

To,

**National Stock Exchange of India Limited  
Manager-Listing  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (East)  
Mumbai – 400 051  
Tel. No. 022-2659 8237/38  
Symbol: COFFEEDAY**

**BSE Limited  
General Manager- DSC  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001  
Tel No. 022-2272 2039  
Scrip Code:539436**

Dear Sir/Madam,

Date: 15<sup>th</sup> September 2023

**Sub: Voting results and Scrutinizer's report on the resolutions as set out in the Notice of the 15<sup>th</sup> Annual General Meeting of Coffee Day Enterprises Limited.**

**Ref: Regulation 44 and 30 of the Securities and Exchange Board of India (Listing and Disclosures Requirements) Regulations, 2015 ('Listing Regulations')**

In furtherance to our letter dated September 15, 2023 and in compliance to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results of 15<sup>th</sup> AGM of Coffee Day Enterprises Limited held on 15<sup>th</sup> September 2023 along with the consolidated scrutinizer's report dated September 15, 2023, issued by the Scrutinizer Mr. G. Akshay, Practicing Company Secretary, (Mem No. F10967) Bangalore.

Further we wish to inform you that all resolutions set out in the notice of 15<sup>th</sup> Annual General Meeting of the Company were duly approved by shareholders with requisite majority.

Kindly take the same on record.

Thank you,

Yours Faithfully,

For **Coffee Day Enterprises Limited**

**Sadananda Poojary**  
Company Secretary & Compliance Officer  
Mem No.: F5223  
Encl: As above

<b>DETAILS OF THE PROCEEDINGS OF THE MEETING</b>		
<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Type of Meeting	Annual General Meeting
2	Day and Date of the Meeting	Friday, 15 <sup>th</sup> September 2023
3	Cut-off Date	8 <sup>th</sup> September 2023
4	Total number of shareholders as on cut-off date	1,79,904
5	No. of shareholders present	69
6	No. of resolutions passed in the meeting	2

**RESULTS OF THE MEETING**

<b>Sr. No.</b>	<b>Agenda</b>	<b>Resolution</b>	<b>Mode of voting</b>	<b>Remarks</b>
1	To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31 <sup>st</sup> March 2023, together with the reports of the Board of Directors and Auditors thereon.	Ordinary	e-voting	Passed with requisite majority
2	To re-appoint a Director in place of Dr. I. R. Ravish (DIN: 09180669) who retires by rotation and being eligible offers himself for re-appointment	Ordinary	e-voting	Passed with requisite majority

Resolution Details(1)								
Resolution Required					To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31st March 2023, together with the reports of the Board of Directors and Auditors thereon.			
Whether promoter/ promoter group are interested in the agenda/resolution?					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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		22247854	100	22247854	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	22247854	0	0	0	0	0	0
	<b>Total</b>	<b>22247854</b>	<b>22247854</b>	<b>100</b>	<b>22247854</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting		259004	11.12856517	0	259004	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	2327380	0	0	0	0	0	0
	<b>Total</b>	<b>2327380</b>	<b>259004</b>	<b>11.12856517</b>	<b>0</b>	<b>259004</b>	<b>0</b>	<b>100</b>
Public Non-Institutions	E-voting		30084118	16.11564413	30046160	37958	99.87382711	0.126172886
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	186676485	0	0	0	0	0	0
	<b>Total</b>	<b>186676485</b>	<b>30084118</b>	<b>16.11564413</b>	<b>30046160</b>	<b>37958</b>	<b>99.87382711</b>	<b>0.126172886</b>
<b>Total</b>		<b>211251719</b>	<b>52590976</b>	<b>24.89493399</b>	<b>52294014</b>	<b>296962</b>	<b>99.43533659</b>	<b>0.564663413</b>

**Resolution Details(2)**

**Resolution Required**

**To re-appoint a Director in place of Dr. I. R. Ravish (DIN: 09180669) who retires by rotation and being eligible offers himself for re-appointment.**

**Whether promoter/ promoter group are interested in the agenda/resolution?**

**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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		22247854	100	22247854	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	22247854	0	0	0	0	0	0
	<b>Total</b>	<b>22247854</b>	<b>22247854</b>	<b>100</b>	<b>22247854</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting		259004	11.12856517	259004	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	2327380	0	0	0	0	0	0
	<b>Total</b>	<b>2327380</b>	<b>259004</b>	<b>11.12856517</b>	<b>259004</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non-Institutions	E-voting		30084023	16.11559324	30045687	38336	99.87257023	0.127429766
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	186676485	0	0	0	0	0	0
	<b>Total</b>	<b>186676485</b>	<b>30084023</b>	<b>16.11559324</b>	<b>30045687</b>	<b>38336</b>	<b>99.87257023</b>	<b>0.127429766</b>
<b>Total</b>		<b>211251719</b>	<b>52590881</b>	<b>24.89488902</b>	<b>52552545</b>	<b>38336</b>	<b>99.92710523</b>	<b>0.072894767</b>

**FORM NO. MGT.13**

**Report of Scrutinizer(s)**

***[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]***

To,  
Mr. Sakalespur Visweswaraiya Ranganath,

The Chairman of 15<sup>th</sup> Annual General Meeting of the Equity Shareholders of **COFFEE DAY ENTERPRISES LIMITED** held on Friday, 15<sup>th</sup> day of September, 2023 at 11:00 A.M. IST through Video conferencing (VC) / Other Audio Visual Means ("OAVM") deemed to be held at the registered office of the Company situated at 23/2, Coffee Day Square, Vittal Mallya Road, Bengaluru – 560001, Karnataka, India.

Dear Sir,

Subject: Scrutinizer's Report on e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rule, 2014.

