

NHC FOODS LTD

(Government Recognised Three Star Export House)

An ISO 22000:2005 Certified Company

CIN : L15122GJ1992PLC076277 • GSTIN :- 27AAACM3032B1Z6



May 30, 2024

To,
The Listing/Compliance Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001
SCRIP CODE: 517554

Dear Sir,

Sub: Voting Results of Postal Ballot through Remote E-Voting and Scrutinizer's Report
Ref: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is in continuation to our earlier intimation dated April 29, 2024, informing about Notice of Postal Ballot dated April 24, 2024 seeking consent of members of the Company in respect of the following resolutions set out in the Notice through remote e-voting system.

Sr. No.	Particulars	Type of Resolution
1	To re-appoint Mr. Apar Shah (DIN: 07125733) as a Whole-Time Director	Special
2	To re-appoint Mr. Manish Vyas (DIN: 08502223) as a Non-Executive Independent Director	Special
3	To re-appoint Ms. Neha Dhanuka (DIN: 08502169) as a Non-Executive Independent Director	Special

Based on the Scrutinizer's Report dated May 30, 2024, the resolutions set out in the Notice of Postal Ballot, have been passed with requisite majority by the members of the Company. The Resolutions are deemed to have been passed on the last date of e-voting i.e., May 29, 2024.

In this regard, please find enclosed herewith, the following disclosures:

1. Voting Results of Postal Ballot through Remote E-Voting pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

You are requested to take the same on records.

Yours Faithfully,

For NHC FOODS LIMITED

APOORVA SHAH
MANAGING DIRECTOR
DIN: 00573184

Warehouse : D-22/8, TTC Industrial Area,
MIDC, Turbhe, Navi - Mumbai - 400705.

Factory & Registerd Office : Suevey No.777,
Umarsadi Desaiwad Road, Village Umarsadi,
Taluka Pardi, Dist. Valsad,Gujarat - 396175.

Corporate Office : 419 & 420, 4th Floor, C - Wing,
Atrium 215, Andheri - Kurla Road, Chakala, Andheri (E),
Mumbai - 400059.

Tel: + 91 22 - 698 75000 / Email: contact@nhcgroup.com / URL : <http://www.nhcgroup.com>

NHC FOODS LTD

(Government Recognised Three Star Export House)

An ISO 22000:2005 Certified Company

CIN : L15122GJ1992PLC076277 • GSTIN :- 27AAACM3032B1Z6



Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM/EGM	Not Applicable (Resolution passed through Postal Ballot)
Total number of shareholders on record date	10,730 Shareholders as on April 26, 2024
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	Not Applicable (Resolution passed through Postal Ballot)
Public	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not Applicable (Resolution passed through Postal Ballot)
Public	

Warehouse : D-22/8, TTC Industrial Area, MIDC, Turbhe, Navi - Mumbai - 400705.

Factory & Registerd Office : Suevey No.777, Umarsadi Desaiwad Road, Village Umarsadi, Taluka Pardi, Dist. Valsad, Gujarat - 396175.

Corporate Office : 419 & 420, 4th Floor, C - Wing, Atrium 215, Andheri - Kurla Road, Chakala, Andheri (E), Mumbai - 400059.

Tel: + 91 22 - 698 75000 / Email: contact@nhcgroup.com / URL : <http://www.nhcgroup.com>

NHC FOODS LTD

(Government Recognised Three Star Export House)

An ISO 22000:2005 Certified Company

CIN : L15122GJ1992PLC076277 • GSTIN :- 27AAACM3032B1Z6



Resolution Details(1)								
Resolution Required					To re-appoint Mr. Apar Shah (DIN: 07125733) as a Whole-Time Director.			
Whether promoter/ promoter group are interested in the					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes in Again	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		4811005	99.42856021	4811005	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	4838655	0	0	0	0	0	0
	Total	4838655	4811005	99.42856021	4811005	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting		80583	1.148452398	79583	1000	98.75904	1.240957
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	7016345	0	0	0	0	0	0
	Total	7016345	80583	1.148452398	79583	1000	98.75904	1.240957
Total		11855000	4891588	41.26071724	4890588	1000	99.97956	0.020443

Warehouse : D-22/8, TTC Industrial Area, MIDC, Turbhe, Navi - Mumbai - 400705.

Factory & Registerd Office : Suevey No.777, Umarsadi Desaiwad Road, Village Umarsadi, Taluka Pardi, Dist. Valsad,Gujarat - 396175.

