

Kohinoor Foods Ltd.

October 01, 2019

**The National Stock Exchange of
India Limited**

Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
MUMBAI – 400 051

The Listing Department
BSE Limited
P.J. Tower, Dalal Street
MUMBAI – 400 001

Trading Symbol : KOHINOOR
Scrip Code : 512559

Dear Sirs,

Sub: Submission of Voting Result of Ballot Process and Remote e-voting for 30th Annual General Meeting of the Company held on 30th September, 2019.

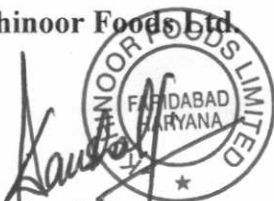
In terms of requirement of Regulation 44(3) of the SEBI (LODR) Regulation 2015, please find attached herewith the Voting Results of Ballot Process and Remote e-voting for the 30th Annual General Meeting of the Members of the Company, held on 30th September, 2019, prepared on the basis of Combined Voting Results dated 01st October, 2019, as received from the Scrutinizer Mr. Vinod Aggarwal, Practicing Company Secretary.

This is for your information and record.

Thanking You,

Yours faithfully,

For Kohinoor Foods Ltd.



Deepak Kaushal
Company Secretary & Manager (legal)
FCS: 8722

SUMMARY OF VOTING RESULTS OF ANNUAL GENERAL MEETING

Date of declaration of result – 30th September, 2019

Date of AGM/EGM	30 th September, 2019	
Total number of Shareholders on record date (20-Sep-2019)	28649	
No. of Shareholders present in the Meeting either in person or through proxy:	Promoters and Promoter Group	Public
	3	192
No. of Shareholders attended the meeting through Video Conferencing:	Promoters and Promoter Group	Public
	None	None

The details of combined Voting Results is as under:

Agenda Wise disclosure:

Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Audited Standalone Financial Statements as at March 31, 2019, the Reports of the Directors and the Auditor's thereon together with Audited Consolidated Financial Statements for the year ended March 31, 2019 and report of Auditor's 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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	202252	175212	86.6308	175212	96	100.0000	0.0000
	Postal Ballot (if applicable)	40	96	0.0000	0	0	0	0
	Total	202252	175212	86.6308	96	0	100.0000	0.0000
	E-Voting	243934	0	0.0000	0	0		0



Public-Institutions	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243934	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting		5307	0.0320	5107	200	96.2314	3.7686
	Poll	166023	2138	0.0129	2138	0	100.0000	0.0000
	Postal Ballot (if applicable)	56	0	0.0000	0	0	0	0
	Total	166023 56	7445	0.0448	7245	200	97.3136	2.6864
Total		370715 30	175287 41	47.2836	175285 41	200	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	

Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To Appoint a Director in place of Mr. Gurnam Arora (holding DIN -00010731) who retires by rotation and being eligible offers himself for reappointment.						
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		0	0.0000	0	0	0	0
	Poll	202252 40	175212 96	86.6308	175212 96	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	202252 40	175212 96	86.6308	175212 96	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	243934	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243934	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting		5307	0.0320	5007	300	94.3471	5.6529
	Poll	166023 56	2138	0.0129	2138	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0		0



	Total	166023 56	7445	0.0448	7145	300	95.9704	4.0296
Total	Total	370715 30	175287 41	47.2836	175284 41	300	99.9983	0.0017
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of the Cost Auditor of the Company for the Financial Year ending 31st March, 2020.				
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		0	0.0000	0	0	0	0
	Poll	202252 40	175212 96	86.6308	175212 96	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	202252 40	175212 96	86.6308	175212 96	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	243934	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	243934	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting		5307	0.0320	5007	300	94.3471	5.6529
	Poll	166023 56	2138	0.0129	2138	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	166023 56	7445	0.0448	7145	300	95.9704	4.0296
Total	Total	370715 30	175287 41	47.2836	175284 41	300	99.9983	0.0017
Whether resolution is Pass or Not.							Yes	



Vinod Aggarwal & Associates

COMPANY SECRETARIES

SCRUTINIZER'S COMBINED REPORT FOR E-VOTING AND POLL

(Pursuant to section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of Companies (Management and Administration) Rules, 2014)

To,
The Chairman
Kohinoor Foods Limited
Pinnacle Business Tower, 10th Floor
Suraj Kund, Shooting Range Road, Faridabad,
Haryana - 121001

Evoting start date: Friday, September 27, 2019 at 09.00 a.m.

