

Coffee Day Enterprises Limited

CIN No: L55101KA2008PLC046866

Regd. Off: 23/2, Coffee Day Square, Vittal Mallya Road, Bangalore-560001

Email ID: investors@coffeedaygroup.com,

Tel: +91 80 4001 2345, Website: www.coffeeday.com

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: 17th September 2022

Sub: Voting results and Scrutinizer's report on the resolutions as set out in the Notice of the 14th 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 16, 2022 and in compliance to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results of 14th AGM of Coffee Day Enterprises Limited held on 16th September 2022 along with the consolidated scrutinizer's report dated 16th September, 2022, 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 14th Annual General Meeting of the Company were duly approved by shareholders with requisite majority.

We wish to inform you that, resolutions were passed with the requisite majority.

This report is filed as per the regulation 44 and 30 of the Listing Regulations.

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

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DETAILS OF THE PROCEEDINGS OF THE MEETING		
Sr. No.	Particulars	Details
1	Type of Meeting	Annual General Meeting
2	Day and Date of the Meeting	Friday, 16 th September 2022
3	Cut-off Date	9 th September 2022
4	Total number of shareholders as on cut-off date	182907
5	No. of shareholders present	75
6	No. of resolutions passed in the meeting	2

RESULTS OF THE MEETING

Sr. No.	Agenda	Resolution	Mode of voting	Remarks
1	To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31 st March 2022, together with the reports of the Board of Directors and Auditors thereon.	Ordinary	e-voting	Passed with requisite majority
2	Appointment of Dr. Indupura Renuka Ravish (DIN: 09180669) as Non-Executive Director of the Company	Ordinary	e-voting	Passed with requisite majority

COFFEE DAY ENTERPRISES LIMITED

RESOLUTION NO. 1 Ordinary Resolution

To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31st March 2022, together with the reports of the Board of Directors and Auditors thereon.

Resolution Required

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	22239186	22089186	99.33	22089186	0	100.00	0
	Poll		0	-	0	0	-	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		22239186	22089186	99.33	22089186	0	100.00
Public Institutions	E-voting	11437052	6119974	53.51	0	6119974	-	100
	Poll		0	-	0	0	-	0
	Postal Ballot(if applicable)		0	-	0	0	-	0
	Total		11437052	6119974	53.51	0	6119974	-
Public Non-Institutions	E-voting	177575481	24018686	13.53	23645321	373365	98.45	1.55
	Poll		0	-	0	0	-	-
	Postal Ballot(if applicable)		0	-	0	0	-	-
	Total		177575481	24018686	13.53	23645321	373365	98.45
Total		211251719	52227846	24.72	45734507	6493339	87.57	12.43

COFFEE DAY ENTERPRISES LIMITED

RESOLUTION NO.2 Ordinary Resolution

Resolution Required

Appointment of Dr. Indupura Renuka Ravish (DIN: 09180669) as Non-Executive Director of the Company.

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	22239186	22089186	99.33	22089186	0	100.00	-
	Poll		0	-	0	0	-	-
	Postal Ballot(if applicable)		0	-	0	0	-	-
	Total		22239186	22089186	99.33	22089186	0	100.00
Public Institutions	E-voting	11437052	6119974	53.51	6119974	0	100.00	-
	Poll		0	-	0	0	-	-
	Postal Ballot(if applicable)		0	-	0	0	-	-
	Total		11437052	6119974	53.51	6119974	0	100.00
Public Non-Institutions	E-voting	177575481	24004516	13.52	23190159	814357	96.61	3.39
	Poll		0	-	0	0	-	-
	Postal Ballot(if applicable)		0	-	0	0	-	-
	Total		177575481	24004516	13.52	23190159	814357	96.61
Total		211251719	52213676	24.72	51399319	814357	98.44	1.56

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 14th Annual General Meeting of the Equity Shareholders of **COFFEE DAY ENTERPRISES LIMITED** held on Friday, 16th day of September, 2022 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, 16th day of September, 2022 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 14th Annual General Meeting of the Equity Shareholders of Coffee Day Enterprises Limited dated 16th day of September, 2022.



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 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 14th 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 9th September, 2022 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 14th AGM, held on Friday, 16th day of September, 2022 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, 13th September, 2022 (09:00 A.M. IST) and ended on Thursday, 15th September, 2022 (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 31st March 2022, together with the reports of the Board of Directors and Auditors thereon. (Passed as 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	
Assent	426	Nil	426	45734507	Nil	45734507	87.57
Dissent	25	Nil	25	6493339	Nil	6493339	12.43
Total	451	Nil	451	52227846	Nil	52227846	100.00

Result: As the number of votes passed in favour 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 favour of the resolution.

Item No.2: pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation by Nomination & Remuneration Committee of the Company, Dr. Indupura Renuka Ravish (DIN: 09180669) was appointed as additional director of the company with effect from 12th November 2021 and who holds office only upto the ensuing Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing from the Member of the Company, proposing Dr. I. Ravish's candidature for the office of Director, be and is hereby appointed as Non-Executive Director of the Company, whose period of office will be liable to determination by retirement of directors by rotation. (Passed as Ordinary Resolution):





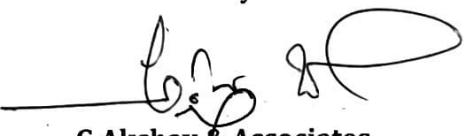
Particulars	Number of members voted through			Number of votes cast by them			% of total number of valid votes cast
	Remote e-voting	E-voting at AGM	Total	Remote e-voting	E-voting at AGM	Total	
Assent	419	Nil	419	51399319	Nil	51399319	98.44
Dissent	30	Nil	30	814357	Nil	814357	1.56
Total	449	Nil	449	52213676	Nil	52213676	100.00

Result: As the number of votes passed in favour 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 favour 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


G Akshay & Associates
Practicing Company Secretary
Membership No. F10967
C. P. No. 15584



Place: Bengaluru
Date: 16.09.2022

UDIN: F010967D000987987