghu Nayyar, Advocate and Mr. Sandeep Taneja, Advocate to act as the Chairperson and Alternate Chairperson, respectively to preside over the meeting including any adjournment(s) thereof.

Mr. Raghu Nayyar, Chairperson on the basis of confirmation received from Mr. Kartavya Shukla, Scrutinizer informed that the Unsecured Creditors present does not constitute requisite quorum as per directions of Hon'ble NCLT, due to which at 2.07 P.M. (IST) Chairperson adjourned the meeting by half an hour.

Thereafter, meeting was reconvened at 02:37 P.M. (IST) and persons present and voting, including authorized representatives, was deemed to constitute the quorum as per the directions of Hon'ble NCLT.

Mr. Raghu Nayyar, Chairperson informed the Unsecured Creditors that pursuant to the Order of the Hon'ble NCLT, Mr. Kartavya Shukla, Practicing Chartered Accountant, had been appointed as Scrutinizer to scrutinize remote e-voting process and e-voting at the meeting, in a fair and transparent manner.

Mr. Raghu Nayyar, Chairperson introduced Alternate Chairperson, the Scrutinizer, Mrs. Shweta Agarwal, Whole-time Director, Mr. Pulkit AnilKumar Bachhawat, Independent Director, Mr. Sanjay Kumar Joshi, Secretarial Auditor, Key Managerial Personals (KMPs) - Mr. Rishabh Jain, Chief Financial Officer, Mr. Rahul Joshi, Head Legal & Company Secretary and all the Unsecured Creditors present in the meeting.

The Chairperson informed the Unsecured Creditors that the meeting was convened pursuant to the Order of the Hon'ble NCLT in the matter of the Scheme of Amalgamation of Hanuman Agrofood Private Limited with the Company and their respective shareholders and creditors.

The Company has provided the facility via Central Depository Services (India) Limited ("CDSL") for conducting vote through remote electronic voting ("remote e-voting"). Remote e-voting facility was open from Friday, September 22, 2023 at 10:00 A.M. (IST) to Sunday, September 24, 2023 at 5 P.M. (IST).

With the Unsecured Creditors present constituted requisite quorum as per directions of Hon'ble NCLT, the Chairperson called the meeting to order at 2.37 P.M. (IST).

He informed to the Unsecured Creditors that, relevant documents mentioned in the Notice had already been dispatched to the Unsecured Creditors on August 22, 2023 through email or courier and notice of the meeting was also published in Financial Express (English Language) and Nafa Nuksan (Hindi Language) on August 23, 2023 in terms of the order of the Hon'ble NCLT.



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The Chairperson thereafter informed that no Unsecured Creditor had done prior registration to express their views, to speak and ask questions, if any.

The resolutions set out in the Notice was put up to the Unsecured Creditors for voting. The Chairperson requested that the Unsecured Creditors who have voted through remote e-voting, to not cast their votes at the meeting. The facility of e-voting at CDSL website was available for 15 (fifteen) minutes.

The Unsecured Creditors were informed that the consolidated voting results along with the scrutinizers report would be disseminated through BSE Limited and National Stock Exchange of India Ltd within two working days from the conclusion of the meeting, placed on the website of the Company and CDSL (the voting agency) and will be filed with Hon'ble NCLT as per directions in the Orders in due course.

The Chairperson submitted a vote of thanks to the Unsecured Creditors of the Company, Alternate Chairperson, Scrutinizer, Directors, Auditors, CDSL and other supporting team and concluded the proceedings of the meeting.

The meeting concluded at 03:06 P.M. (IST).