

Kohinoor Foods Ltd.

April 30, 2022

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: Declaration of result of Postal Ballot (E-voting) in term of Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and submission of Scrutinizer's Report

In continuation of our intimation dated March 24 2022 & March 30 2022, the Company has issued a Postal Ballot Notice pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, for seeking approval of the members of the Company through Postal Ballot process (E-voting) by way of Special Resolution for Sale of an Undertaking/Slump Sale, as set out in the Notice of Postal Ballot dated March 24 2022.

Mr. Manish Kumar, Company Secretary in Practice of M/s. Mank & Associates, Company Secretaries, Noida, Uttar Pradesh was appointed as Scrutinizer for conducting the Postal Ballot process through E-voting in a fair and transparent manner and has since submitted his report dated April 30 2022.

As per the Scrutinizer's Report, the shareholders of the Company have dully approved the resolution(s) as mentioned in the Postal Ballot Notice dated March 24 2022 with requisite majority.

The above said resolution is deemed to have been passed on the last date of e-voting I.e., on Thursday April 29 2022.

In this regard, we are submitting the following:

- A. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- B. Report of the Scrutinizer dated April 30 2022

This is for your information and record.

Thanking You,

Yours faithfully,
For Kohinoor Foods Ltd.

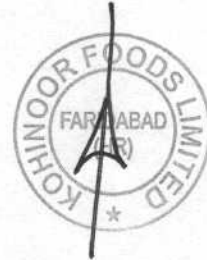

Deepak Kaushal
Company Secretary & Manager (legal)
FCS: 8722

POSTAL BALLOT THROUGH E-VOTING OF KOHINOOR FOODS LIMITED
VOTING RESULTS

Name of the Company	Kohinoor Foods Limited	
Type of Meeting	Postal Ballot through e-voting	
Last date of e-voting	April 29 2022	
Date of declaration of voting results	April 30 2022	
Total Number of Shareholders as on the record date i.e., November 20, 2020	27022	
Number of Shareholders present in the Meeting either in person or through proxy:	Promoters and Promoter Group	Public
	Not Applicable	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	Promoters and Promoter Group	Public
	Not Applicable	Not Applicable

Details of the Agenda & Results of the Meeting

Resolution Required (Ordinary/Special)	Special
Mode of Voting	Postal Ballot through e-voting



Agenda Wise disclosure:

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL TO SELL OF FACTORY OF THE COMPANY ON SLUMP SALE BASIS				
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	20225240	20096650	99.3642	20096650	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		20096650	99.3642	20096650	0	100.0000	0.0000
Public-Institutions	E-Voting	128501	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	16717789	75538	0.4518	58050	17488	76.8487	23.1513
	Poll							
	Postal Ballot (if applicable)							
	Total		75538	0.4518	58050	17488	76.8487	23.1513
Total		37071530	20172188	54.4142	20154700	17488	99.9133	0.0867
Whether resolution is Pass or Not.							Yes	



Resolution (2)

Resolution required: (Ordinary / Special)		Special							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		APPROVAL TO SELL OF REGISTERED OFFICE OF THE COMPANY ON SLUMP SALE BASIS							
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		20096650	99.3642	20096650	0	100.0000	0.0000	
	Poll	20225240							
	Postal Ballot (if applicable)								
	Total		20225240	20096650	99.3642	20096650	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0	
	Poll	128501							
	Postal Ballot (if applicable)								
	Total		128501	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		73820	0.4416	50578	23242	68.5153	31.4847	
	Poll	16717789							
	Postal Ballot (if applicable)								
	Total		16717789	73820	0.4416	50578	23242	68.5153	31.4847
Total	Total		37071530	20170470	54.4096	20147228	23242	99.8848	0.1152
Whether resolution is Pass or Not.							Yes		



