

CHOTHANI FOODS LIMITED

CIN: L15122MH2014PLC252200

Reg. Office: Office No. 408, B Wing, Damji Shamji Corporate Square, Laxmi Nagar,
Ghatkopar East, Mumbai-400075.

E-mail id: chothaniniraj@gmail.com Website: www.chothanifoodslimited.com

Date: 30/09/2024

**To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001**

Scrip Code:- 540681

Dear Sir/Madam,

Subject: Declaration of Voting Results of the 11th Annual General Meeting held on 30th September, 2024 along with Scrutinizer's Report

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of voting results of the business transacted at the Annual General Meeting held on Monday, 30th September, 2024 in the format as prescribed by SEBI.

Further, as per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB of SEBI (ICDR) Regulation, 2009 are exempted for providing e-voting facility to its shareholders, so e-voting facility was not required to be provided to the shareholders. Hence, the voting was conducted at the AGM through Ballot process. The Company has provided physical ballot paper (at the AGM venue) for the resolutions mentioned in the AGM Notice.

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The report of the Scrutinizer dated 30th September, 2024 is enclosed herewith.

Kindly take the above on record.

Thanking you,

Yours faithfully,

For Chothani Foods Limited

ASHOK SHIVJI CHOTHANI
CHAIRMAN & DIRECTOR
DIN: 06732163

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Mode of Voting: Ballot Process

Voting results on the agenda item transacted at the Annual General Meeting held on Monday, 30th September, 2024

General Information about Company	
Scrip Code	540681
NSE Symbol	-
MSEI Symbol	-
ISIN	INE344X01016
Name of the Company	Chothani Foods Limited
Type of Meeting	Annual General Meeting
Date of the meeting/ Date of declaration of results (in case of postal ballot)	30 th September, 2024
Start time of the meeting	11.00 a.m
End time of the meeting	12:00 p.m

Voting Result	
Record date	27-09-2024
Date of the AGM	30-09-2024
Total number of shareholders on record date	136
No. of shareholders present in the meeting either in person or through proxy:	10
a. Promoters and Promoter Group	5
b. Public	5

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Resolution (1)								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Approval and Adoption of Audited Financial Statement comprising of Balance sheet as at 31 st March, 2024, Profit and Loss Account for the year ended on that date, Cash Flow Statement and the Notes together with the director's report and auditor's report 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	30,00,000	0	0	0	0	0	0
	Poll		29,98,125	99.94	29,98,125	0	100	0
	Total		29,98,125	99.94	29,98,125	0	100	0
Public-Institutions	E-Voting	-	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	73,60,000	0	0	0	0	0	0
	Poll		25,40,000	34.51	25,40,000	0	100	0
	Total		25,40,000	34.51	25,40,000	0	100	0
Total		1,03,60,000	55,38,125	53.46	55,38,125	0	100	0

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Resolution (2)								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Approval to appoint a director in place of Mr. Sunil Chothani (DIN: 06732173), who retires by rotation under the applicable provisions of the Companies Act, 2013 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	30,00,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	-	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	73,60,000	0	0	0	0	0	0
	Poll		25,40,000	34.51	25,40,000	0	100	0
	Total		25,40,000	34.51	25,40,000	0	100	0
Total		1,03,60,000	25,40,000	24.52	25,40,000	0	100	0

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Resolution (3)								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of M/s. Gupta Rustagi & Co., Chartered Accountants as the Statutory Auditors to fill casual vacancy					
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
Promoter and Promoter Group	E-Voting	30,00,000	0	0	0	0	0	0
	Poll		29,98,125	99.94	29,98,125	0	100	0
	Total		29,98,125	99.94	29,98,125	0	100	0
Public-Institutions	E-Voting	-	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	73,60,000	0	0	0	0	0	0
	Poll		25,40,000	34.51	25,40,000	0	100	0
	Total		25,40,000	34.51	25,40,000	0	100	0
Total		1,03,60,000	55,38,125	53.46	55,38,125	0	100	0

