



28th September, 2019

**The Manager
BSE Limited**

Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building,
PhirozJeebhoy Towers,
Dalal Street, Mumbai- 400001.

Sub: Details of Voting Results of the 29th Annual General Meeting of The Company's per Regulation 44(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 ("SEBI Regulations")

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, details of the Voting Results of the 29th Annual General Meeting of the Company held on Saturday, September 28, 2019 at 10.00 A.M. at Elcina House, 422, Okhla Industrial Area, New Delhi-110020, are enclosed in the prescribed format.

Based on the Consolidated Report of the scrutinizer, the result of the e-voting and voting through poll was announced today by the Chairman that all the resolutions (as per Notice dated August 14, 2019) have been passed with requisite majority.

ORDINARY BUSINESS:

1. Adoption of Financial Statements of the Company.
2. Re-appointment of retiring Director of the Company.

SPECIAL BUSINESS:

3. Appointment of Mr. Lilanshu Arora (DIN: 07187329) as an Independent Director of the Company.
4. Appointment of Mr. Ganesh Kumar (DIN: 07722602) as an Independent Director of the Company.
5. Sell or otherwise dispose of the Undertaking.
6. Power to Borrow Money.

Dealing Office :
#420, Ansal Tower,
38, Nehru Place,
New Delhi-110019
Tel.: 011-41018839

E-mail : taraifoods@gmail.com

Regd. Office :

13, Hanuman Road,
Connaught Place,
New Delhi-110001

Head Office and Plant :

Sandhu Farms
P.O. Box No. 18
Rudrapur-263 153
Distt. Udham Singh Nagar
Uttanchal

Tel.: (05944) 244304/7

E-mail : taraifoods.rdr@gmail.com

CIN No. : L15142DL 1990 PLC 039291

Website : www.taraifoods.com



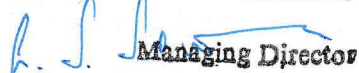
Further, we are enclosing the Consolidated Scrutinizer's Report on e-voting and voting through Ballot paper.

Please note that the aforesaid results and Scrutinizer's Report are available on the website of the Company www.taraifoods.com and Central Depository Securities Limited www.evotingindia.com.

Please take note of the above and acknowledge the receipt.

Thanking You,

For **Tarai Foods Limited**
For **TARAI FOODS LIMITED**


Managing Director

Mr. G. S. Sandhu
Chairman
DIN: 00053527

Dealing Office :

#420, Ansal Tower,
38, Nehru Place,
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28th September, 2019

The Chairman
Tarai Foods Limited,
13, Hanuman Road, Connaught Place,
New Delhi- 110001

Sub.: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and poll process conducted pursuant to the provisions of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015.

Dear Sir,

I, Santosh Kumar Pradhan, Practicing Company Secretary at 706, 8th Floor, K.M. Trade Tower, Hotel Radisson Blu, Ghaziabad-201010 had been appointed as the Scrutinizer by the Board of Directors of Tarai Foods Limited (the Company) having its registered office at 13, Hanuman Road, Connaught Place, New Delhi- 110001 vide resolution dated 14th August, 2019 pursuant to the provisions of the Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to conduct the remote e-voting process and to scrutinize physical poll process by the shareholders in respect of the below mentioned resolutions passed at the 29th Annual General Meeting (AGM) of the Company held on 28th September, 2019.

The notice dated 14th August, 2019 convening AGM of the Company were sent to the Shareholders in respect of the below mentioned resolutions passed at the said Annual General Meeting of the Company held on 28th September, 2019.

The Company has availed the voting through electronic means (remote e-voting) facility offered by CSDL for conducting remote e-Voting by the Shareholders of the Company. The Shareholders of the Company holding shares as on the "Cut-off" date i.e. 21st September, 2019 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 6 in the notice convening of the 29th AGM of the Company.

The voting period for remote e-Voting commenced on Wednesday, 25th September, 2019 at 10:00 am (IST) and ended on Friday, 27th September, 2019 at 5:00 pm (IST) and the remote e-Voting platform was blocked thereafter.



**SANTOSH KUMAR PRADHAN
COMPANY SECRETARIES**

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized and the votes cast there under were counted.

The votes cast under remote e-Voting facility were then unblocked by me at 11:05 A.M. on 28th September, 2019 in the presence of Mr. Shubham Tandon and Ms. Sonal Singhal, who are not in the employment of the company.

I have scrutinized and reviewed the voting through electronic means (remote e-voting) and physical mode and votes tendered therein based on the data downloaded from the CDSL remote e-Voting platform and the poll papers received respectively.