1. We, G Akshay & Associates, Company Secretaries, having office at #615/22, IV Cross, Raghavendra Colony, Bilekahalli, Behind IIMB, Bannerughatta Road, Bengaluru - 560076, Karnataka, India appointed as Scrutinizer(s) for the purpose of :

1.1. Scrutinizing the e-voting process (remote e-voting) at the Annual General Meeting ("AGM") of Coffee Day Enterprises Limited, held on Friday, 15<sup>th</sup> day of September, 2023 through Video conferencing (VC) / Other Audio Visual Means ("OAVM") under the provisions of Section 108 of the Companies Act 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended (Rules) and the provisions of Regulation 44 of the SEBI (LODR) Regulations 2015 (the "Listing Regulations") and;

1.2. Voting through electronic means at the AGM.

2. The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and circulars issued by MCA and SEBI, from time to time, relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 15<sup>th</sup> Annual General Meeting of the Equity Shareholders of Coffee Day Enterprises Limited dated 15<sup>th</sup> day of September, 2023.

The Company has availed e-voting facility from M/s National Securities Depository Limited ("NSDL"), the authorized agency to provide remote e-voting facilities prior to the AGM and enabling the shareholders, attending the AGM through video conferencing or other audio visual means, to vote electronically during the AGM.

Further, our responsibility as a scrutinizer for the voting process of voting through electronic means (i.e by remote e-voting and e-voting during the AGM) is restricted in making a consolidated scrutinizer's report of the votes cast "in favor" or "against" on the resolutions stated in the Notice, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the Agency authorized under the Rules and engaged by the company to provide e-voting facilities for voting through electronic means prior to AGM and during the AGM.

3. Further to above, we submit my report as under:

3.1. Pursuant to the General Circulars number 14/2020, 17/2020, 20/2020, 02/2021, 02/2022, 10/2022 issued by Ministry of Corporate Affairs (hereinafter referred to as 'MCA Circulars') and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by SEBI, and all other relevant circulars issued from time to time, the Notice of the 15<sup>th</sup> AGM was sent through electronic mode to all those Members whose email addresses were registered with the Company/Depositories along with Annual Report of the Company and for other members, hard copies of the same were sent by courier / registered post/ airmail along with detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under the Rules and MCA Circulars.

3.2. The voting rights were reckoned as on 8<sup>th</sup> September, 2023 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting during the AGM.

3.3. The Chairman at the 15<sup>th</sup> AGM, held on Friday, 15<sup>th</sup> day of September, 2023 had announced that the Members who have not exercised their votes through remote e-voting may, if they wish to, exercise their votes through e-voting system being provided during the AGM.

3.4. The remote e-Voting commenced on Tuesday, 12<sup>th</sup> September, 2023 (09:00 A.M. IST) and ended on Thursday, 14<sup>th</sup> September, 2023 (5:00 P.M. IST) and the remote e-voting platform was disabled by NSDL thereafter and the facility for casting the e-voting was also available during the AGM.

3.5. There was no polling paper circulated at the AGM.

3.6. After the closure of e-voting at the AGM, the report on e-voting was diligently scrutinized and the votes cast under remote e-voting facility were thereafter unblocked. We have scrutinized and reviewed the remote e-voting prior and voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

Based on the data downloaded from the Official website of the NSDL for the remote e-Voting process conducted prior to and during the AGM, we now submit combined report as under:

**The results of remote E-voting and electronic voting at AGM of**

**M/s. COFFEE DAY ENTERPRISES LIMITED**

**Item No.1:** To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31<sup>st</sup> March 2023, together with the reports of the Board of Directors and Auditors thereon. (Passed as an Ordinary Resolution):

Particulars	Number of members voted through			Number of votes cast by them			% of total number of valid votes cast
	Remote e-voting	E-voting at AGM	Total	Remote e-voting	E-voting at AGM	Total	
<b>Assent</b>	298	NIL	298	52294014	NIL	52294014	99.44
<b>Dissent</b>	23	NIL	23	296962	NIL	296962	0.56
<b>Total</b>	321	NIL	321	52590976	NIL	52590976	100

**Result:** As the number of votes passed in favor of resolution was more than the of votes cast against, we report that the ordinary resolution with regard to Item No. 1 as set out in the notice of the Annual General Meeting (AGM) is passed in favor of the resolution.

**Item No.2:** To re-appoint a Director in place of Dr. I. R. Ravish (DIN: 09180669) who retires by rotation and being eligible offers himself for re-appointment. (Passed as an Ordinary Resolution).

Particulars	Number of members voted through			Number of votes cast by them			% of total number of valid votes cast
	Remote e-voting	E-voting at AGM	Total	Remote e-voting	E-voting at AGM	Total	
<b>Assent</b>	304	NIL	304	52552545	NIL	52552545	99.93
<b>Dissent</b>	15	NIL	15	38336	NIL	38336	0.07
<b>Total</b>	319	NIL	319	52590881	NIL	52590881	100

**Result:** As the number of votes passed in favor of resolution was more than the of votes cast against, we report that the ordinary resolution with regard to Item No. 2 as set out in the notice of the Annual General Meeting (AGM) is passed in favor of the resolution.

4. The electronic data and all other relevant records relating to e-voting is under our safe custody and will be handed over to any one of the directors for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours Faithfully

GOVINDRA J AKSHAY  
Digitally signed by  
GOVINDRA J  
AKSHAY  
Date: 2023.09.15  
15:49:16 +05'30'

**G Akshay & Associates**

Practicing Company Secretary

Membership No. F10967

C. P. No. 15584

**UDIN: F010967E001017643**

Place: Bengaluru

Date: 15.09.2023