

Kohinoor Foods Ltd.

December 31, 2021

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
MUMBAI – 400 051

The Listing Department
BSE Limited
P.J. Tower, Dalal Street
MUMBAI – 400 001

Trading Symbol : KOHINOOR
Scrip Code : 512559

Dear Sirs,

Sub: Submission of Voting Result of Remote e-voting for 32nd Annual General Meeting of the Company held on 30th December, 2021.

In terms of requirement of Regulation 44(3) of the SEBI (LODR) Regulation 2015, please find attached herewith the Voting Results of Ballot Process and Remote e-voting for the 32nd Annual General Meeting of the Members of the Company, held on 30th December, 2021, prepared on the basis of Combined Voting Results dated December 31, 2021, as received from the Scrutinizer Mr. Manish Kumar, Practicing Company Secretary.

This is for your information and record.

Thanking You,

Yours faithfully,

For Kohinoor Foods Ltd.


Deepak Kaushal
Company Secretary & Manager (legal)
FCS: 8722

SUMMARY OF VOTING RESULTS OF ANNUAL GENERAL MEETING

Date of declaration of result – 30th December, 2021

Date of AGM/EGM	30 th December, 2021	
Total number of Shareholders on record date	27048	
No. of Shareholders present in the Meeting either in person or through proxy:	Promoters and Promoter Group	Public
	1	109
No. of Shareholders attended the meeting through Video Conferencing:	Promoters and Promoter Group	Public
	1	109

The details of combined Voting Results is as under:



Agenda Wise disclosure:

Resolution (1)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					ORDINARY RESOLUTION FOR ADOPTION OF THE AUDITED FINANCIAL STATEMENTS AS AT MARCH 31, 2021, THE REPORTS OF THE DIRECTORS AND AUDITOR'S THEREON TOGETHER WITH AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021 AND THE REPORT OF AUDITORS THEREON.			
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	20225240	20096650	99.3642	20096650	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		20096650	99.3642	20096650	0	100.0000	0.0000
Public-Institutions	E-Voting	128501	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	16717789	75463	0.4514	31638	43825	41.9252	58.0748
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		75463	0.4514	31638	43825	41.9252	58.0748
Total	Total	37071530	20172113	54.4140	20128288	43825	99.7827	0.2173
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ORDINARY RESOLUTION FOR RE-APPOINTMENT OF DIRECTOR IN PLACE OF MR. JUGAL KISHORE ARORA (HOLDING DIN – 00010704), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.				
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	20225240	20096650	99.3642	20096650	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		20225240	20096650	99.3642	20096650	0	100.0000
Public-Institutions	E-Voting	128501	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		128501	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	16717789	75323	0.4506	27362	47961	36.3262	63.6738
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		16717789	75323	0.4506	27362	47961	36.3262
Total	Total	37071530	20171973	54.4137	20124012	47961	99.7622	0.2378
Whether resolution is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ORDINARY RESOLUTION FOR APPOINTMENT OF M/S. N C RAJ & ASSOCIATES, CHARTERED ACCOUNTANTS (FIRM REGISTRATION NUMBER: 002249N) TO HOLD OFFICE FOR THE FIRST TERM FOR A PERIOD OF 5 YEARS, FROM THE CONCLUSION OF ENSUING ANNUAL GENERAL MEETING TILL THE CONCLUSION OF FIFTH ANNUAL GENERAL MEETING TO BE HELD IN THE YEAR 2026, ON SUCH REMUNERATION AS MAY BE DECIDED BY THE BOARD OF DIRECTORS IN CONSULTATION WITH THE AUDITORS				
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	20225240	20096650	99.3642	20096650	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	20225240	20096650	99.3642	20096650	0	100.0000	0.0000
Public-Institutions	E-Voting	128501	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	128501	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	16717789	75323	0.4506	68925	6398	91.5059	8.4941
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	16717789	75323	0.4506	68925	6398	91.5059	8.4941
Total	Total	37071530	20171973	54.4137	20165575	6398	99.9683	0.0317
Whether resolution is Pass or Not.							Yes	



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ORDINARY RESOLUTION FOR RATIFICATION OF REMUNERATION OF COST AUDITOR OF THE COMPANY PURSUANT TO SECTION 148 AND ALL OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 AND COMPANIES (AUDIT AND AUDITORS) RULES, 2014 TO CONDUCT THE AUDIT OF THE COST RECORDS OF THE COMPANY, FOR THE FINANCIAL YEAR 2021-22, ON SUCH REMUNERATION PLUS OUT-OF-POCKET EXPENSES ETC., AS MAY BE MUTUALLY AGREED BETWEEN THE BOARD OF DIRECTORS OF THE COMPANY AND THE AUDITORS				
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	20225240	20096650	99.3642	20096650	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	20225240	20096650	99.3642	20096650	0	100.0000	0.0000
Public-Institutions	E-Voting	128501	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	128501	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	16717789	75123	0.4494	64981	10142	86.4995	13.5005
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	16717789	75123	0.4494	64981	10142	86.4995	13.5005
Total	Total	37071530	20171773	54.4131	20161631	10142	99.9497	0.0503
Whether resolution is Pass or Not.							Yes	