Evoting end date: Sunday, September 29, 2019 at 5:00 p.m.

30th Annual General Meeting of the Equity Shareholders

Date : 30th September 2019

Time : 11 a.m.

Place : Magpie Tourist Complex (a unit of Haryana Tourism Corporation Limited),
Main Mathura Road, Sector 16A, Faridabad, Haryana-121002, India

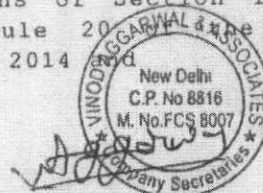
Respected Sir,

Subject: Combined Scrutinizer's Report on:

- E-Voting conducted in pursuance to 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 thereof from time to time and
- Poll conducted in pursuance to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules and amendments made thereof from time to time.

I Vinod Aggarwal, Proprietor of M/s Vinod Aggarwal & Associates, Practicing Company Secretaries having office at LIG 1, Gayatri Enclave, RPS Colony, Nr. Khanpur T Point, New Delhi - 110062, appointed as Scrutinizer by:

- (a) The Board of Directors of Kohinoor Foods Limited having its registered office and Corporate Office at Pinnacle Business Tower, 10th Floor, Suraj Kund, Shooting Range Road, Faridabad, Haryana - 121001 for the purpose of scrutinizing the e-voting process as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014



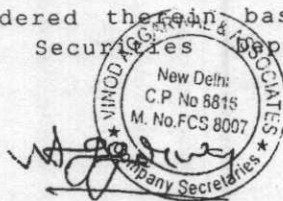
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(b) The Chairman of the Annual General Meeting held on 30th September, 2019 on Poll under the provisions of the Sections 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management & Administration) Rules 2014.

NOTES on E-voting:

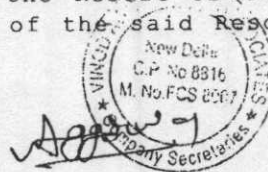
1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules thereunder relating to e-voting on the resolutions contained in the Notice dated 4th September, 2019. My Responsibility, as a Scrutinizer for the E-voting Process, is restricted to scrutinize and submit a Report on the votes Cast "in Favor" or "against" the resolutions stated above based on the report generated from the E-Voting System offered by National Securities Depository Limited (NSDL).
2. The Notice dated 4th September, 2019 convening the 30th Annual General Meeting (hereinafter "AGM") of the Company along with the Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect to the below mentioned Resolutions to be passed at the said AGM of the Company held on 30th September, 2019.
3. The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company.
4. The shareholders of the Company holding shares as on the "cut-off" date of September 20, 2019, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 3 in the Notice of the AGM of the Company.
5. The voting period for e-voting commenced on Friday, September 27, 2019 at 09.00 a.m. and ended on Sunday, September 29, 2019 at 5:00 p.m. and the NSDL e-voting platform was blocked thereafter.
6. The votes cast under e-voting facility were then unblocked on Monday, 30th September, 2019 at 14:08 hours approx, in the presence of Mr. Rakesh Kumar Agari R/o Village Agar, Post Office Dwarahat, Distt. Almora, Uttrakhand and Mr. Manoj Kumar R/o 1/31, Dakshin Puri Extn., New Delhi-110062
7. I have scrutinized and reviewed the voting process through electronic means and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) as per e-voting system.



