

HIMALCHULI FOOD PRODUCTS LIMITED

Reg Off : 2nd Floor, Vishwakarma Chambers, Majura
Gate, Ring Road,
Surat – 395 002
Phone : 0261-2477052-58-59
Fax : 0261-2477053,
Email : himalchuli_investor@rediffmail.com
Website: www.himachuli.com
CIN: L15400GJ1986PLC008652

Date: 16th September, 2016

To,
The Manager
BSE Limited,
P J Towers, Dalal Street,
Mumbai- 400001

Sub: Proceedings of the 30th Annual General Meeting held on 16th September 2016
Ref.: Scrip Code : 511169
Scrip ID : HIMALFD

Dear Sir,

Pursuant to the provisions of Regulation 30, Schedule III of the listing agreement we hereby furnish the proceedings of the 30th Annual General Meeting of the company held on Friday, 16th September, 2016 at 11:00 A.M. at Vishwakarma Chambers, 2nd Floor, Majura Gate, Surat, Gujarat – 395 002

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company provided e-voting facility to the members to vote on the matters to be transacted at the Annual General Meeting. Further, to facilitate those members who were present at the AGM, either personally or by proxy, who did not cast their vote in respect of items of business as set out in the Notice of the Annual General Meeting. CS Payal Tachak, Proprietor of Payal Tachak & Associates, Practising Company Secretaries, Mumbai was appointed as Scrutinizer for Conducting the Poll by way of polling papers.

The results of voting on each resolution were determined considering the aggregate of vote cast by the members on each resolution separately, through e-voting as well as poll on which the Scrutinizer issued Consolidated Scrutinizer's Report.

The Annual General Meeting was attended by requisite quorum and following businesses were passed with requisite majority.

1. Approval of Accounts:

The members considered and adopted the Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date together with Reports of the Board of Directors' and Auditors' thereon.

2. Appointment of Mr. Vivek Omprakash Goel (DIN: 02364914) as a Director as who is liable to retire by rotation.



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The members approved the appointment of Mr. Vivek Omprakash Goel (DIN: 02364914), who retires by rotation and being eligible, offers himself for re-appointment.

3. Ratification of appointment of Statutory Auditors of the Company:

The members ratified the appointment of M/s. C.S. Jariwala & Co., Chartered Accountants, (FRN No. 114906W) as Statutory Auditors of the Company, who shall to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2017.

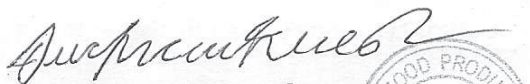
A copy of consolidated Scrutinizer's Report received from CS Payal Tachak, Proprietor of Payal Tachak & Associates, Practising Company Secretaries, Mumbai is enclosed herewith for your records.

Kindly take the same on your records.

Thanking You,

Yours Faithfully,

For Himalchuli Food Products Limited



Omprakash Agarwal
Managing Director



Encl.: As Above

HIMALCHULIFOOD PRODUCTS LIMITED

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Date: 16/09/2016

To,
BSE LTD.,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort
Mumbai - 400001

Subject: Details of Voting Results under Regulation 44(3) of SEBI (LODR) Regulations, 2015.

Reference: Scrip Code - 511169

Dear Sir / Madam,

This is to inform you that pursuant to the above captioned subject kindly find the enclosed voting results of Annual General Meeting held on 16th September, 2016 for your kind perusal.

Kindly take the note of the same and acknowledge us the receipt.

Thanking you,
Yours faithfully,

For Himalchuli Food Products Limited



Omprakash Agarwal
DIN: 01680000



Encl.: As above

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Voting Results:

Date of AGM:	16/09/2016
Total number of Shareholders on record date:	4477
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	17(In person) 13 4
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	NIL NIL

Agenda-1

Resolution Required: (Ordinary/Special)		Ordinary: Adoption of Statement of Profit & Loss, Balance Sheet, Report of Director's and Auditor's for the Financial Year 31 st March, 2016						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes-In favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	813540	66500	8.17%	66500	0	8.17%	0
	Poll	813540	120825	14.85%	120825	0	14.85%	0
	Postal Ballot (If applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	813540	187325	23.02%	187325	0	23.02%	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	1086460	800	0.07%	800	0	0.07%	0
	Postal Ballot (If applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL



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	Total	1086460	800	0.07%	800	0	0.07%	0
	Total	1900000	188125	9.90%	188125	0	9.90%	NIL

Agenda-2

Resolution Required: (Ordinary/Special)			Ordinary: Re-appointment of Mr. Vivek Omprakash Goel pursuant to retirement by Rotation eligible for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes- In favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	813540	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	813540	103225	12.69%	103225	12.69%	NIL	Nil
	Postal Ballot (If applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	813540	103225	12.69%	103225	12.69%	NIL	Nil
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	1086460	800	0.07%	800	0.07%	NIL	0
	Postal Ballot (If applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	1086460	800	0.07%	800	0.07%	NIL	0
Total		1900000	104025	5.48%	104025	5.48%	NIL	NIL



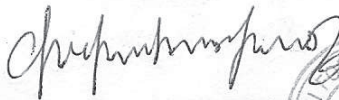
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Agenda-3