Corporate Office : 419 & 420, 4th Floor, C - Wing, Atrium 215, Andheri - Kurla Road, Chakala, Andheri (E), Mumbai - 400059.

Tel: + 91 22 - 698 75000 / Email: contact@nhcgroup.com / URL : http://www.nhcgroup.com

NHC FOODS LTD

(Government Recognised Three Star Export House)

An ISO 22000:2005 Certified Company

CIN : L15122GJ1992PLC076277 • GSTIN :- 27AAACM3032B1Z6



Resolution Details(2)								
Resolution Required					To re-appoint Mr. Manish Vyas (DIN: 08502223) as a Non-Executive			
Whether promoter/ promoter group are interested in the					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*10	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		4838655	100	4838655	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	4838655	0	0	0	0	0	0
	Total	4838655	4838655	100	4838655	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting		80583	1.1484524	79583	1000	98.759043	1.24095653
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	7016345	0	0	0	0	0	0
	Total	7016345	80583	1.1484524	79583	1000	98.759043	1.24095653
Total		11855000	4919238	41.493946	4918238	1000	99.979672	0.02032835

Warehouse : D-22/8, TTC Industrial Area, MIDC, Turbhe, Navi - Mumbai - 400705.

Factory & Registerd Office : Suevey No.777, Umarsadi Desaiwad Road, Village Umarsadi, Taluka Pardi, Dist. Valsad, Gujarat - 396175.

Corporate Office : 419 & 420, 4th Floor, C - Wing, Atrium 215, Andheri - Kurla Road, Chakala, Andheri (E), Mumbai - 400059.

Tel: + 91 22 - 698 75000 / Email: contact@nhcgroup.com / URL : http://www.nhcgroup.com

NHC FOODS LTD

(Government Recognised Three Star Export House)

An ISO 22000:2005 Certified Company

CIN : L15122GJ1992PLC076277 • GSTIN :- 27AAACM3032B1Z6



Resolution Details(3)								
Resolution Required					To re-appoint Ms. Neha Dhanuka (DIN: 08502169) as a Non-Executive Independent			
Whether promoter/ promoter group are interested in the					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)	(3)=	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		4838655	100	4838655	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	4838655	0	0	0	0	0	0
	Total	4838655	4838655	100	4838655	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-voting		80583	1.148452398	79583	1000	98.75904347	1.24095653
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	7016345	0	0	0	0	0	0
	Total	7016345	80583	1.148452398	79583	1000	98.75904347	1.24095653
Total		11855000	4919238	41.49394596	4918238	1000	99.97967165	0.02032835

Warehouse : D-22/8, TTC Industrial Area, MIDC, Turbhe, Navi - Mumbai - 400705.

Factory & Registerd Office : Suevey No.777, Umarsadi Desaiwad Road, Village Umarsadi, Taluka Pardi, Dist. Valsad, Gujarat - 396175.

Corporate Office : 419 & 420, 4th Floor, C - Wing, Atrium 215, Andheri - Kurla Road, Chakala, Andheri (E), Mumbai - 400059.

Tel: + 91 22 - 698 75000 / Email: contact@nhcgroup.com / URL : http://www.nhcgroup.com

NHC FOODS LIMITED

(CIN NUMBER: L15122GJ1992PLC076277)

Registered Office: Survey No. 777, Umarsadi Desaiwad Road, at
Village Umarsadi, Taluka Pardi Killa Pardi Valsad GJ-396175

SCRUTINISER'S REPORT FOR VOTING ON POSTAL BALLOT THROUGH REMOTE E-VOTING



C.S. C.A. Dinesh Kumar Deora

Company Secretaries

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD
(EAST), MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: dmassociates@gmail.com Website: www.dmncs.co.in

To,

The Chairperson

NHC FOODS LIMITED

Survey No. 777, Umarsadi Desaiwad Road, at

Village Umarsadi, Taluka Pardi Killa Pardi Valsad GJ-396175

Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted in terms of Sections 108 and 110 of the Companies Act, 2013 (" Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Dinesh Kumar Deora**, Practising Company Secretary, having my Office at 205, 2nd Floor, Nadiadwala Market, Poddar Road, Malad(East), Mumbai-400097, appointed by the Board of Directors of **NHC Foods Limited** as the scrutinizer for the resolutions to be passed through Postal Ballot, Notice dated April 24,2024. At the outset, I would like to thank you for entrusting me with the task of scrutinizer pursuant to the provisions of section 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force).