Resolution (3)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		APPROVAL TO SELL THE PLANT AND MACHINERY OF FACTORY SITUATED AT 50-51, MILESTONE, G.T. KARNAL ROAD, MURTHAL, SONEPATH, HARYANA-131027						
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	20225240	20096650	99.3642	20096 650	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	20225240	20096650	99.3642	20096 650	0	100.0000	0.0000
Public-Institutions	E-Voting	128501	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	128501	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	16717789	73875	0.4419	47636	26239	64.4819	35.5181
	Poll							
	Postal Ballot (if applicable)							
	Total	16717789	73875	0.4419	47636	26239	64.4819	35.5181
Total	Total	37071530	20170525	54.4097	20144 286	26239	99.8699	0.1301
Whether resolution is Pass or Not.							Yes	





MANK & ASSOCIATES COMPANY SECRETARIES

(UCN: 2017DE554100)

Date: 30-04-2022

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

**SUB.: REPORT OF SCRUTINIZER FOR THE POSTAL BALLOT PROCESS
VIDE NOTICE OF POSTAL BALLOT DATED 24TH MARCH, 2022
PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013
READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND
ADMINISTRATION) RULES, 2014, AS AMENDED FROM TIME TO
TIME, BY M/S. KOHINOOR FOODS LIMITED ("COMPANY")
THROUGH POSTAL BALLOT ONLY BY VOTING THROUGH
ELECTRONIC MEANS ("REMOTE E-VOTING")**

Respected Sir,

I, Manish Kumar, Company Secretary in Practice of M/s. MANK & ASSOCIATES, Company Secretaries, having our Office at S-16, 2nd Floor, Shree Jee Complex, Sharma Market, Harola, Sector-5, Noida, Uttar Pradesh, India, had, vide Resolution Dated 24th March, 2022, been appointed as the Scrutinizer by the Board of Directors of the M/s. KOHINOOR FOODS LIMITED (CIN No. L52110HR1989PLC070351) a Company incorporated under the Companies Act, 1956 having its registered office at Pinnacle Business Towers, 10th Floor, Suraj Kund, Shooting Range Road, Faridabad, Haryana-121001 (hereinafter referred to as "the Company"), pursuant to Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22(5) of the Companies (Management and Administration) Rules, 2014 as amended, to act as "The Scrutinizer" for conducting the Postal Ballot by way of remote e-voting process in accordance with the Act and in a fair and transparent manner

Manish Kumar





MANK & ASSOCIATES COMPANY SECRETARIES

(UCN: 2017DE554100)

In relation to foregoing, we hereby submit our report as under:

1. That the Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made thereunder relating to e-Voting on the resolution contained in the Notice of Postal Ballot Dated 24th March, 2022. My Responsibility, as a Scrutinizer for the Remote e-Voting is restricted to Scrutinize the e-Voting Process and Submit a Report on the Votes Cast in "Favor" and "Against" the resolutions based on the report generated from the e-Voting System offered by National Securities Depository Limited (NSDL).
2. That the Notice of Postal Ballot Dated 24th March, 2022 along with the Explanatory Statement pertaining to the Resolutions setting out all material facts and the reasons for which such Resolutions were proposed, pursuant to Section 102 and other applicable provisions of the Act, as confirmed by the Company, were sent through email to those Shareholders whose email addresses were registered with the Company / Depositories, in compliance with the General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021 and General Circular No. 20/2021 dated 8th December, 2021 issued by the Ministry of Corporate Affairs ("MCA") issued by Ministry of Corporate Affairs, Government of India (Collectively referred to as the "MCA Circulars") and pursuant to applicable provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and as amended from time to time any statutory modification or re-enactment thereof for the time being in force, for seeking their approval in relation to such Resolutions to be passed as a Special Resolution by the Members of M/s Kohinoor Foods Limited ("Company") through Postal Ballot only by voting through electronic means ("Remote e-Voting");
3. The Company has availed the e-Voting facility offered by National Securities Depository Limited for facilitating its members to cast their votes and for conducting e-Voting on the Resolutions set out in the aforesaid Notice through electronic mode Under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014;