Resolution Required: (Ordinary/Special)			Ordinary: Ratification of appointment of M/S. C.S. Jariwala & Co, Chartered Accountants as Statutory Auditors.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes- In favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	813540	66500	8.17%	66500	0	8.17%	0
	Poll	813540	120825	14.85%	120825	0	14.85%	0
	Postal Ballot (If applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	813540	187325	23.02%	187325	0	23.02%	NIL
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Non Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll	1086460	800	0.07%	800	0	0.07%	0
	Postal Ballot (If applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	1086460	800	0.07%	800	0	0.07%	0
Total		1900000	188125	9.90%	188125	0	9.90%	NIL

For Himalchuli Food Products Limited



Omprakash Agarwal
Managing Director





PAYAL TACHAK & ASSOCIATES
PRACTISING COMPANY SECRETARIES

E-mail Id: payaltachakandassociates@gmail.com
Mob: 9867809345

Scrutinizer's Report
[E-Voting & Poll]

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

16th September, 2016

To,
Board of Directors,
Himalchuli Food Products Limited
Second Floor, Vishwakarma Chambers,
Mahura Gate Ring Road Surat - 395002

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, Practising Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Himalchuli Food Products Limited (the Company) for 30th Annual General Meeting held on 16.09.2016 at Second Floor, Vishwakarma Chambers, Majura Gate, Ring Road, Surat - 395 002 at 11.00 AM 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.

Add.: 4, Ramesh Gujarati Chawl, S.N. Dubey Road, Suyog Nagar, Ghartan Pada-2, Dahisar (E), Mumbai-400 068





PAYAL TACHAK & ASSOCIATES
PRACTISING COMPANY SECRETARIES

E-mail Id: payaltachakandassociates@gmail.com
Mob: 9867809345

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

- I. The e-voting period commenced on Tuesday, the 13th September, 2016 at 09:00 a.m. and ended on Thursday, 15th September, 2016 at 05:00 p.m. The e-votes casted by shareholders of the Company uptill 05:00 p.m. on 15th September, 2016 were considered in the report;
- II. The Company has fixed cut-off date / record date as 9th September, 2016 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 e-votes were unblocked on Friday, the 16th day of September, 2016 around 2.00 PM in the presence of two witnesses, namely, Ms. Dipika Shinde residing at B- 613, Swan Mill, Mahada Complex, T J Road, Sewri, Mumbai 400015 and Mrs. Anuradha Vishal Dubey residing at 301, Aspen B Wing Rajhans Kshtij, Vasai (W), Mumbai - 401202, 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: Dipika Shinde

Witness 2: Anuradha Vishal Dubey

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	
	Nos	%	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, 2016	121625	100%	66500	100%	188125	100%
2. Re-appointment of Mr. Vivek Omprakash Goel pursuant to retirement by Rotation eligible for re-appointment.	104025	100%	NIL	NA	104025	100%
3. Ratification of appointment of M/S. C.S. Jariwala & Co, Chartered Accountants as Statutory Auditors.	121625	100%	66500	100%	188125	100%

Add.: 4, Ramesh Gujarati Chawl, S.N. Dubey Road, Suyog Nagar, Ghartan Pada-2, Dahisar (E), Mumbai-400 068





PAYAL TACHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES

E-mail Id: payaltachakandassociates@gmail.com

Mob: 9867809345

VOTES AGAINST THE RESOLUTION

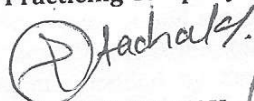
Item No of notice and brief text of Resolution	Ballot		E-voting		Combined	
	Nos	%	No. of Votes	%	No. of Votes	%
ORDINARY BUSINESS AND ORDINARY RESOLUTION						
1. Adoption of Statement of Profit & Loss, Balance Sheet, Report of Director's and Auditor's for the Financial Year 31 st March, 2016	Nil	N.A.	Nil	N.A.	Nil	N.A.
2. Re-appointment of Mr. Vivek Omprakash Goel pursuant to retirement by Rotation eligible for re-appointment.	Nil	N.A.	Nil	N.A.	Nil	N.A.
3. Ratification of appointment of M/S. C.S. Jariwala & Co, Chartered Accountants as Statutory Auditors.	Nil	N.A.	Nil	N.A.	Nil	N.A.

INVALID VOTES

Item No of notice and brief text of Resolution	Ballot		E-voting*		Combined	
	Nos	%	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, 2016	Nil	N.A.	Nil	N.A.	Nil	N.A.
2. Re-appointment of Mr. Vivek Omprakash Goel pursuant to retirement by Rotation eligible for re-appointment.	Nil	N.A.	66500	100%	66500	100%
3. Ratification of appointment of M/S. C.S. Jariwala & Co, Chartered Accountants as Statutory Auditors.	Nil	N.A.	Nil	N.A.	Nil	N.A.

* Since shareholders who voted though E-voting were relatives of Mr. Vivek Omprakash and therefore those votes are considered as invalid.

FOR PAYAL TACHAK & ASSOCIATES
Practicing Company Secretary



CS PAYAL TACHAK
Proprietor
ACS 38016
CP 15010
Place: Mumbai



Add.: 4, Ramesh Gujarati Chawl, S.N. Dubey Road, Suyog Nagar, Ghartan Pada-2, Dahisar (E), Mumbai-400 068