

RKD AGRI & RETAIL LIMITED

(Formerly known as Himalchuli Food
Products Limited)

Reg. Off: 52 RAYFREDA BUILDING, JUNCTION OF MAHAKALI
CAVES HOLY FAMILY CHURCH CHAKALA MIDC MUMBAI 400093
Phone: 022-268751 80
Email: himalchulifoodproducts@gmail.com
Website: www.hfpltd.in
CIN: L15400MH1986PLC316001

Date: 28/09/2023

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Sub: Scrutinizer's Report for 37th Annual General Meeting held on 26th September, 2023.

Ref.: Scrip Code : 511169
Scrip ID : RKDAGRRL

Dear Sir/Madam,

With regards to the captioned subject please find enclosed herewith the Scrutinizer's Report for the 37th Annual General Meeting held on 26th September, 2023.

This is for your information and records.

Thanking you,

Yours faithfully,

**FOR RKD AGRI & RETAIL LIMITED
(FORMERLY KNOWN AS HIMALCHULI FOOD PRODUCTS LIMITED)**

NILESH
MALSHI SAVLA

Digitally signed by NILESH MALSHI SAVLA
DN: cn=NILESH MALSHI SAVLA, o=HFPLTD, ou=HIMALCHULI FOOD PRODUCTS LIMITED, email=himalchulifoodproducts@gmail.com, c=IN
Date: 2023.09.28 14:12:56 +05'30'

**NILESH SAVLA
DIRECTOR**

Encl.: As above



PAYAL TACHAK & ASSOCIATES
PRACTISING COMPANY SECRETARIES

E-mail Id: payaltachakandassociates@gmail.com
Mob: 8169069288

Scrutinizer's Report
[E-Voting & Poll]

UDIN: A038016E001109108

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

28-09-2023

TO,
BOARD OF DIRECTORS,
RKD AGRI AND RETAIL LIMITED
B-102, SARASWATI APT. RADHAKRISHNA,
MARG MOGRA VILLAGE,
ANDHERI (EAST), MUMBAI - 400069

Sub: Combined Scrutinizer's Report on e-voting and poll conducted pursuant to provisions of Section 108, Section 109 of the Companies Act, 2013 read with Rule 20, 21 of the Companies (Management and Administration) Rules, 2014 and read with Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir,

I, Payal Tachak, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of RKD AGRI & RETAIL LIMITED ("the Company") for 37TH Annual General Meeting held on 26/09/2023 at B-102, 52 RAYFREDA BUILDING, JUNCTION OF MAHAKALI CAVES HOLY FAMILY CHURCH CHAKALA MIDC MUMBAI 400093 at 11.30 A.M. and concluded at 12.30 P.M. for following purpose:

- i. Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and;
- ii. To conduct the poll in a fair and transparent manner under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions mentioned in the notice of the Annual General Meeting (AGM) of the members of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions mentioned in the Notice of the AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions mentioned in the notice based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and the poll conducted at AGM.

CDSL was engaged by the Company as **authorised agency** to provide e-voting facility to the members of the Company.



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Moreover, I hereby submit my report on the result of e-voting as under:

- I. The e-voting period commenced on the 23 September, 2023 at 09:00 a.m. and ended on 25 September, 2023 at 05:00 p.m. The e-votes casted by shareholders of the Company up till 05:00 p.m. on 25 September, 2023 were considered in the report;
- II. The Company has fixed cut-off date / record date as 19 September, 2023 for the purpose of e-voting. The shareholders possessed shares of the Company as on the cut-off date / record date were entitled to e-vote(s) for the proposed resolution(s) mentioned in the Notice calling AGM of the Company;
- III. The votes were unblocked on 26th day of September, 2023 around 15.51 IST in the presence of two witnesses, namely, Mr. Dinesh Bainwal residing at Wadala, and Mr. Prasad Panchal, residing at Parel, Mumbai 400012, who are not in employment of the company. They have signed below in the confirmation of the e-votes being unblocked in their presence.

Witness 1: Dinesh Bainwal

Witness 2: Prasad Panchal

- IV. The Result of voting by members through remote e-voting and the physical ballots at the 37th Annual General Meeting in respect of the below mentioned resolutions may accordingly be declared by the chairman of the Company who has been duly authorized in this by the Chairman and who has countersigned here under in token thereof.