MANK & ASSOCIATES COMPANY SECRETARIES

(UCN: 2017DE554100)

To,
The Chairman,
M/s. Kohinoor Foods Limited,
Pinnacle Business Towers,
10th Floor, Suraj Kund, Shooting Range Road,
Faridabad-121001
Haryana, India

SUBJECT: CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING IN PURSUANCE OF THE PROVISIONS OF SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AS AMENDED BY THE COMPANIES (MANAGEMENT AND ADMINISTRATION) AMENDMENT RULES, 2015 IN RELATION TO 32ND ANNUAL GENERAL MEETING OF M/S. KOHINOOR FOODS LIMITED HELD ON 30TH DECEMBER, 2021 AT 11:00 A.M. THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS ("VC/OAVM") FACILITY

Respected Sir,

I, Manish Kumar, Company Secretary in Practice of M/s. MANK & ASSOCIATES, Company Secretaries, having our Office at S-16, 2nd Floor, Shree Jee Complex, Sharma Market, Harola, Sector-5, Noida, Uttar Pradesh, India, had, vide Resolution Dated 12/11/2021, been appointed as the Scrutinizer by the Board of Directors of the M/s. KOHINOOR FOODS LIMITED (CIN No. L52110HR1989PLC070351) a Company incorporated under the Companies Act, 1956 having its registered office at Pinnacle Business Towers, 10th Floor, Suraj Kund, Shooting Range Road, Faridabad, Haryana-121001 (hereinafter referred to as "the Company"), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to conduct the Remote e-Voting Process in respect of below mentioned resolutions proposed at the 32nd General Meeting ("AGM") of the Company on 30th December, 2021 at 11:00 A.M. through VC/OAVM Facility.

I was also appointed as Scrutinizer to scrutinize the e-Voting Process during the said 32nd AGM.

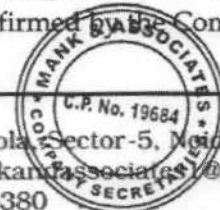
In relation to foregoing, we hereby submit our report as under:

1. That the Notice Dated 12th November, 2021 convening the 32nd Annual General Meeting (hereinafter "AGM") of the Company along with the Statement setting out material facts under Section 102 of the Act, as confirmed by the Company, were sent to

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MANK & ASSOCIATES COMPANY SECRETARIES

(UCN: 2017DE554100)

the Shareholders in respect of the below mentioned Resolutions passed at the said 32nd AGM of the Company through electronic mode to those members whose email addresses were registered with the Company / Depositories, in compliance with the Circular Dated 5th May, 2020 read with Circular Dated 8th April, 2020 and 13th April, 2020 issued by Ministry of Corporate Affairs, Government of India (Collectively referred to as the "MCA Circulars") and SEBI Circular Dated 12th May, 2020.

2. That the Company has availed e-Voting Facility offered by National Securities Depository Limited (NSDL) for conducting e-Voting by the Shareholders of the Company.
3. That the Remote e-Voting was commenced on 27th December, 2021 at 09:00 A.M. IST and ended on 29th December, 2021 at 05:00 P.M. IST for the person(s), whose names were recorded in the Register of Member or in the Register of Beneficial Owners maintained by the Depositories as on 24th December, 2021 and the NSDL e-Voting Platform was blocked thereafter.
4. That pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of Listing Regulations read with MCA Circulars and SEBI Circular, the Company had also provided e-Voting Facility to its Members in respect of the business to be transacted at the 32nd AGM and facility for those Members participating in the 32nd AGM to cast vote through e-Voting System during the 32nd AGM including those who have not casted their vote through Remote e-Voting Facility.
5. That after the Closure of e-Voting at the AGM at 11:45 A.M. IST, the Report on Remote e-Voting together with Votes cast by the members present through VC/OAVM Facility at the 32nd AGM through e-Voting System, were unblocked on 30th December, 2021 at 12:16 PM IST and downloaded from the e-Voting Portal and were counted.
6. That I have scrutinized and reviewed the e-Voting process prior and during the 32nd AGM through electronic means and votes tendered therein based on the data downloaded from the NSDL e-Voting System.
7. That the Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made thereunder relating to e-voting prior and during the AGM on the resolution contained in the Notice Dated 12th November, 2021. My Responsibility, as a Scrutinizer for the Remote e-Voting prior and

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S-16, 2nd Floor, Shree Jee Complex, Sharma Market, Harold Park, Sector-5, Noida, Uttar Pradesh, India

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MANK & ASSOCIATES COMPANY SECRETARIES

(UCN: 2017DE554100)

during the AGM is restricted to Scrutinize and Submit a Report on the Votes Cast in "Favor" and/or "Against" the resolutions stated above based on the report generated from the e-Voting System offered by National Securities Depository Limited (NSDL) prior and during the AGM.

