



Ideas for a new day

August 11, 2022

Compliance Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Fort, Mumbai - 400001	Compliance Department, National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, G-Block, Bandra- Kurla Complex Bandra-(E), Mumbai - 400051
Scrip Code:- 539889	Scrip Symbol :- PARAGMILK

Dear Sir/Madam,

Sub: Declaration of Voting Results of the Extra Ordinary General Meeting of the Company held on Wednesday, August 10, 2022 pursuant to regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

This is with reference to our earlier communication regarding the Extra Ordinary General Meeting (EGM) of the Company. Please note that, in accordance with the circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the EGM of the Company was held on August 10, 2022 through Video Conference (VC) / Other Audio Video Means (OAVM).

As per the requirements of the Companies Act, 2013, Listing Regulations and the relevant Circulars issued by the Ministry of Corporate Affairs, the Company had provided remote e-voting facility to its Shareholders for voting on the businesses transacted at the EGM. The Company had appointed Mr. Bhaskar Upadhyay from M/s. N.L. Bhatia & Associates, Practising Company Secretaries as the Scrutinizer for remote e-voting and e-voting at the EGM. As per the Scrutiniser's Report, all Resolutions as set out in the Notice of EGM have been duly approved by the Shareholders with requisite majority.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the consolidated outcome of voting held through remote e-voting and e-voting during the EGM of the Company along with the Scrutinizer's Report.

You are requested to kindly take above information on record.

Thanking you,

For **Parag Milk Foods Limited**

Rachana Sangneria
Company Secretary and Compliance Officer
ACS No. 10280

Encl:a/a



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, Nirmaal building, Nariman point, Mumbai - 400211 Tel.: 022-43005555 Fax: 022-43005580

Website: www.paragmilkfoods.com | email: investors@paragmilkfoods.com



Consolidated 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 remote e-voting and e-voting during the Extraordinary General Meeting (“EGM”) and ascertaining the requisite majority on remote e-voting and voting undertaken as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolutions contained in the notice of the Extra-ordinary General Meeting of the members of the Company, held on Wednesday, August 10, 2022 at 11.00 A.M.(IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means on the resolutions contained in the Notice of the Extraordinary General Meeting of the Members of the Company. Registrar & Transfer Agent, KFin Technologies Limited shall provide data of members entitled to vote as on the cut-off date.
3. My responsibility as a Scrutinizer for the remote e-voting and e-voting during the EGM 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), 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 remote 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 remote 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 Thursday, July 21, 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 Chairman at the Extraordinary General Meeting of the Company, held on Wednesday, August 10, 2022 had announced that members who have not exercised their votes through remote e-voting, can exercise their votes at the EGM;
- 4.5. The members of the Company as on the "cut-off date" i.e. **on Wednesday, August 03, 2022** were entitled to vote on the resolutions (item no. 1 to 2), as set out in the notice of the EGM;
- 4.6. The remote e-voting commenced from **Sunday, August 07, 2022 (9:00 A.M. IST)** and ended on **Tuesday, August 09, 2022 (5:00 P.M. IST)**;
- 4.7. The votes cast were unblocked after the EGM.
- 4.8. My combined report on the results of voting through remote e-voting and e-voting during the Extraordinary General Meeting is as under:

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

Approval for issuance of Equity Shares to investors on a Preferential Basis.

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	
43967116	43967116	43953057	14059	99.9680	0.0320	0

➤ Item No. 2: As Special Resolution:

Approval for issuance of Convertible Warrants to Member of Promoter Group on Preferential Basis.

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	
43967116	43967116	43948564	18552	99.9578	0.0422	0

5. All the above resolutions are passed by requisite majority.
6. The above-mentioned resolutions are deemed to be passed as on the date of the EGM of the Company.

Thanking you,
Yours faithfully,

Bhaskar
Bharat
Upadhyay

Digitally signed by
Bhaskar Bharat
Upadhyay
Date: 2022.08.10
17:40:10 +05'30'

Bhaskar Upadhyay,
FCS - 8663, CP No. - 9625
Practicing Company Secretary
Scrutinizer for remote e- voting
and e- voting during the EGM
UDIN: F008663D000776342

Countersigned



Mrs. Rachana Sangneria
Company Secretary
Place : Mumbai
Date: 10 /08/2022

PARAG MILK FOODS LIMITED	
Date of the AGM/EGM	10-08-2022
Total number of shareholders on record date	68556
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	9
Public:	63

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL - APPROVAL FOR ISSUANCE OF EQUITY SHARES TO INVESTORS ON A PREFERENTIAL BASIS									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	3,88,61,435	3,87,61,435	99.7427	3,87,61,435	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		3,87,61,435	99.7427	3,87,61,435	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	31,33,534	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,33,80,872	50,40,459	9.4424	50,26,400	14,059	99.7210	0.2789	0	0
	Poll		1,65,222	0.3095	1,65,222	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		52,05,681	9.7519	51,91,622	14,059	99.7299	0.2701	0	0
Total		9,53,75,841	4,39,67,116	46.0988	4,39,53,057	14,059	99.9680	0.0320	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	SPECIAL - APPROVAL FOR ISSUANCE OF CONVERTIBLE WARRANTS TO PROMOTER GROUP ON PREFERENTIAL BASIS									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	3,88,61,435	3,87,61,435	99.7427	3,87,61,435	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		3,87,61,435	99.7427	3,87,61,435	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	31,33,534	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,33,80,872	50,40,459	9.4424	50,21,907	18,552	99.6319	0.3680	0	0
	Poll		1,65,222	0.3095	1,65,222	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		52,05,681	9.7519	51,87,129	18,552	99.6436	0.3564	0	0
Total		9,53,75,841	4,39,67,116	46.0988	4,39,48,564	18,552	99.9578	0.0422	0	0