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Resolution (4)								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of M/s. Gupta Rustagi & Co., Chartered Accountants as the Statutory Auditors of the Company					
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
Promoter and Promoter Group	E-Voting	30,00,000	0	0	0	0	0	0
	Poll		29,98,125	99.94	29,98,125	0	100	0
	Total		29,98,125	99.94	29,98,125	0	100	0
Public-Institutions	E-Voting	-	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	73,60,000	0	0	0	0	0	0
	Poll		25,40,000	34.51	25,40,000	0	100	0
	Total		25,40,000	34.51	25,40,000	0	100	0
Total		1,03,60,000	55,38,125	53.46	55,38,125	0	100	0

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Resolution (5)								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Revision in remuneration to be paid to Mr. Neeraj Ashok Chothani (DIN: 06732169) Managing Director & CFO of the Company					
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	30,00,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	-	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	73,60,000	0	0	0	0	0	0
	Poll		25,40,000	34.51	25,40,000	0	100	0
	Total		25,40,000	34.51	25,40,000	0	100	0
Total		1,03,60,000	25,40,000	24.52	25,40,000	0	100	0

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Resolution (6)								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Revision in remuneration to be paid to Mr. Sunil Chothani (DIN: 06732173) Whole Time Director of the Company					
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	30,00,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	-	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	73,60,000	0	0	0	0	0	0
	Poll		25,40,000	34.51	25,40,000	0	100	0
	Total		25,40,000	34.51	25,40,000	0	100	0
Total		1,03,60,000	25,40,000	24.52	25,40,000	0	100	0

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Resolution (7)								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Revision in remuneration to be paid to Mr. Ashok Chothani (DIN: 06732163) Director of the Company					
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	30,00,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	-	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	73,60,000	0	0	0	0	0	0
	Poll		25,40,000	34.51	25,40,000	0	100	0
	Total		25,40,000	34.51	25,40,000	0	100	0
Total		1,03,60,000	25,40,000	24.52	25,40,000	0	100	0

The resolutions as mentioned in the AGM notice dated September 02, 2024 has been passed with requisite majority.

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For Chothani Foods Limited

**ASHOK SHIVJI CHOTHANI
CHAIRMAN & DIRECTOR
DIN: 06732163**

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to 109 of the Companies Act, 2013 and Rule 20(4) (xii) and 21(2) of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the Annual General Meeting of the Shareholders of Chothani Foods Limited held on Monday, September 30, 2024 at 11:00 a.m. at Office No. 408, B Wing, Damji Shamji Corporate Square, Laxmi Nagar, Ghatkopar East, Mumbai-400075

Dear Sir/Madam,

1. I, Sharatkumar K Shetty, Proprietor of Sharatkumar Shetty & Associates, Practising Company Secretary, have been appointed as Scrutinizer by the Board of Directors of Chothani Foods Limited ("Company") for the purpose of scrutinizing the voting process for the business matters to be conducted at the Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as mentioned in notice dated September 02, 2024 convening Annual General Meeting.
2. The Management of the Company is responsible for the compliance of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time. My responsibility is only to the extent of making Scrutinizer's Report for ascertaining the votes cast in favour or against for respective resolutions.

Ballot box which was being kept for the purpose of voting through poll paper was locked by me and was opened on closure of the meeting in my presence and in presence of Ms. Ishwari Chavan and Ms. Shreya Acharya who are not in employment of the Company and all ballot papers were diligently scrutinized.

3. The Members who have abstained from voting at the Annual General Meeting have been included in Invalid/Abstain votes.

✉ Email

sksi.consultancy@gmail.com



Website

www.sksiassociates.com

☎ Phone

+91- 9820746792

+91- 8082016560

📍 Address

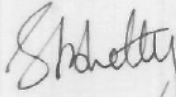
A2-211, Kailas Complex, LBS Marg,

Bhandup (West), Mumbai - 400078

4. I am submitting herewith a report on voting exercised by the shareholders at the venue of the meeting through ballot process in Annexure 1.
5. The relevant records relating to the ballot process is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
6. I have relied on the information provided by M/s. Kfin Technologies Limited, Registrar & Share transfer Agents (RTA) of the Company in relation to details regarding number of shares held and signature of shareholders.
7. The resolution was passed with requisite majority.