Notes on Poll:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules thereunder relating to voting through Poll at the 30th Annual General Meeting on the resolutions contained in the Notice dated 4th September, 2019. My responsibility, as a Scrutinizer for the Poll, is restricted to scrutinize and submit a Report on the votes Cast "in Favor" or "against" the resolutions stated above based on the Polls cast by the Shareholders at the AGM.
2. After the time fixed for closing of the poll by the Chairman, two ballot boxes, kept for polling were locked in my presence with due identification marks placed by me.
3. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized and initialed. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
4. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

I hereby submit my Consolidated Report on the Result of the E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Item No. 1-Ordinary Resolution

Adoption of the audited financial statements for the financial year ended 31st March, 2019, the reports of the Board of Directors and Auditors thereon together with audited consolidated financial statement:

Mode of voting	Total Members voting validly through Poll/ Evoting	No of Shares Held	No of votes Cast	Votes in favour of the Resolution		Votes against the Resolution		Passed with requisite majority (Yes/No)
				Valid Votes in favour of Resolution	% of total valid votes	Valid Votes against the Resolution	% of total valid votes	
E-voting	46	5307	5307	5107	0.03%	200	0.00%	YES
Poll	66	17523434	17523434	17523434	99.97%	0	0.00%	
Total	112	1,75,28,741	1,75,28,741	1,75,28,541	100.00	200	0.00	

Vinod Kumar & Associates
 Chartered Accountants
 New Delhi
 C.P. No. 8816
 M. No. FCS 8007
 Day Secretaries

Item No. 2-Ordinary Resolution:

To appoint a Director in place of Mr. Gurnam Arora (holding DIN 00010731), who retires by rotation and being eligible offers himself for re-appointment.


Mode of voting	Total Members voting validly through Poll/ Evoting	No of Shares Held	No of votes Cast	Votes in favour of the Resolution		Votes against the Resolution		Passed with requisite majority (Yes/No)
				Valid Votes in favour of Resolution	% of total valid votes	Valid Votes against the Resolution	% of total valid votes	
E-voting	46	5307	5307	5007	0.03	300	0.00%	YES
Poll	66	17523434	17523434	17523434	99.97	0	0.00%	
Total	112	1,75,28,741	1,75,28,741	1,75,28,441	100.00	300	0.00%	

VINOD K. BISHNOI & ASSOCIATES
 New Delhi
 C.P. No 8816
 M. No. FCS 8007
 Company Secretaries

Item No. 3- Ordinary Resolution

To Ratify the Remuneration of the Cost Auditor for the Financial Year ending March 31, 2020

Mode of voting	Total Members voting validly through Poll/ Evoting	No of Shares Held	No of votes Cast	Votes in favour of the Resolution		Votes against the Resolution		Passed with requisite majority (Yes/No)
				Valid Votes in favour of Resolution	% of total valid votes	Valid Votes against the Resolution	% of total valid votes	
E-voting	46	5307	5307	5007	0.03	300	0.00%	YES
Poll	66	17523434	17523434	17523434	99.97	0	0.00%	
Total	112	1,75,28,741	1,75,28,741	1,75,28,441	100.00	300	0.00%	


 New Delhi
 C.P. No 8816
 M. No. FCS 8007
 Company Secretaries

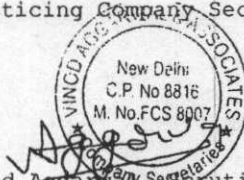
12 nos. ballot forms were declared invalid.

All the resolutions stand Passed, as per combined voting through E-voting process and the Poll, with the requisite majority.

The poll papers and all other relevant records have been sealed and will be handed over to Mr. Deepak Kaushal, Company Secretary & Manager (Legal) authorized by the Board for safe keeping.

Thanking You

**For Vinod Aggarwal & Associates,
Practicing Company Secretaries**



Vinod Aggarwal, Practicing Company Secretary
FCS - 8007, CP No - 8816

Date: 01.10.2019
Place: New Delhi