



29th September, 2018

**The Manager
BSE Limited**

Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeebhoy Towers,
Dalal Street, Mumbai- 400001.

Sub: Details of Voting Results of the 28th Annual General Meeting of the Company as per Regulation 44(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 ("SEBI Regulations")

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, details of the Voting Results of the 28th Annual General Meeting of the Company held on Friday, September 28, 2018 at 03.00 P.M. at Ghalib Seminar Hall, Aiwan-e-Ghalib Marg, (Mata Sundri Lane), New Delhi-110002, are enclosed in the prescribed format.

Based on the Consolidated Report of the scrutinizer, the result of the e-voting and voting through poll was announced today by the Chairman that all the resolutions (as per Notice dated August 14, 2018) have been passed with requisite majority.

ORDINARY BUSINESS:

1. Adoption of Financial Statements of the Company.
2. Re-appointment of retiring Director of the Company.
3. Appointment of Statutory Auditors of the Company.

SPECIAL BUSINESS:

4. Appointment of Mr. Ashwini Kumar Pandey (DIN: 08198711) as an Independent Director.
5. Re-appointment of Mr. Hakam Singh (DIN: 06786586) as an Independent Director.

Further, we are enclosing the Consolidated Scrutinizer's Report on e-voting and voting through Ballot paper.

Dealing Office :

#420, Ansal Tower,
38, Nehru Place,
New Delhi-110019
Tel.: 011-41018839

E-mail : taraifoods@gmail.com

Regd. Office :

13, Hanuman Road,
Connaught Place,
New Delhi-110001

Head Office and Plant :

Sandhu Farms
P.O. Box No. 18
Rudrapur-263 153
Distt. Udham Singh Nagar
Uttanchal

Tel.: (05944) 244304/7

E-mail : taraifoods.rdr@gmail.com

CIN No. : L15142DL 1990 PLC 039291

Website : www.taraifoods.com



**Tarai
Foods
Ltd.**

Please note that the aforesaid results and Scrutinizer's Report are available on the website of the Company www.taraifoods.com and Central Depository Securities Limited www.evotingindia.com.

Please take note of the above and acknowledge the receipt.

Thanking You,

For **Tarai Foods Limited**

Mr. G. S. Sandhu
Chairman
DIN: 00053527

Dealing Office :
#420, Ansal Tower,
38, Nehru Place,
New Delhi-110019
Tel.: 011-41018839
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Website : www.taraifoods.com

	TARAI FOODS LIMITED
Date of the AGM/EGM	28-09-2018
Total number of shareholders on record date	15678
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	46
No. of Shareholders attended the meeting through Video Conferencing	NOT PROVIDED
Promoters and Promoter Group:	
Public:	

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Financial Statements of the Company.							
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 and Promoter Group	E-Voting	8259962	8232562	99.6683	8232562	0	100.0000	0.0000
	Poll		0		00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8259962	8232562	99.66827935	8232562	0	100
Public- Institutions	E-Voting	33000	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		33000	0	0	0	0	0
Public- Non Institutions	E-Voting	6575158	519	0.0079	519	0	100.0000	0.0000
	Poll		636	0.0097	636	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		6575158	1155	0.017566118	1155	0	100
Total		14868120	8233717	55.3783	8233717	0	100.0000	0.0000

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Retiring Director of the Company:							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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 and Promoter Group	E-Voting	8259962	8232562	99.6683	8232562	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8259962	8232562	99.66827935	8232562	0	100
Public- Institutions	E-Voting	33000	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		33000	0	0	0	0	0
	E-Voting	6575158	519	0.0079	214	305	41.2331	58.7669
	Poll		636	0.0097	636	0	100.0000	0.0000

Public- Non Institutions	Postal Ballot (if applicable)							
	Total	6575158	1155	0.017566118	850	305	73.5931	26.4069
	Total	14868120	8233717	55.3783	8233412	305	99.9963	0.0037

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Statutory Auditor.							
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 and Promoter Group	E-Voting	8259962	8232562	99.6683	8232562	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8259962	8232562	99.66827935	8232562	0	100
Public- Institutions	E-Voting	33000	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		33000	0	0	0	0	0
Public- Non Institutions	E-Voting	6575158	519	0.0079	233	286	44.8940	55.1060
	Poll		636	0.0097	636	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		6575158	1155	0.017566118	869	286	75.2381
	Total	14868120	8233717	55.3783	8233431	286	99.9965	0.0035

