

# MEGASTAR FOODS LTD.

Registered Office : Plot No. 807 Industrial Area Phase-2, Chandigarh-160 002  
Works : Kurali-Ropar Road, Village Solkhian-140 108, Distt. Roopnagar, Punjab  
Ph. : +91 1881 240401 (6 Lines) E-mail : info@megastarfoods.com



**E: MEGASTAR/STK EX 2223/27**

**Date: 24 June 2023**

<b>The General Manager</b> <b>Department of Corporate Services</b> <b>BSE Limited</b> <b>Floor 25, Phiroze Jeejeebhoy Towers</b> <b>Dalal Street, Mumbai - 400 001</b>	<b>National Stock Exchange of India Limited</b> <b>"Exchange Plaza", C-1, Block-G</b> <b>Bandra-Kurla Complex</b> <b>Bandra (E), Mumbai-400051</b>
<b>Scrip Code: 541352</b>	<b>Symbol: MEGASTAR</b> <b>Series: Eq.</b>

## **Sub: Results of the Postal Ballot**

Dear Sir/Madam,

This is in furtherance to our letter dated 23 May 2023 and pursuant to provision of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that, the resolution proposed in postal ballot Notice dated 16 May 2023 has been passed by the members of the Company with requisite Majority.

We are enclosing herewith the details regarding Scrutinizer Report and e-voting results of the business transacted through postal ballot process in prescribed Format.

Further, the above information is also available on the Company's website at [www.megastarfoods.com](http://www.megastarfoods.com) under the head of Investor.

You are requested to kindly take above information on your records.

Thanking you,

Yours faithfully,

**For MEGASTAR FOODS LIMITED**

**Dhiraj Kheriwal**  
**Company Secretary & Compliance Officer**

**Encl:- A/a**

**AJAY K. ARORA**  
LL.B., FCS, IP

GST : 04ADSPA8498H1Z3

**A. ARORA & CO.**

*Company Secretaries*  
&  
*Insolvency Professional*

S.C.O. 64-65, 1ST FLOOR,  
SECTOR 17-A, MADHYA MARG,  
CHANDIGARH-160 017  
Ph.: (O) 2701906  
MOBILE : 98140-06492  
E-MAIL : ajaykcs@gmail.com

### Report of Scrutinizer

[Pursuant to section 110 of the Companies Act, 2013 and Rule 22 (9) of the Companies (Management and Administration) Rules, 2014 as amended]

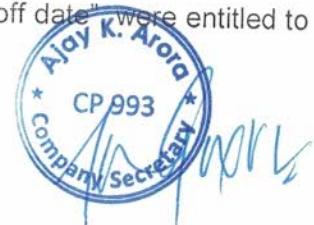
To,

Chairman,  
Megastar Foods Limited  
Plot No. 807,  
Industrial Area, Phase-II,  
Chandigarh.

### Result of Postal Ballot

Dear Sir,

1. I, Ajay K Arora, Practicing Company Secretary, at S.C.O. 64-65, 1<sup>st</sup> Floor, Sector 17 A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **Megastar Foods Limited** (the Company), in their meeting held on 16<sup>th</sup> May, 2023 for the purpose of scrutinizing the e-voting process (remote e-voting) of postal ballot pursuant to section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the resolutions stated in the Notice of the Postal Ballot dated 16<sup>th</sup> May, 2023 proposed to be passed by the equity shareholders of the Company.
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) of postal ballot by the shareholders on the resolution proposed is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means of postal ballot are conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or any other person authorized, on the resolution, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and the report for voting by postal ballot.
3. In accordance with the Notice of the Postal Ballot dated 16<sup>th</sup> May, 2023, dispatch of which to the shareholders by prescribed modes was completed on 22<sup>nd</sup> May, 2023 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published in Financial Express (In English) and Jansatta (In Hindi) on 23<sup>rd</sup> May, 2023, the voting commenced on 25<sup>th</sup> May, 2023 at 9.00 A.M. (IST) and ended on 23<sup>rd</sup> June, 2023 at 5.00 P.M. (IST) for Postal ballot through e-voting. The e-voting facility was provided by CDSL.
4. The Equity Shareholders holding shares as on 19<sup>th</sup> May, 2023, "cut-off date" were entitled to vote on the resolutions stated in the Notice of the Postal Ballot.



