

HIMALCHULI FOOD PRODUCTS LIMITED

Reg Off : B-102, Saraswati Apt. Radhakrishna, Marg Mogra
Village, Andheri (East), Mumbai - 400069

Phone: 022-26875180

Email : himalchulifoodproducts@gmail.com

Website: www.hfpitd.in

CIN: L15400MH1986PLC316001

Date: 23rd November, 2019

To,
The General Manager
Dept. of Corporate Services
BSE Limited
Dalal Street
Mumbai - 400 001

Dear Sir,

Ref: Scrip Code: 511169

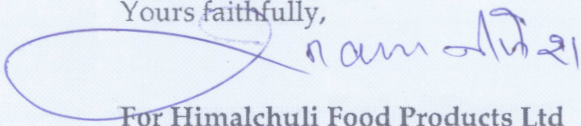
Sub: Submission of Scrutinizer's Report of Hon'ble National Company Law Tribunal
Bench, at Mumbai (NCLT) convened meeting of the Equity Shareholders of the
Company

With regards to the captioned subject please find attached herewith, combined report of voting (promoters & public) and report of voting of public from Mr. Sanjay B Shringarpure, Partner of PRS Associates, Company Secretaries issued on 23rd November, 2019.

This is for your information and record.

Thanking you.

Yours faithfully,


For Himalchuli Food Products Ltd

Nilesh Savla
Director
DIN: 05354691





Combined Scrutinizer's Report

To,

Mr. Nilesh Kumar Savla

Chairman Appointed by the Honble' National Company Law Tribunal, Mumbai Bench, Mumbai, for the Meeting of Equity Share Holders of Himalchuli Food Proucts Limited held on 22nd November, 2019 at 3.00 p. m. at Hotel Sai-Palace, Mahakali caves Road, Chakala, Andheri (east), Mumbai-400093.

Dear Sir,

Reg.: Passing of Resolution through e-voting, postal ballot and poll conducted at the National Company Law Tribunal (NCLT) convened Meeting of the Equity Shareholders of Himalchuli Food Products Limited ("the Company") held on Friday, the 22nd November, 2019 at 3.00 p. m.

I, Sanjay Shringarpure, (FCS 2857/CP- 6107), Partner PRS Associates, Company Secretaries in practice Mumbai, has been appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench, Mumbai (NCLT) by its order dated 27th day of September, 2019 as "the Scrutinizer" for the purpose of conducting the voting done through the e-voting process and the voting done at the venue of the meeting of the Equity shareholders of Himalchuli Food Products Limited held on Friday, the 22nd November, 2019 at 3.00 P.M. at Hotel Sai-Palace, Mahakali caves Road, Chakala, Andheri (east), Mumbai-400093 pursuant to the provisions of the Companies Act, 2013 read with applicable rules made thereunder as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolution, seeking approval of the Equity shareholders to the Scheme of Amalgamation between RKD Trendy Retailers Private Limited ('the Transferor Company'), with Himalchuli Food Products Limited ('the Transferee Company') and their respective shareholders ("Scheme") in the terms of the notice dated 17th October, 2019 convening the said meeting and submit my report as under:

- 1) The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of Electronic voting to the shareholders of the company from 23rd October, 2019 (9.00 a.m. IST) to 21st November, 2019 (5.00 p.m. IST). The E-voting results were unblocked by me on 22nd November, 2019 in the presence of two witnesses. For further details, kindly refer to my Scrutinizer's report dated 23rd November, 2019 which is attached herewith.



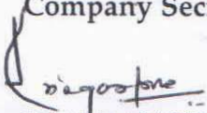
- 2) The Company had provided the facility of voting through Postal ballot from 23rd October, 2019 to 21st November, 2019 to the Equity shareholders of the company on the resolution contained in the notice dated 17th October, 2019. I have issued separate Scrutinizer's Report dated 23rd November, 2019 on the Postal Ballot Forms, which is attached herewith.
- 3) At the National Company Law Tribunal (NCLT) Mumbai convened Meeting of the Company held on 22nd November, 2019, the Chairman of the Company had, as statutorily required, called for a poll to facilitate the Members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the NCLT Convened meeting has appointed me as the Scrutinizer for the same. For further details kindly refer my Scrutinizers Report in Form MGT-13 dated -- November, 2019, which is attached herewith.
- 4) The result of the E-voting together with that of the Poll is as under:

Sr. No.	Subject matter (as set out in the Notice dated 17 th October, 2019)	Voting Process	Votes in favour of the Resolution	Votes against the Resolution	Invalid votes /Ballot
1	Approval of the Composite Scheme of Amalgamation between RKD Trendy Retailers Private Limited ('the Transferor Company'), with Himalchuli Food Products Limited ('the Transferee Company') and their respective shareholders ("Scheme")	E- voting	6,29,515	0	0
		Postal Ballot	0	0	0
		Voting Conducted at the venue of the Meeting	93,500	0	0
		Total	7,23,015	0	0

- 5) Based on the foregoing, the Resolution as mentioned in serial No. 1 forming part of the Notice dated 17th October, 2019 stands passed with requisite majority under E-voting process, Postal Ballot and poll.

Thanking You.
Yours faithfully,

For PRS Associates
Company Secretaries


[SANJAY SHRINGARPURE]
PARTNER FCS2857, COP-6107
PLACE: MUMBAI
DATE: 23rd November, 2019
UDIN F002857A000293191





Combined Scrutinizer's Report
(Public Shareholders Category)

To,

Mr. Nilesh Kumar Savla

Chairman Appointed by the Honble' National Company Law Tribunal, Mumbai Bench, Mumbai, for the Meeting of Equity Share Holders of Himalchuli Food Proucts Limited held on 22nd November, 2019 at 3.00 p. m. at Hotel Sai-Palace, Mahakali caves Road, Chakala, Andheri (east), Mumbai-400093.

Dear Sir,

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I, Sanjay Shringarpure, (FCS 2857/CP- 6107), Partner PRS Associates, Company Secretaries in practice Mumbai, has been appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench, Mumbai (NCLT) by its order dated 27th day of September, 2019 as "the Scrutinizer" for the purpose of conducting the voting done through the e-voting process and the voting done at the venue of the meeting of the Equity shareholders of Himalchuli Food Products Limited held on Friday, the 22nd November, 2019 at 3.00 P.M. at Hotel Sai-Palace, Mahakali caves Road, Chakala, Andheri (east), Mumbai-400093 pursuant to the provisions of the Companies Act, 2013 read with applicable rules made thereunder as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolution, seeking approval of the Public Equity shareholders pursuant to circular No. CFD/DIL3/CIR/2017/21 dated 10th March, 2017 issued by the Securities and Exchange Board of India ("SEBI circular") to the Scheme of Amalgamation between RKD Trendy Retailers Private Limited ('the Transferor Company'), with Himalchuli Food Products Limited ('the Transferee Company') and their respective shareholders ("Scheme") in the terms of the notice dated 17th October, 2019 convening the said meeting and submit my report as under:

- 1) The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of Electronic voting to the shareholders of the company from 23rd October, 2019 (9.00 a.m. IST) to 21st November, 2019 (5.00 p.m. IST). The E-voting results were unblocked by me on 22nd November, 2019 in the presence of two



witnesses. For further details, kindly refer to my Scrutinizer's report dated 23rd November, 2019 which is attached herewith.

- 2) The Company had provided the facility of voting through Postal ballot from 23rd October, 2019 to 21st November, 2019 to the Equity shareholders of the company on the resolution contained in the notice dated 17th October, 2019. I have issued separate Scrutinizer's Report dated 23rd November, 2019 on the Postal Ballot Forms, which is attached herewith.
- 3) At the National Company Law Tribunal (NCLT) Mumbai convened Meeting of the Company held on 22nd November, 2019, the Chairman of the Company had, as statutorily required, called for a poll to facilitate the Members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the NCLT Convened meeting has appointed me as the Scrutinizer for the same. For further details kindly refer my Scrutinizers Report in Form MGT-13 dated -- November, 2019, which is attached herewith.
- 4) The result of the E-voting together with that of the Poll is as under:

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		Postal Ballot	0	0	0
		Voting Conducted at the venue of the Meeting	93,500	0	0
		Total	93,500	0	0

- 5) Based on the foregoing, the Resolution as mentioned in serial No. 1 forming part of the Notice dated 17th October, 2019 stands passed with requisite majority under E-voting process, Postal Ballot and poll.

Thanking You.
Yours faithfully,

For PRS Associates
Company Secretaries



Sanjay Shringarpure
[SANJAY SHRINGARPURE]
PARTNER FCS2857, COP-6107
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