

MBFSL/CS/2022-23

1st April, 2022

<b>To, Department of Corporate Relations, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001</b>	<b>To, National Stock Exchange of India Ltd, Exchange Plaza, C- 1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai– 400051</b>
<b>Scrip Code : 543253</b>	<b>Scrip Symbol : BECTORFOOD</b>

Dear Sir/Madam,

**SUBJECT: SUBMISSION OF POSTAL BALLOT RESULT ALONG WITH SCRUTINIZER REPORT**

Dear Sir/Ma'am,

This is further to our letter dated February 23, 2022 submitting the Postal Ballot Notice dated February 11, 2022 for seeking approval of the Members of the Company, in respect of special business items as set out in the aforesaid Postal Ballot Notice.

We wish to inform you that M/s JPM & Associates LLP, Company Secretary in Practice, who were appointed as Scrutinizer by the Board of Directors of the Company at its meeting held on February 11, 2022 for the aforesaid Postal Ballot process, have submitted their Report on March 31, 2022.

As per the aforesaid Scrutinizer Report, the Members of the Company have duly approved the Resolutions as set out in the Notice of Postal Ballot dated February 11, 2022 with requisite majority. The aforesaid Resolutions are deemed to have been passed on the last date of e-voting i.e. on Thursday, March 31, 2022.

Pursuant to Regulation 44(3) of the SEBI Listing Regulations, the details of voting results in the prescribed format is enclosed herewith for your information and records.

Also, a duly certified copy of the Report of the Scrutinizer in this regard is also enclosed herewith. Please take the above information on record.

Thanking You,

Yours faithfully,

For Mrs. Bectors Food Specialities Limited



**Atul Sud**  
Company Secretary and Compliance Officer  
M.No. F10412

**Mrs. Bectors Food Specialities Ltd.**

Corporate Office : 1st Floor, Emaar Digital Greens Tower-A, Golf Course Extension Road, Sector 61, Gurugram, Haryana-122102 (India) P: (+91-124) 4096 300

Regd. Office : Theing Road, Phillaur- 144410, Punjab, India P: (+91-1826) 225418, 222826, 2223138 F: (+91-1826) 222915  
CIN: L74899PB1995PLC033417, E: compliance@cremica.in, biscuits@cremica.in

**Results of Postal Ballot**

**( As per Regulation 44(3) of Listing Regulations)**

<b>Name of the Company</b>	Mrs. Bectors Food Specialities Limited
<b>Date of Postal Ballot Notice</b>	11.02.2022
<b>Voting Start Date</b>	02.03.2022
<b>Voting End Date</b>	31.03.2022
<b>Total number of Members as on record date</b>	116818
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable
<b>No. of Members attended the meeting through Video Conferencing</b>	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable



**Mrs. Bectors Food Specialities Ltd.**

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Agenda wise disclosureResolution No. 1

<b>Mrs.Bectors Food Specialities Ltd</b>								
<b>Resolution Required : (Special)</b>		<b>1 - RE-APPOINTMENT OF MR. SUBHASH AGARWAL (DIN:02782473) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE 2ND TERM OF 1 YEAR W.E.F 10.02.2022 TO 09.02.2023</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	E-Voting	30038754	30038654	99.9997	30038654	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>30038654</b>	<b>99.9997</b>	<b>30038654</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3942028	3811822	96.6970	3811822	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3811822</b>	<b>96.6970</b>	<b>3811822</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	24834543	4780490	19.2494	4779620	870	99.9818	0.0182
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4780490</b>	<b>19.2494</b>	<b>4779620</b>	<b>870</b>	<b>99.9818</b>	<b>0.0182</b>
<b>Total</b>		<b>58815325</b>	<b>38630966</b>	<b>65.6818</b>	<b>38630096</b>	<b>870</b>	<b>99.9977</b>	<b>0.0023</b>

**THE RESOLUTION WAS PASSED BY REQUISITE MAJORITY**

**Mrs. Bectors Food Specialities Ltd.**

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Resolution No. 2

<b>Mrs.Bectors Food Specialities Ltd</b>								
<b>Resolution Required : (Special)</b>		<b>2 - APPOINTMENT OF MR. ALOK KUMAR MISRA (DIN: 00163959) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 1 YEAR W.E.F 11.02.2022 TO 10.02.2023</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]={[2]/[1]}*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]={[4]/[2]}*100</b>	<b>[7]={[5]/[2]}*100</b>
Promoter and Promoter Group	E-Voting	30038754	30038654	99.9997	30038654	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>30038654</b>	<b>99.9997</b>	<b>30038654</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3942028	3811822	96.6970	3811822	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3811822</b>	<b>96.6970</b>	<b>3811822</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	24834543	4779514	19.2454	4778731	783	99.9836	0.0164
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4779514</b>	<b>19.2454</b>	<b>4778731</b>	<b>783</b>	<b>99.9836</b>	<b>0.0164</b>
<b>Total</b>		<b>58815325</b>	<b>38629990</b>	<b>65.6801</b>	<b>38629207</b>	<b>783</b>	<b>99.9980</b>	<b>0.0020</b>