I have rendered scrutinizers' report separately on the remote e-voting and by using ballots at the meeting. Based on the results made available to me, 25 members have cast their votes on the e-voting platform and 16 members have casted their vote physically through poll papers. I hereby annex the consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on all the resolutions contained in the notice of the aforesaid Annual General Meeting.

All relevant records of remote e-voting and ballots will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 29th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You.

Yours Faithfully,
For **Santosh Kumar Pradhan**
(Practicing Company Secretary)

A circular blue stamp with the text "Santosh Kumar Pradhan" around the top edge and "Company Secretary" around the bottom edge. In the center, it says "CP No. 7647 Ghaziabad". A handwritten signature in blue ink is written over the stamp.

Santosh Ku. Pradhan
FCS No. 6973
C.P. No. 7647
Place: Ghaziabad

I Resolution No. 1:-

Agenda No.	1
Subject matter of resolution	Adoption of Financial Statements of the Company.
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	25	16	41	8276223	732	8276955	100
Voted in favour	21	14	35	8231989	732	8232721	99.47
Voted against	4	Nil	4	44234	Nil	44234	0.53
Invalid Vote*	Nil	2	2	N.A	N.A	N.A	N.A

*2 poll papers considered invalid due to mismatch in Name, Folio Number & Number of shares etc

II. Resolution No. 2:-

Agenda No.	2
Subject matter of resolution	Re-appointment a Director in place of Mrs. Kiran Sandhu (DIN: 00053879), who retires by rotation and being eligible, offers herself for re-appointment.



Type of Resolution	Ordinary									
Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast			
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total				
Total Received	25	16	41	8276223	732	8276955	100			
Voted in favour	21	14	35	8231989	732	8232721	99.47			
Voted against	4	Nil	4	44234	Nil	44234	0.53			
Invalid Vote*	Nil	2	2	N.A	N.A	N.A	N.A			

*2 poll papers considered invalid due to mismatch in Name, Folio Number & Number of shares etc

III. Resolution No. 3:-

Agenda No.	3
Subject matter of resolution	Appointment of Mr. Lilanshu Arora (DIN: 07187329) as an Independent Director of the Company:
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	



**SANTOSH KUMAR PRADHAN
COMPANY SECRETARIES**

Total Received	25	16	41	8276223	732	8276955	100
Voted in favour	21	14	35	8231989	732	8232721	99.47
Voted against	4	Nil	4	44234	Nil	44234	0.53
Invalid Vote*	Nil	2	2	N.A	N.A	N.A	N.A

*2 poll papers considered invalid due to mismatch in Name, Folio Number & Number of shares etc

IV. Resolution No. 4:-

Agenda No.	4
Subject matter of resolution	Appointment of Mr. Ganesh Kumar (DIN: 07722602) as an Independent Director of the Company:
Type of Resolution	Special

Particulars	Number of Votes		Number of votes contained in votes		Percentage of Total valid votes cast
	Remote e-Voting	Physical	Remote e-Voting	Physical	
Total Received	25	16	Total 41	Total 732	100
Voted in favour	23	14	37	732	99.89
Voted against	2	Nil	2	Nil	0.11
Invalid	Nil	2	2	N.A	N.A



**SANTOSH KUMAR PRADHAN
COMPANY SECRETARIES**

Vote*					
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*2 poll papers considered invalid due to mismatch in Name, Folio Number & Number of shares etc

V. Resolution No. 5:-

Agenda No.	5
Subject of resolution	Sell or otherwise dispose of the undertaking:
Type of Resolution	Special

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	25	16	41	8276223	732	8276955	100
Voted in favour	21	14	35	8231989	732	8232721	99.47
Voted against	4	Nil	4	44234	Nil	44234	0.53
Invalid Vote*	Nil	2	2	N.A	N.A	N.A	N.A

*2 poll papers considered invalid due to mismatch in Name, Folio Number & Number of shares etc

VI. Resolution No. 6:-

Agenda No.	6
Subject	Power to Borrow Money:



**SANTOSH KUMAR PRADHAN
COMPANY SECRETARIES**

matter of resolution	
Type of Resolution	Special

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	25	16	41	8276223	732	8276955	100
Voted in favour	21	14	35	8231989	732	8232721	99.47
Voted against	4	Nil	4	44234	Nil	44234	0.53
Invalid Vote	Nil	2	2	N.A	N.A	N.A	N.A

Yours Faithfully,
For Santosh Kumar Pradhan
(Practicing Company Secretary)



