

MEGASTAR FOODS LTD.

Registered Office : Plot No. 807 Industrial Area Phase-2, Chandigarh-160 002
Works : Kurali-Ropar Road, Village Solkhian-140 108, Distt. Roopnagar, Punjab
Ph. : +91 1881 240401 (6 Lines) E-mail : info@megastarfoods.com



E: MEGASTAR/STK EX 2223/31

Date: 03 July 2023

The General Manager Department of Corporate Services BSE Limited Floor 25, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001	National Stock Exchange of India Limited "Exchange Plaza", C-1, Block-G Bandra-Kurla Complex Bandra (E), Mumbai-400051
Scrip Code: 541352	Symbol: MEGASTAR Series: Eq.

Sub: Results of the Postal Ballot

Dear Sir/Madam,

This is in furtherance to our letter dated 03 June 2023 and pursuant to provision of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that, the resolution proposed in postal ballot Notice dated 30 May 2023 has been passed by the members of the Company with requisite Majority.

We are enclosing herewith the details regarding Scrutinizer Report and e-voting results of the business transacted through postal ballot process in prescribed Format.

Further, the above information is also available on the Company's website at www.megastarfoods.com under the head of Investor.

You are requested to kindly take above information on your records.

Thanking you,

Yours faithfully,

For MEGASTAR FOODS LIMITED

VIKAS
GUPTA

Digitally signed by VIKAS
GUPTA
Date: 2023.07.03
16:30:15 +05'30'

Vikas Gupta
Whole Time Director
Encl:- A/a

Certified by:



AJAY K. ARORA
LL.B., FCS, IP

GST : 04ADSPA8498H1Z3

A. ARORA & CO.

Company Secretaries
&
Insolvency Professional

S.C.O. 64-65, 1ST FLOOR,
SECTOR 17-A, MADHYA MARG,
CHANDIGARH-160 017
Ph.: (O) 2701906
MOBILE : 98140-06492
E-MAIL : ajaykcs@gmail.com

Report of Scrutinizer

[Pursuant to section 110 of the Companies Act, 2013 and Rule 22 (9) of the Companies (Management and Administration) Rules, 2014 as amended]

To,

Chairman,
Megastar Foods Limited
Plot No. 807,
Industrial Area, Phase-II,
Chandigarh.

Result of Postal Ballot

Dear Sir,

1. I, Ajay K Arora, Practicing Company Secretary, at S.C.O. 64-65, 1st Floor, Sector 17 A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **Megastar Foods Limited** (the Company), in their meeting held on 30th May, 2023 for the purpose of scrutinizing the e-voting process (remote e-voting) of postal ballot pursuant to section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the resolutions stated in the Notice of the Postal Ballot dated 30th May, 2023 proposed to be passed by the equity shareholders of the Company.
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) of postal ballot by the shareholders on the resolution proposed is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means of postal ballot are conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or any other person authorized, on the resolution, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and the report for voting by postal ballot.
3. In accordance with the Notice of the Postal Ballot dated 30th May, 2023, dispatch of which to the shareholders by prescribed modes was completed on 2nd June, 2023 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published in Financial Express (In English) and Jansatta (In Hindi) on 3rd June, 2023, the voting commenced on 3rd June, 2023 at 9.00 A.M. (IST) and ended on 2nd July, 2023 at 5.00 P.M. (IST) for Postal ballot through e-voting. The e-voting facility was provided by CDSL.



4. The Equity Shareholders holding shares as on 26th May, 2023, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the Postal Ballot.
5. The e-voting cast by the institutional/ Body Corporate shareholders who have not provided the related scanned copy of the relevant Board Resolution / Authority Letter, wherever applicable to the Scrutinizer for exercising their votes have been considered as invalid

The results of voting are as under:

1. As a Special Resolution: Ratification of material related party transaction(s) with Ganesh Flour Mills.

Mode of Voting	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes
Postal Ballot through E-voting	25	942322	23	942250	2	72	4	2815486
% to total valid votes				99.992%		0.008%		

**Votes cast by related parties have been considered invalid while consolidating the results.*

2. As a Special Resolution: Material related party transaction(s) with Ganesh Flour Mills.

Mode of Voting	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes
Postal Ballot through E-voting	25	942322	23	942250	2	72	4	2815486
% to total valid votes				99.992%		0.008%		

**Votes cast by related parties have been considered invalid while consolidating the results.*

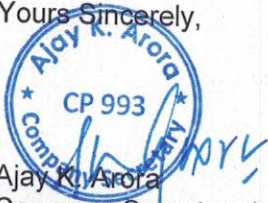


5. Register of postal ballot and other relevant records of voting process given/ provided/ maintained in electronic mode will remain in my custody until the Chairman considers, approves, and signs the Minutes of postal ballot and the same shall be handed over to the Chairman/person authorized by him for safe keeping.

Based upon the above details of votes cast, the Chairman may declare the result.

Thanking you,

Yours Sincerely,



Ajay K. Arora
Company Secretary in Practice
CP No. 993
FCS No. 2191
Peer Review Cert No. 2120/2022

Date: 03.07.2023
Place: Chandigarh

UDIN: F002191E000538309

Note:

1. This report is based on the votes casted in through remote E-Voting.

Details pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

GENERAL INFORMATION ABOUT THE COMPANY	
Company Name	Megastar Foods Limited
Scrip Code	541352
ISIN	INE00EM01016
Symbol	MEGASTAR
Type of the Meeting	Postal Ballot
Date of Meeting/ last day of receipt of postal ballot forms (in case of postal ballot)	02 July 2023
Start Time of the Meeting	-
End Time of the Meeting	-

SCRUTINIZER DETAILS	
Name	Ajay Arora
Qualification	Company Secretary
Membership Number	2191
Date of Board Meeting in which appointed	30 May 2023
Date of Issuance of Report to the Company	03 July 2023

VOTING RESULTS	
Record Date/ Cut-off date	26 May 2023
Total number of shareholders on Record date / Cut-off date	6855
Number of Shareholders present in the Meeting either in person or through proxy <ul style="list-style-type: none"> ▪ Promoters and Promoter Group ▪ Public 	NA NA
Number of Shareholders attended the Meeting through Video Conferencing <ul style="list-style-type: none"> ▪ Promoters and Promoters Group ▪ Public 	NA NA
Number of resolutions passed in the meeting	02

RESOLUTION (1)								
Resolution required: (Ordinary/ Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Ratification of material related party transaction(s) with Ganesh Flour Mills.				
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 in 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	6841700	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total	6841700	--	--	--	--	--	--
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Non Institutions	E- Voting	3162000	942322	29.801	942250	72	99.992	0.008
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total	3162000	942322	29.801	942250	72	99.992	0.008
		10003700	942322	9.419	942250	72	99.992	0.008
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

DETAILS OF INVALID VOTES	
CATEGORY	No. OF VOTES
Promoter and Promoter Group	2708486
Public Institutions	--
Public — Non Institutions	107000

RESOLUTION (1)								
Resolution required: (Ordinary/ Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material related party transaction(s) with Ganesh Flour Mills.				
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 in 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	6841700	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		6841700	--	--	--	--	--
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public – Non Institutions	E- Voting	3162000	942322	29.801	942250	72	99.992	0.008
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		3162000	942322	29.801	942250	72	99.992
		10003700	942322	9.419	942250	72	99.992	0.008
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

DETAILS OF INVALID VOTES	
CATEGORY	No. OF VOTES
Promoter and Promoter Group	2708486
Public Institutions	--
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