**THE RESOLUTION WAS PASSED BY REQUISITE MAJORITY****Mrs. Bectors Food Specialities Ltd.**

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## **REPORT OF SCRUTINIZER**

To  
**The Chairman**  
Mrs. Bectors Food Specialities Limited  
Theing Road, Phillaur,  
Jalandhar-144 410

### **Sub: Report of Scrutinizer**

Dear Sir/ Madam,

We, JPM & Associates LLP, Company Secretary in Practice having registered office at 48 C, Rishi Nagar, Ludhiana have been appointed as the Scrutinizer to conduct the Postal Ballot process through electronic voting process ('remote evoting') in respect of the following Special Resolutions:

1. Re-Appointment of **Mr. Subhash Agarwal (DIN: 02782473)** as an Independent Director of the Company.
2. Appointment of **Mr. Alok Kumar Misra (DIN: 00163959)** as a Non-Executive Independent Director of the Company.

pursuant to the Postal Ballot Notice dated February 11, 2022, issued under Section 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of Companies (Management & Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time).

The Postal Ballot Notice dated February 11, 2022 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.

### **Report on Scrutiny:**

- The Board of Mrs. Bectors Food Specialities Limited has appointed **Link Intime India Private Limited** as the Service Provider, for the purpose of extending the facility of e-voting to the Members of the Company.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **Friday, February 25, 2022**.
- The voting period for remote e-voting commenced on Wednesday, **March 02, 2022 at 9.00 AM (IST) to Thursday, March 31, 2022 at 5.00 PM (IST)**. The votes cast under remote e-voting facility were thereafter unblocked.

- We have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of **Link Intime India Private Limited** and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
- 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.
- Our 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.
- We 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 i.e. **Friday, February 25, 2022** and as per the Register of Members of the Company
- The Postal Ballot Notice sent through E-Mails contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
- At the end of the Remote e-voting period on **Thursday, March 31, 2022 at 5.00 PM (IST)**, the voting portal of the Service Provider was blocked forthwith.

**The results of the remote e-voting together with that of e-voting conducted through Postal Ballot as under:**

**Resolution 1:**

**To approve the re-appointment of Mr. Subhash Agarwal (DIN: 02782473) as an Independent Director of the Company**

	Number of Shares	Percentage	Result
Votes in favour of the Resolution	38630096	99.998	Passed by 99.998%
Votes against the Resolution	870	0.002	
<b>Total</b>	<b>38630966</b>	<b>100.00%</b>	

**Resolution 2:**

**To approve the appointment Of Mr. Alok Kumar Misra (DIN: 00163959) As A Non-Executive Independent Director of The Company**

	Number of Shares	Percentage	Result
Votes in favour of the Resolution	38629207	99.998	Passed by 99.998 %
Votes against the Resolution	783	0.002	
<b>Total</b>	<b>38629990</b>	<b>100.00</b>	

**Note:**

1. Votes abstain has not taken in total of E-Voting

All the Resolutions mentioned in the Notice stand passed under Remote e-voting and e-voting conducted through postal ballot with the requisite majority and deemed to be passed.

The soft copy containing a summary of equity shareholders who voted "FOR" or "AGAINST" and those who "ABSTAINED" together with those whose votes were declared invalid (if any) for each resolution is being delivered to the Company Secretary separately.

We hereby confirm that the electronic voting data received from the Service Provider, in respect of the votes cast through e-voting by the Members of the Company and the relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary.

Thanking you,

PANKAJ  
MALHOTRA

Digitally signed by  
PANKAJ MALHOTRA  
Date: 2022.03.31  
19:02:35 +05'30'

CS Pankaj Malhotra  
Partner  
JPM & Associates LLP  
M.No. 11481 | CP No. 18710  
UDIN: F011481C003447166

ATUL  
SUD

Digitally signed  
by ATUL SUD  
Date: 2022.04.01  
13:14:34 +05'30'

Atul Sud  
Company Secretary  
ICSI Membership No. F10412

Date : March 31, 2022  
Place : Ludhiana