8. That I, now, submit my Consolidated Report on the Result of the Remote e-Voting in respect of the said Resolutions as under:

ORDINARY BUSINESS:

ITEM NO. 1: ORDINARY RESOLUTION FOR ADOPTION OF THE AUDITED FINANCIAL STATEMENTS AS AT MARCH 31, 2021, THE REPORTS OF THE DIRECTORS AND AUDITOR'S THEREON TOGETHER WITH AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021 AND THE REPORT OF AUDITORS THEREON..

- (1) Voted IN FAVOUR of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
232	20128288	99.78%

- (2) Voted AGAINST of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
8	43825	0.22%

- (3) INVALID VOTES:

No. of Members whose votes were declared INVALID	No. of INVALID Votes cast by them
-	-

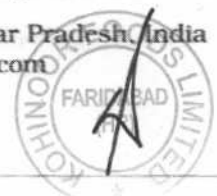
ITEM NO. 2: ORDINARY RESOLUTION FOR RE-APPOINTMENT OF DIRECTOR IN PLACE OF MR. JUGAL KISHORE ARORA (HOLDING DIN - 00010704), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.

- (1) Voted IN FAVOUR of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
225	20124012	99.76%

- (2) Voted AGAINST of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
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MANK & ASSOCIATES COMPANY SECRETARIES

(UCN: 2017DE554100)

14	47961	0.24%
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(3) INVALID VOTES:

No. of Members whose votes were declared INVALID	No. of INVALID Votes cast by them
-	-

ITEM NO. 3: ORDINARY RESOLUTION FOR APPOINTMENT OF M/S. N C RAJ & ASSOCIATES, CHARTERED ACCOUNTANTS (FIRM REGISTRATION NUMBER: 002249N) TO HOLD OFFICE FOR THE FIRST TERM FOR A PERIOD OF 5 YEARS, FROM THE CONCLUSION OF ENSUING ANNUAL GENERAL MEETING TILL THE CONCLUSION OF FIFTH ANNUAL GENERAL MEETING TO BE HELD IN THE YEAR 2026, ON SUCH REMUNERATION AS MAY BE DECIDED BY THE BOARD OF DIRECTORS IN CONSULTATION WITH THE AUDITORS

(1) Voted IN FAVOUR of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
229	20165575	99.97%

(2) Voted AGAINST of the Resolution:

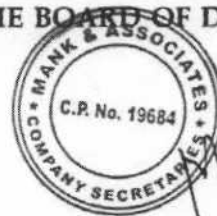
No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
10	6398	0.03%

(3) INVALID VOTES:

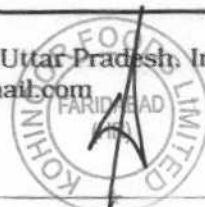
No. of Members whose votes were declared INVALID	No. of INVALID Votes cast by them
-	-

SPECIAL BUSINESS:

ITEM NO. 4: ORDINARY RESOLUTION FOR RATIFICATION OF REMUNERATION OF COST AUDITOR OF THE COMPANY PURSUANT TO SECTION 148 AND ALL OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 AND COMPANIES (AUDIT AND AUDITORS) RULES, 2014 TO CONDUCT THE AUDIT OF THE COST RECORDS OF THE COMPANY, FOR THE FINANCIAL YEAR 2021-22, ON SUCH REMUNERATION PLUS OUT-OF-POCKET EXPENSES ETC., AS MAY BE MUTUALLY AGREED BETWEEN THE BOARD OF DIRECTORS OF THE COMPANY AND THE AUDITORS



Avish Kumar





MANK & ASSOCIATES COMPANY SECRETARIES

(UCN: 2017DE554100)

(1) Voted **IN FAVOUR** of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
227	20161631	99.95%

(2) Voted **AGAINST** of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
11	10142	0.05%

(3) **INVALID VOTES:**

No. of Members whose votes were declared INVALID	No. of INVALID Votes cast by them
-	-

9. All the resolutions proposed in the agenda items of the 32nd AGM have secured assent (approval) by requisite majority in accordance with provisions of Companies Act, 2013 as per combined results.
10. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 32nd Annual General Meeting and the same shall be handed over thereafter to Mr. Deepak Kaushal, Company Secretary & Manager (Legal) duly authorized by the Board of Directors of the Company for safe keeping.

Thanking You,

Your's faithfully,

For MANK & ASSOCIATES
Company Secretaries
(UCN.S2017DE554100)



Name of the PCS CS Manish Kumar
FCS No. 10248
C P No. 19684
PR 1257/2021
UDIN No.: F010248C002011511
Date 31/12/2021

Date: 31/12/2021

Place: Noida, Uttar Pradesh

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S-16, 2nd Floor, Shree Jee Complex, Sharma Market, Harola, Sector-5, Noida, Uttar Pradesh, India

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