



## HINDUSTAN FOODS LIMITED

A Vanity Case Group Company

A Government Recognised Two Star Export House

**Registered Office:** Office No. 3, Level 2, Centrium, Phoenix Market City,  
15, Lal Bahadur Shastri Road, Kurla (West), Mumbai, Maharashtra, India, 400 070.

**Email:** [business@thevanitycase.com](mailto:business@thevanitycase.com). **Website:** [www.hindustanfoodslimited.com](http://www.hindustanfoodslimited.com)

**Tel. No.:** +91 22 6980 1700/01, **CIN:** L15139MH1984PLC316003

Date: January 23, 2024

To, The General Manager Department of Corporate Services BSE Limited Floor 25, P. J. Towers, Dalal Street, Mumbai- 400 001 Tel: (022) 2272 1233 / 34 Company Scrip Code: 519126	To, The Manager, National Stock Exchange of India Limited, Listing Department, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai 400 070 Company Symbol: HNDFDS
--	--

**Sub: Voting results of the Postal Ballot through remote E-voting process along with Scrutinizer's report**

Dear Sir/ Madam,

In furtherance to our earlier intimation dated November 8, 2023 regarding the Notice of Postal Ballot and commencement of the remote E-voting thereon, for the purpose of the Special business as mentioned below:

1. Re-appointment of Mr Neeraj Chandra (DIN: 00444694) as an Independent Director of the Company for the 2<sup>nd</sup> term of 5 (five) consecutive years - Special Resolution

In this regard, please find enclosed the voting results in the format prescribed under Regulation 44 of SEBI (LODR) Regulation, 2015 along with the Scrutinizer's report dated January 23, 2024, as per Section 108, 110 of the Companies Act, 2013, and the Rules framed thereunder read with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Based on the Scrutinizer's report, it is hereby informed that, the Members of the Company, have approved the Resolution mentioned in the Notice of the Postal Ballot dated November 8, 2023, by way of Special Resolution through Postal Ballot process by remote E-voting with requisite majority on Monday, January 22, 2024, being the last date of E-voting.





The aforesaid documents are also being made available on the website of the Company at [www.hindustanfoodslimited.com](http://www.hindustanfoodslimited.com) and on the website of the E-voting agency i.e., Link Intime India Private Limited at <https://instavote.linkintime.co.in>.

The above is for your information and record.

Thanking you,

Yours faithfully,  
For **HINDUSTAN FOODS LIMITED**

**Bankim Purohit**  
**Company Secretary**  
**ACS: 21865**

Encl: As above





<b>HINDUSTAN FOODS LIMITED</b>	
<b>Details of the voting results of Postal Ballot through E-voting pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</b>	
<b>Date of Postal Ballot Notice</b>	Wednesday, November 8, 2023
<b>Cut-off Date</b>	Friday, December 15, 2023
<b>Date of commencement of E-voting for the Postal Ballot</b>	Sunday, December 24, 2023 at 9:00 Hours IST
<b>Date of end of E-voting for the Postal Ballot</b>	Monday, January 22, 2024 at 17:00 Hours IST
<b>Total number of Shareholders as on record date (Cut-off date) on December 15, 2023</b>	88,181
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group Public	Not Applicable Not Applicable
<b>No. of shareholders attended the meeting through Video Conferencing:</b> Promoters and Promoter Group Public	Not Applicable Not Applicable



AGENDA - WISE DISCLOSURE								
Resolution required: Special			Re-appointment of Mr Neeraj Chandra (DIN: 00444694) as an Independent Director of the Company for the 2nd term of 5 (five) consecutive years					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
<b>Promoter and Promoter Group</b>	E-Voting	73109975	73109975	100.0000	73109975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total A</b>		<b>73109975</b>	<b>100.0000</b>	<b>73109975</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public-Institutions</b>	E-Voting	14256276	14073077	98.7150	14059010	14067	99.9000	0.1000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total B</b>		<b>14073077</b>	<b>98.7150</b>	<b>14059010</b>	<b>14067</b>	<b>99.90000</b>	<b>0.1000</b>
<b>Public - Non Institutions</b>	E-Voting	25376439	10543853	41.5498	10543792	61	99.9994	0.0006
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total C</b>		<b>10543853</b>	<b>41.5498</b>	<b>10543792</b>	<b>61</b>	<b>99.9994</b>	<b>0.0006</b>
<b>Total (A+B+C)</b>		<b>112742690</b>	<b>97726905</b>	<b>86.6814</b>	<b>97712777</b>	<b>14128</b>	<b>99.9855</b>	<b>0.0145</b>