MANK & ASSOCIATES COMPANY SECRETARIES

(UCN: 2017DE554100)

4. That the Remote e-Voting was commenced on Thursday, March 31, 2022 From 9:00 A.M. (IST) and ended on Friday, April, 29, 2022 at 5:00 P.M. (IST) for the person(s) as on Friday, March 25, 2022 and the NSDL e-Voting Platform was blocked thereafter;
5. That pursuant to Section 110 of the Companies Act, 2013 read with Rule 22(3) of the Companies (Management and Administration) Rules, 2014 ("Rules") the Company had also published an advertisement in Jansatta (a Vernacular Newspaper) in the Principal Vernacular Language having wide circulation in the district in which the registered office of the Company is situated on 31st March, 2022 and also in Financial Express (an English Newspaper) in English Language having wide circulation in that district on 31st March, 2022;
6. That after the Closure of e-Voting on Friday, April, 29, 2022 at 5:00 P.M. (IST), the Report on Remote e-Voting were unblocked immediately on April, 29, 2022 at 5:00 P.M. (IST) and downloaded from the e-Voting Portal and the votes exercised through e-Voting Facility at the NSDL e-Voting System only were considered and recorded in accordance with the Companies (Management and Administration) Rules, 2014 as amended;
7. That I, now, submit my Consolidated Report on the Result of the Remote e-Voting Process in respect of the said Resolutions as under:

ITEM NO. 1: SPECIAL RESOLUTION FOR APPROVAL TO SELL OF FACTORY OF THE COMPANY ON SLUMP SALE BASIS

(1) Voted IN FAVOUR of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
213	20154700	99.91 %

(2) Voted AGAINST of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
38	17488	0.09%

(3) INVALID VOTES:

No. of Members whose votes were declared INVALID	No. of INVALID Votes cast by them
-	

M. Anish Kumar





MANK & ASSOCIATES COMPANY SECRETARIES

(UCN: 2017DE554100)

ITEM NO. 2: SPECIAL RESOLUTION FOR APPROVAL TO SELL OF REGISTERED OFFICE OF THE COMPANY ON SLUMP SALE BASIS

(1) Voted IN FAVOUR of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
207	20147228	99.88 %

(2) Voted AGAINST of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
38	23242	0.12 %

(3) INVALID VOTES:

No. of Members whose votes were declared INVALID	No. of INVALID Votes cast by them
-	-

ITEM NO. 3: SPECIAL RESOLUTION FOR APPROVAL TO SELL THE PLANT AND MACHINERY OF FACTORY SITUATED AT 50-51, MILESTONE, G.T. KARNAL ROAD, MURTHAL, SONEPATH, HARYANA- 131027

(1) Voted IN FAVOUR of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
206	20144286	99.87 %

(2) Voted AGAINST of the Resolution:

No. of Members Voted	No. of Valid Votes cast by them	% of Total No. of Valid Votes
41	26239	0.13%

(3) INVALID VOTES:

No. of Members whose votes were declared INVALID	No. of INVALID Votes cast by them
-	-





MANK & ASSOCIATES COMPANY SECRETARIES

(UCN: 2017DE554100)

8. All the resolutions proposed in the Notice of Postal Ballot Dated 24th March, 2022 have secured assent (approval) by requisite majority in accordance with provisions of Companies Act, 2013.
9. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes containing aforesaid resolutions and the same shall be handed over thereafter to Mr. Deepak Kaushal, Company Secretary & Manager (Legal) duly authorized by the Board of Directors of the Company for safe keeping.

Thanking You,

Your's faithfully,
For MANK & ASSOCIATES
Company Secretaries
(UCN.S2017DE554100)



Manish Kumar

(CS Manish Kumar)
Company Secretary in Practice
FCS: 10248; C.P. No. 19684

UDIN No.: F010248D000241776

Dated: 30/04/2022

Date: 30/04/2022
Place: Noida