Santosh Ku. Pradhan
FCS No. 6973
C.P. No. 7647
Place: Ghaziabad
Date: 28.09.2019

TARAI FOODS LIMITED	
Date of the AGM/EGM	9/28/2019
Total number of shareholders on record date	15600
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	32
No. of Shareholders attended the meeting through Video Conferencing	NOT PROVIDED
Promoters and Promoter Group:	
Public:	

Resolution No. 1		ORDINARY - Adoption of Financial Statements of the Company.						
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	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
Category			8231762	99.6586	8231762	0	100.0000	0.0000
Promoter and Promoter Group		8259962	0		0	0	0.0000	0.0000
Public- Institutions		33000	0		8231762	0	100	0
					0	0	0.0000	0.0000
					0	0	0.0000	0.0000
Total		33000	0		0	0	0	0
			44461	0.4712	227	44234	0.5106	0.0000
Public- Non Institutions		9435158	732	0.0078	732	0	100.0000	0.0000
Total		9435158	45193	0.47898509	959	44234	2.122	97.878
Total		17728120	8276955	46.6883	8232721	44234	99.4656	0.5344

Resolution No. 2		ORDINARY - Re-appointment a Director in place of Mrs. Kiran Sandhu (DIN: 00053879), who retires by rotation and being eligible, offers herself for re-appointment:..						
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	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
Category			8231762	99.6586	8231762	0	100.0000	0.0000
Promoter and Promoter Group		8259962	0		0	0	0.0000	0.0000
Public- Institutions		33000	0		8231762	0	100	0
					0	0	0.0000	0.0000
					0	0	0.0000	0.0000
Total		33000	0		0	0	0	0
			44461	0.4712	227	44234	0.5106	99.4894
Public- Non Institutions		9435158	732	0.0078	732	0	100.0000	0.0000
Total		9435158	45193	0.47898509	959	44234	2.122	97.878
Total		17728120	8276955	46.6883	8232721	44234	99.4656	0.5344

3									
ORDINARY - Appointment of Mr. Lilanshu Arora (DIN: 07187329) as an Independent Director of the Company.									
Resolution No.	Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	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		8259962	8231762	99.6586	8231762	0	100.0000	0.0000
	Poll			0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)								
	Total		8259962	8231762	99.65859407	8231762	0	100	0
Public- Non Institutions	E-Voting		9435158	44461	0.4712	227	44234	0.5106	99.4894
	Poll			732	0.0078	732	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)								
	Total		9435158	45193	0.47898509	959	44234	2.122	97.878
Total			17728120	8276955	46.6883	8232721	44234	99.46556	0.53444

4									
SPECIAL - Appointment of Mr. Ganesh Kumar (DIN:07722602) as an Independent Director of the Company.									
Resolution No.	Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	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		8259962	8231762	99.6586	8231762	0	100.0000	0.0000
	Poll			0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)								
	Total		8259962	8231762	99.65859407	8231762	0	100	0
Promoter and Promoter Group	E-Voting		9435158	44461	0.4712	35921	8540	80.7922	19.2078
	Poll			732	0.0078	732	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)								
	Total		9435158	45193	0.47898509	36653	8540	81.1033	18.8967
Total			17728120	8276955	46.6883	8268415	8540	99.8968	0.1032

5									
SPECIAL - Sell or otherwise dispose of the undertaking.									
Resolution No.	Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	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		8259962	8231762	99.6586	8231762	0	100.0000	0.0000
	Poll			0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)								
	Total		8259962	8231762	99.65859407	8231762	0	100	0

Resolution No.	E-Voting Poll	Postal Ballot (if applicable)	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	
										Mode of Voting
6										
SPECIAL-Power to Borrow Money:										
Whether promoter/ promoter group are interested in the agenda/resolution?										
No										
Promoter and Promoter Group	E-Voting		8259962	8231762	99.6586	8231762	0	100.0000	0.0000	
	Poll				0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)									
Total			8259962	8231762	99.6586	8231762	0	100	0.0000	
Public- Institutions	E-Voting		33000	0	0.0000	0	0	0.0000	0.0000	
	Poll				0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)									
Total			33000	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting		9435158	44461	0.4712	227	44234	0.5106	99.4894	
	Poll				0.0078	732	0	100.0000	0.0000	
	Postal Ballot (if applicable)									
Total			9435158	45193	0.47898509	959	44234	2.122	97.878	
Total			17728120	8276955	46.6883	8237721	44234	99.4656	0.5344	

For TARAF FOODS LIMITED
 Managing Director