Thanking you,

For Sharatkumar Shetty & Associates
Practicing Company Secretary



Sharatkumar K Shetty
Proprietor

Membership No. -A31888

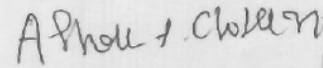
COP No.- 18123

Peer Review No. 2326/2022

UDIN: AD31888F001389343



For Chothani Foods Limited



Ashok Shivji Chothani
Chairman



Place: Mumbai
Date: 30/09/2024

Place: Mumbai
Date: 30/09/2024

Annexure 1

Report of the Voting through Ballot process at the venue of the meeting

Item No. 1: Ordinary Resolution – Approval and Adoption of Audited Financial Statement comprising of Balance sheet as at 31st March, 2024, Profit and Loss Account for the year ended on that date, Cash Flow Statement and the Notes together with the director's report and auditor's report thereon.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	10	5538125	100
Total	10	5538125	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	0	0	0
Total	0	0	0

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held	Total number of votes cast by them
Number of members voted at AGM	0	0	0
Total	0	0	0

Item No. 2: Ordinary Resolution – Approval to appoint a director in place of Mr. Sunil Chothani (DIN: 06732173), who retires by rotation under the applicable provisions of the Companies Act, 2013 and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	5	2540000	100
Total	5	2540000	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	0	0	0
Total	0	0	0

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held	Total number of votes cast by them
Number of members voted at AGM	0	0	0
Total	0	0	0

Item No. 3: Ordinary Resolution – Appointment of M/s. Gupta Rustagi & Co., Chartered Accountants as the Statutory Auditors to fill casual vacancy.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	10	5538125	100
Total	10	5538125	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	0	0	0
Total	0	0	0

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held	Total number of votes cast by them
Number of members voted at AGM	0	0	0
Total	0	0	0

Item No. 4: Ordinary Resolution – Appointment of M/s. Gupta Rustagi & Co., Chartered Accountants as the Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	10	5538125	100
Total	10	5538125	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	0	0	0
Total	0	0	0

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held	Total number of votes cast by them
Number of members voted at AGM	0	0	0
Total	0	0	0

Item No. 5: Special Resolution – Revision in remuneration to be paid to Mr. Neeraj Ashok Chothani (DIN: 06732169) Managing Director & CFO of the Company.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	5	2540000	100
Total	5	2540000	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	0	0	0
Total	0	0	0

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held	Total number of votes cast by them
Number of members voted at AGM	0	0	0
Total	0	0	0

Item No. 6: Special Resolution – Revision in remuneration to be paid to Mr. Sunil Chothani (DIN: 06732173) Whole Time Director of the Company.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	5	2540000	100
Total	5	2540000	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	0	0	0
Total	0	0	0

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held	Total number of votes cast by them
Number of members voted at AGM	0	0	0
Total	0	0	0

Item No. 7: Special Resolution – Revision in remuneration to be paid to Mr. Ashok Chothani (DIN: 06732163) Director of the Company.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	5	2540000	100
Total	5	2540000	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted at AGM	0	0	0
Total	0	0	0

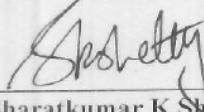
(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held	Total number of votes cast by them
Number of members voted at AGM	0	0	0
Total	0	0	0

The resolutions as mentioned in the AGM notice dated September 02, 2024 have been passed with requisite majority.

Thanking you,

For Sharatkumar Shetty & Associates
Practicing Company Secretary



Sharatkumar K Shetty
Proprietor

Membership No. -A31888

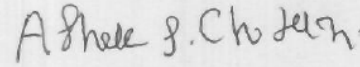
COP No.- 18123

Peer Review No. 2326/2022

UDIN: A031888F001389343

Place: Mumbai
Date: 30/09/2024

For Chothani Foods Limited



Ashok Shivji Chothani
Chairman


Place: Mumbai
Date: 30/09/2024

Witness 1



Ishwari Chavan

Witness 2



Shreya Acharya

