



Ideas for a new day

December 27, 2022

Compliance Department, BSE Limited , Phiroze Jeejeebhoy Tower, Dalal Street, Fort, Mumbai - 400 001	Compliance Department, National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, G - Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051
Scrip Code:- 539889	Scrip Symbol :- PARAGMILK

Dear Sir/Madam,

Sub: Voting Results of Postal Ballot along with Scrutinizer's Report

Pursuant to Regulation 44(3) of SEBI Listing Regulations, please find enclosed the Voting Results of Postal Ballot (by way of remote e-voting process) in respect of the resolution(s) as set out in the Notice dated November 23, 2022 along with the Scrutinizer's report dated December 26, 2022 issued by Mr. Bhaskar Upadhyay from M/s. N. L. Bhatia & Associates, Practising Company Secretaries.

The remote e-voting process commenced on Saturday, November 26, 2022 at 9.00 a.m (IST) and concluded on Sunday, December 25, 2022, at 5:00 p.m. (IST), post which the Scrutinizer has submitted his report on the results. Based on the report of the Scrutinizer, we hereby inform that, the Members of the Company have duly passed both the Resolutions as contained in the Postal Ballot Notice dated November 23, 2022, with requisite majority.

The voting results and the Report of the Scrutinizer are being made available on the website of the Company viz. www.paragmilkfoods.com and on the website of National Securities Depository Limited (e-voting agency) i.e. www.evoting.nsdl.com.

We request you to take the above information on record.

Thanking you,

For **Parag Milk Foods Limited**

Virendra Varma
Company Secretary & Compliance Officer
FCS No: 10520

Encl: As above.



Parag Milk Foods Ltd.
CIN-L15204PN1992PLC070209
Regd. Office: Flat No. 1 Plot No. 19, Nav Rajasthan Co-Op Housing Society, Behind Ratna Memorial Hospital,
Senapati Bapat Road, Shivaji Nagar, Pune - 411016. Ph.: +91 72764 70001
Corporate Office: 10th floor, Nirmal building, Nariman point, Mumbai - 40021 Tel.: 022-43005555 Fax: 022-43005580
Website: www.paragmilkfoods.com | **email:** investors@paragmilkfoods.com

PARAG MILK FOODS LIMITED - RESULTS OF THE POSTAL BALLOT NOTICE DATED NOVEMBER 23, 2022

Type of Meeting	Postal Ballot
Date of Meeting / Last day of receipt of postal ballot forms (in case of postal ballot)	December 25, 2022
Total number of shareholders on record date	62144
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Dnyanesh Darshane (DIN: 08515431) as an Independent Director of the Company

Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes – in favour (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	38,861,435	38,761,335	99.7424	38,761,335	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		38,761,335	99.7424	38,761,335	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	27,633,891	260,290	0.9419	260,290	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		260,290	0.9419	260,290	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	40,880,515	388,415	0.9501	362,036	26,379	93.2085	6.7914	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		388,415	0.9501	362,036	26,379	93.2086	6.7914	0	0
Total		107,375,841	39,410,040	36.7029	39,383,661	26,379	99.9331	0.0669	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Ms. Akshali Shah (DIN: 06575079) as Executive Director of the Company									
Whether promoter/ promoter group are interested in the agenda/ resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	38,861,435	18,027,115	46.3882	18,027,115	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		18,027,115	46.3882	18,027,115	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	27,633,891	260,290	0.9419	260,290	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		260,290	0.9419	260,290	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	40,880,515	383,290	0.9376	347,990	35,300	90.7902	9.2097	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		383,290	0.9376	347,990	35,300	90.7903	9.2097	0	0
Total		107,375,841	18,670,695	17.3882	18,635,395	35,300	99.8109	0.1891	0	0



Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto; and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
Mr. Devendra Shah,
Chairman
Parag Milk Foods Limited
Flat No. 1, Plot No. 19, Nav Rajasthan Soc.
Behing Ratna Memorial Hospital,
S.B. Road, Shivaji Nagar, Pune – 411 016

Dear Sir,

1. I, Bhaskar Upadhyay, Practicing Company Secretary (Membership No. FCS 8663 / C.P No. 9625), Partner, M/s N.L. Bhatia & Associates, (UIN: P1996MH055800), have been appointed as a scrutinizer by the Board of Directors of Parag Milk Foods Limited (“the Company”) for the purpose of scrutinizing the e-voting on resolutions carried out through Postal ballot and ascertaining the requisite majority on e-voting undertaken as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations).
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules, circulars and notifications issued by the Ministry of Corporate Affairs (“MCA circulars”) and SEBI Listing Regulations relating to voting through electronic means on the resolutions contained in the Postal Ballot Notice dated November 23, 2022.
3. My responsibility as a Scrutinizer for the e-voting during the postal ballot is restricted to make a Scrutinizer's Report of the votes cast "**in favour**" or "**against**" the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Ltd. (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

4. Further to above, I submit my report as under:
- 4.1. The Company has provided the e-voting facility through NSDL, on their website <https://www.evoting.nsdl.com>. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also on the website of NSDL to facilitate its shareholders to cast their vote through e-voting;
- 4.2. The notices sent contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014;
- 4.3. As prescribed in the said Rules, the Company has also published an advertisement in newspapers on Saturday, November 26, 2022 in **Financial Express (English)** and in **Lok Satta (Marathi)** and it carried the required information as specified in the said Rules;
- 4.4. The members of the Company as on the “cut-off date” i.e. **on Friday, November 18, 2022** were entitled to vote on the resolutions (item no. 1 to 2), as set out in the notice of the postal ballot;
- 4.5. The e-voting commenced on **Saturday, November 26, 2022 (9:00 A.M. IST)** and ended on **Sunday, December 25, 2022 (5:00 P.M. IST)**;
- 4.6. The votes cast by the shareholders through e-voting facility were thereafter unblocked. I have scrutinized and reviewed the votes tendered by verifying it using the scrutinizer’s login on the NSDL e-voting website after the closure of e-voting period;
5. My report on the results of voting through e-voting for the postal ballot is as under:

SPECIAL BUSINESS:

➤ **Item No. 1: As Special Resolution:**

Appointment of Mr. Dnyanesh Darshane (DIN: 08515431) as Independent Director of the Company

No. of Shares held	No. of valid votes cast	No. of votes in favour	No. of votes against	% of votes		No. of votes abstained
				Favour	Against	
107375841	39410040	39383661	26379	99.9331	0.0669	0

➤ **Item No. 2: As Special Resolution:**

Appointment of Ms. Akshali Shah (DIN: 06575079) as Executive Director of the Company.

No. of Shares held	No. of valid votes cast	No. of votes in favour	No. of votes against	% of votes		No. of votes abstained
				Favour	Against	
107375841	18670695	18635395	35300	99.8109	0.1891	0

6. All the above resolutions are passed by requisite majority.
7. The above-mentioned resolutions are deemed to be passed as on December 25, 2022 i.e. last date of e-voting of the postal ballot of the Company.

Thanking you,
Yours faithfully,

Bhaskar Bharat Upadhyay
Digitally signed by Bhaskar Bharat Upadhyay
Date: 2022.12.26 17:53:52 +05'30'

Bhaskar Upadhyay,
FCS - 8663, CP No. - 9625
Practicing Company Secretary

Scrutinizer for e-voting
UDIN: F008663D002804390

Place: Mumbai
Date: December 26, 2022

Countersigned

Virendra Lalbahadur Varma
Digitally signed by Virendra Lalbahadur Varma
Date: 2022.12.26 19:08:13 +05'30'

Virendra Varma
Company Secretary &
Compliance Officer
FCS No. 10520