The result of the E-voting and Poll is as under:

VOTES IN FAVOR OF THE RESOLUTION							
Item No of notice and brief text of Resolution	Ballot		E-voting		Combined Valid votes		
	No. of Votes	% on valid votes	No. of Votes	% on valid votes	No. of Votes	% on valid votes	
ORDINARY BUSINESS AND ORDINARY RESOLUTION							
1.	Adoption of Statement of Profit & Loss, Balance Sheet, Report of Director's and Auditor's for the Financial Year 31 st March, 2023	2741725	100.00%	15530815	100.00%	19256540	100.00%
2.	Re-appointment of Mr. Nilesh Savla pursuant to retirement by Rotation eligible for re-appointment.	2741725	100.00%	200	15.38%	2741925	99.96%
SPECIAL BUSINESS AND SPECIAL RESOLUTION							
3.	Approved Related Party Transaction For Entering Into Contract To Take Farm Land On Lease	2741725	100.00%	200	15.38%	2741925	99.96%



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4.	Approved Related Party Transaction For Entering Into Contract For Construction Of Godown	2741725	100.00%	200	15.38%	2741925	99.96%
5.	Approved Related Party Transaction For Entering Into Contract For Purchase Of Brand Names	2741725	100.00%	200	15.38%	2741925	99.96%

VOTES AGAINST THE RESOLUTION

Item No of notice and brief text of Resolution	Ballot		E-voting		Combined Valid votes		
	No. of Votes	% on valid votes	No. of Votes	% on valid votes	No. of Votes	% on valid votes	
ORDINARY BUSINESS AND ORDINARY RESOLUTION							
1.	Adoption of Statement of Profit & Loss, Balance Sheet, Report of Director's and Auditor's for the Financial Year 31 st March, 2023	Nil	N.A.	Nil	N.A.	Nil	N.A.
2.	Re-appointment of Mr. Nilesh Savla pursuant to retirement by Rotation eligible for re-appointment.	Nil	N.A.	1100	84.62%	1100	0.04%

SPECIAL BUSINESS AND SPECIAL RESOLUTION

3.	Approved Related Party Transaction For Entering Into Contract To Take Farm Land On Lease	Nil	N.A.	1100	84.62%	1100	0.04%
4.	Approved Related Party Transaction For Entering Into Contract For Construction Of Godown	Nil	N.A.	1100	84.62%	1100	0.04%
5.	Approved Related Party Transaction For Entering Into Contract For Purchase Of Brand Names	Nil	N.A.	1100	84.62%	1100	0.04%

INVALID VOTES

Item No of notice and brief text of Resolution	Ballot		E-voting		Combined votes		
	No. of Votes	%	No. of Votes	%	No. of Votes	%	
ORDINARY BUSINESS AND ORDINARY RESOLUTION							
1.	Adoption of Statement of Profit & Loss, Balance Sheet, Report of Director's and Auditor's for the Financial Year 31 st March, 2023	Nil	N.A.	Nil	N.A.	Nil	N.A.
2.	Re-appointment of Mr. Nilesh Savla pursuant to retirement by Rotation eligible for re-appointment.	Nil	N.A.	1793205*	100.00%	1793205	100.00%



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SPECIAL BUSINESS AND SPECIAL RESOLUTION

3.	Approved Related Party Transaction For Entering Into Contract To Take Farm Land On Lease	Nil	N.A.	1793205*	100.00%	1793205	100.00%
4.	Approved Related Party Transaction For Entering Into Contract For Construction Of Godown	Nil	N.A.	1793205*	100.00%	1793205	100.00%
5.	Approved Related Party Transaction For Entering Into Contract For Purchase Of Brand Names	Nil	N.A.	1793205*	100.00%	1793205	100.00%

*Votes casted by Mr. Nilesh Savla marked as invalid as being Related Party in the said businesses transacted

**FOR PAYAL TACHAK & ASSOCIATES,
PRACTISING COMPANY SECRETARY**

PAYAL KIRIT
TACHAK

**CS PAYAL TACHAK
PRACTISING COMPANY SECRETARY
M. NO.: A38016
C.P.: 15010
PLACE: PALGHAR
DATE: 28/09/2023**