5. The e-voting cast by the institutional/ Body Corporate shareholders who have not provided the related scanned copy of the relevant Board Resolution / Authority Letter, wherever applicable to the Scrutinizer for exercising their votes have been considered as invalid

The results of voting are as under:

1. As a Special Resolution: Appointment of Mr. Rajiv Kathuria (DIN: 10060062) as a Non-Executive Independent Director of the Company

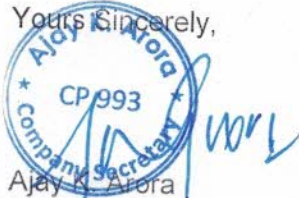
Mode of Voting	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes
Postal Ballot through E-voting	33	7059683	31	7059681	2	2	2	370000
% to total valid votes				99.99%		0.01%		

5. Register of postal ballot and other relevant records of voting process given/ provided/ maintained in electronic mode will remain in my custody until the Chairman considers, approves, and signs the Minutes of postal ballot and the same shall be handed over to the Chairman/person authorized by him for safe keeping.

Based upon the above details of votes cast, the Chairman may declare the result.

Thanking you,

Yours Sincerely,



Ajay K. Arora  
Company Secretary in Practice  
CP No. 993  
FCS No. 2191  
Peer Review Cert No. 2120/2022

Date: 24.06.2023  
Place: Chandigarh

UDIN: F002191E000494903

Note:

1. This report is based on the votes casted in through remote E-Voting.

**Details pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>GENERAL INFORMATION ABOUT THE COMPANY</b>	
Company Name	<b>Megastar Foods Limited</b>
Scrip Code	<b>541352</b>
ISIN	<b>INE00EM01016</b>
Symbol	<b>MEGASTAR</b>
Type of the Meeting	<b>Postal Ballot</b>
Date of Meeting/ last day of receipt of postal ballot forms (in case of postal ballot)	<b>23 June 2023</b>
Start Time of the Meeting	-
End Time of the Meeting	-

<b>SCRUTINIZER DETAILS</b>	
Name	<b>Ajay Arora</b>
Qualification	<b>Company Secretary</b>
Membership Number	<b>2191</b>
Date of Board Meeting in which appointed	<b>16 May 2023</b>
Date of Issuance of Report to the Company	<b>24 June 2023</b>

<b>VOTING RESULTS</b>	
Record Date/ Cut-off date	<b>19 May 2023</b>
Total number of shareholders on Record date / Cut-off date	<b>6972</b>
Number of Shareholders present in the Meeting either in person or through proxy <ul style="list-style-type: none"> <li>▪ Promoters and Promoter Group</li> <li>▪ Public</li> </ul>	<b>NA</b> <b>NA</b>
Number of Shareholders attended the Meeting through Video Conferencing <ul style="list-style-type: none"> <li>▪ Promoters and Promoters Group</li> <li>▪ Public</li> </ul>	<b>NA</b> <b>NA</b>
Number of resolutions passed in the meeting	<b>01</b>

<b>RESOLUTION (1)</b>								
Resolution required: (Ordinary/ Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				NO				
Description of resolution considered				Appointment of Mr. Rajiv Kathuria (DIN: 10060062) as a Non-Executive Independent Director of the Company.				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E- Voting	6841700	6841700	100.00	6841700	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		6841700	6841700	100.00	6841700	0	100
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public - Non Institutions	E- Voting	3162000	217983	6.89	217981	2	99.99	0.01
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		3162000	217983	6.89	217981	2	99.99
		10003700	7059683	70.57	7059681	2	99.99	0.01
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

<b>DETAILS OF INVALID VOTES</b>	
CATEGORY	No. OF VOTES
Promoter and Promoter Group	--
Public Institutions	370000
Public — Non Institutions	--