(1) I submit my report as under:

- 1.1 The postal ballot is conducted in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 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 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 (collectively the 'MCA Circulars'), to transact the special business as set out hereunder by passing Special Resolutions by the Members of NHC Foods Limited (the "Company") through Postal Ballot via remote e-voting.
- 1.2 The Company **completed the dispatching / e-mailing** of the Postal Ballot Notice on **April 29, 2024** to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on **Friday, April 26, 2024** maintained by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and who have registered their email address with the Company/Depositories.
- 1.3 In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations as amended from time to time, read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on remote e-voting, the company had engaged the services of NSDL for facilitating the remote e-voting to enable the Members to cast their votes electronically on the designated website www.evoting.nsdl.com of **NSDL**.
- 1.4 **Total No. of votes based on Paid Up Capital** of the Company as on **April 26, 2024** were **1,18,55,000**.



C.S. C.A. Dinesh Kumar Deora
Company Secretaries

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD
(EAST), MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: dmassociates@gmail.com Website: www.dmnacs.co.in

- 1.5 **Public Announcement** with respect to completion of dispatch of Postal ballot Notice in two (2) newspapers **were made on April 30, 2024 in The Financial Express in English and The Financial Express in Gujarati.**
- 1.6 The remote e-voting **commenced on Tuesday, April 30, 2024 at 9.00 a.m. (IST) and ended on Wednesday, May 29, 2024 at 5.00 p.m. (IST).**
- 1.7 **Particulars of remote e-voting** of the Postal Ballot through e-voting process from the members **have been maintained electronically** to record the assent or dissent received.
- 1.8 The **e-voting was blocked at 9.27 am (IST) on Thursday, May 30, 2024** and the e-voting summary statement was thereafter downloaded from the NSDLs e-voting website on May 30, 2024 at 9.27 am in presence of two witnesses not in employment of the Company.
- 1.9 The Management of the Company is responsible to ensure compliance with the requirements of the Act, the Rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.
- 1.10 My responsibility as scrutinizer for the voting through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions.

(2) A summary of the Postal Ballot votes cast through electronically is given below:

1. To re-appoint Mr. Apar Shah (DIN: 07125733) as a Whole-Time Director:

SPECIAL RESOLUTION:

(i) Voted in favour the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	48,90,588	99.98%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	1000	0.02%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes held by them
0	0

Total votes cast: **48,91,588 (99.98%)**
% of total votes cast in favor of the Resolution: **99.98%**
% of total votes cast against the Resolution: **0.02%**

Resolution passed with requisite majority.



C.S. C.A. Dinesh Kumar Deora
Company Secretaries

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD
(EAST), MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: dmassociates@gmail.com Website: www.dmnecs.co.in

2. To re-appoint Mr. Manish Vyas [DIN: 08502223] as a Non-Executive Independent Director:

SPECIAL RESOLUTION:

(i) Voted in favour the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
52	49,18,238	99.98%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	1000	0.02%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes held by them
0	0

Total votes cast: **49,19,238 (100%)**

% of total votes cast in favor of the Resolution: **99.98 %**

% of total votes cast against the Resolution: **0.02 %**

Resolution passed with requisite majority.

3. To re-appoint Ms. Neha Dhanuka [DIN: 08502169] as a Non-Executive Independent Director:

SPECIAL RESOLUTION:

(i) Voted in favour the resolution:

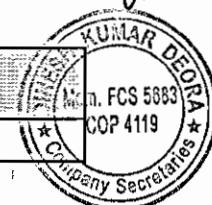
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
52	49,18,238	99.98%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	1000	0.02%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes held by them
0	0



C.S. C.A. Dinesh Kumar Deora

Company Secretaries

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD
(EAST), MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: dmassociates@gmail.com Website: www.dmnscs.co.in


Total votes cast: **49,19,238 (100%)**

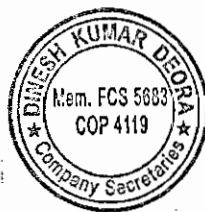
% of total votes cast in favor of the Resolution: **99.98 %**

% of total votes cast against the Resolution: **0.02 %**

Resolution passed with requisite majority.

- (3) In view of the above results, I hereby certify that the Special Resolutions proposed at item no. 1 to 3 of the Postal Ballot Notice dated April 24, 2024 have been passed with requisite majority.
- (4) You may accordingly declare the results of the voting by postal ballot.


Dinesh Kumar Deora
Practising Company Secretary
FCS No. 5683 CP No. 4119
[UDIN: F005683F000492389]



Place: Mumbai
Date: May 30, 2024