Yours faithfully,  
For **HINDUSTAN FOODS LIMITED**

**Bankim Purohit**  
**Company Secretary**  
**ACS: 21865**

Encl: As above



## **SCRUTINIZER'S REPORT ON POSTAL BALLOT**

To  
The Board of Directors,  
Hindustan Foods Limited

**Sub: Scrutinizer's Report on Postal Ballot Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.**

Dear Sir,

I, Prashant Sharma (ACS 21775) of M/s Prashant Sharma & Associates, Practicing Company Secretaries, have been appointed by the Board of Directors of **Hindustan Foods Limited** pursuant to the Resolution passed in the Board Meeting held on November 8, 2023 as a Scrutinizer for votes casted through electronic means for Postal Ballot process and the votes cast in respect of the Resolution set out in the Postal Ballot Notice dated November 8, 2023 ('**Notice**').

I do hereby submit my report as under:

1. Members approval were sought for the following Resolution:
  - a) ITEM NO. 1: RE-APPOINTMENT OF MR NEERAJ CHANDRA (DIN: 00444694) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE 2<sup>ND</sup> TERM OF 5 (FIVE) CONSECUTIVE YEARS.
2. Pursuant to the provisions of Section 110 of the Companies Act, 2013 ("Act") read with Rule 22 of Companies (Management and Administration) Rules, 2014 as amended (the "Rules") including any statutory modification or re-enactment thereof for the time being in force, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard- 2 on General Meetings ("SS-2"), MCA General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as ("MCA Circulars"), and pursuant to other applicable laws and regulations.
3. The Postal Ballot Notice dated November 8, 2023 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members/List of Beneficial Owners as

received from Depositories and whose e-mail addresses were registered with the Company/Depositories.

4. The Company had availed the E-voting facility offered by The **Link Intime India Private Limited** (hereinafter referred to as “**LI IPL**”) for conducting remote e-voting by the Shareholders of the Company.
5. The Shareholders of the Company holding shares as on the ‘cut-off’ date of Friday, December 15, 2023 were entitled to vote on the Resolution as contained in the Notice.
6. The voting period for remote e-voting commenced on Sunday, December 24, 2023 at 9:00 Hours (IST) and ended on Monday, January 22, 2024 at 17:00 Hours. (IST). The e-voting module was disabled by **LI IPL** thereafter.
7. The votes cast under remote e-voting facility were thereafter unblocked.
8. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of **LI IPL** and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
9. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the Notice of Postal Ballot.
10. My responsibility as Scrutinizer for the voting on Postal Ballot through remote e-voting is restricted to making a Scrutinizer’s Report of the votes cast in favour or against the said Resolution.
11. I would like to mention that the voting rights of Members were in proportion to their Share of the Paid-Up Equity Share Capital of the Company as on the cut-off date and as per the Register of Members of the Company.
12. I now submit my Scrutinizer Report on the results of the voting by Postal Ballot only through the remote e-voting process.
13. All the 136 remote e-voting responses are valid.

Resolution 1 : (Special)	1 - Re-appointment of Mr Neeraj Chandra (DIN: 00444694) as an Independent Director of the Company for the 2nd term of 5 (five) consecutive years.
Whether promoter/ promoter group are interested in the agenda/resolution?	No

	Total Votes	IN FAVOUR OF THE RESOLUTION			AGAINST THE RESOLUTION		
		No of Responses Received	No of Votes Cast	% of Votes Cast	No of Responses Received	No of Votes Cast	% of Votes Cast
Remote E Voting	97726905	133	97712777	99.98	3	14128	0.02

14. Accordingly, the proposed Resolution mentioned above has been approved by requisite majority of the Shareholders of the Company.

Thanking you,  
Yours faithfully,

Prashant  
Kishore  
Sharma

Digitally signed by  
Prashant Kishore  
Sharma  
Date: 2024.01.23  
15:12:48 +05'30'

**Prashant Sharma**  
**Prashant Sharma & Associates**  
Practising Company Secretaries  
ACS: 21775 CP No.: 7902

Place: Mumbai  
Dated: January 23, 2024

UDIN No. A021775E003282670

Countersigned by **Hindustan Foods Limited**

Sameer  
Ramanlal  
Kothari

Digitally signed by Sameer Ramanlal Kothari  
DN: cn=Sameer Ramanlal Kothari, o=Hindustan Foods Limited, ou=Hindustan Foods Limited, email=sameer.kothari@hindustanfoods.com, c=IN