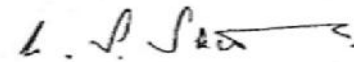
Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Ashwini Kumar Pandey (DIN:08198711) as an Independent Director:							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. 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 and Promoter Group	E-Voting	8259962	8232562	99.6683	8232562	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8259962	8232562	99.66827935	8232562	0	100
Public- Institutions	E-Voting	33000	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		33000	0	0	0	0	0
Public- Non Institutions	E-Voting	6575158	519	0.0079	233	286	44.8940	55.1060
	Poll		636	0.0097	636	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		6575158	1155	0.017566118	869	286	75.2381
	Total	14868120	8233717	55.3783	8233431	286	99.9965	0.0035

Resolution No.	5							
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Resolution required: (Ordinary/ Special)	SPECIAL-Re-appointment of Mr. Hakam Singh (DIN:06786586) as an Independent Director:							
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 and Promoter Group	E-Voting	8259962	8232562	99.6683	8232562	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		8259962	8232562	99.66827935	8232562	0	100
Public- Institutions	E-Voting	33000	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		33000	0	0	0	0	0
Public- Non Institutions	E-Voting	6575158	519	0.0079	233	286	44.8940	55.1060
	Poll		636	0.0097	636	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		6575158	1155	0.017566118	869	286	75.2381
Total	14868120	8233717	55.3783	8233431	286	99.9965	0.0035	

Thanking You,

For Tarai Foods Limited



Mr. G. S. Sandhu
Chairman
DIN: 00053527



29th September, 2018

The Chairman
Tarai Foods Limited,
13, Hanuman Road, Connaught Place,
New Delhi- 110001

Sub.: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and poll process conducted pursuant to the provisions of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015.

Dear Sir,

I, Santosh Kumar Pradhan, Practicing Company Secretary at 706, 8th Floor, K.M. Trade Tower, Hotel Radisson Blu, Ghaziabad-201010 had been appointed as the Scrutinizer by the Board of Directors of Tarai Foods Limited (the Company) having its registered office at 13, Hanuman Road, Connaught Place, New Delhi- 110001 vide resolution dated 14th August, 2018 pursuant to the provisions of the Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to conduct the remote e-voting process and to scrutinize physical poll process by the shareholders in respect of the below mentioned resolutions passed at the 28th Annual General Meeting (AGM) of the Company held on 28th September, 2018.

The notice dated 14th August, 2018 convening AGM of the Company were sent to the Shareholders in respect of the below mentioned resolutions passed at the said Annual General Meeting of the Company held on 28th September, 2018.

The Company has availed the voting through electronic means (remote e-voting) facility offered by CSDL for conducting remote e-Voting by the Shareholders of the Company. The Shareholders of the Company holding shares as on the "Cut-off" date i.e. 21st September, 2018 were entitled to vote on the proposed resolutions as set out at item nos.1 to 5 in the notice convening of the 28th AGM of the Company.

The voting period for remote e-Voting commenced on Tuesday, 25th September, 2018 at 10:00 am (IST) and ended on Thursday, 27th September, 2018 at 5:00 pm (IST) and the remote e-Voting platform was blocked thereafter.



SANTOSHI KUMAR PRADHAN
COMPANY SECRETARIES

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized and the votes cast there under were counted.

The votes cast under remote e-Voting facility were then unblocked by me at 04:13 P.M. on 28th September, 2018 in the presence of Mr. Shubham Tandon and Ms. Kanchan Sharma, who are not in the employment of the company.

I have scrutinized and reviewed the voting through electronic means (remote e-voting) and physical mode and votes tendered therein based on the data downloaded from the CDSL remote e-Voting platform and the poll papers received respectively.

I have rendered scrutinizers' report separately on the remote e-voting and by using ballots at the meeting. Based on the results made available to me, 22 members have cast their votes on the e-voting platform and 19 members have casted their vote physically through poll papers. I hereby annex the consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on all the resolutions contained in the notice of the aforesaid Annual General Meeting.

All relevant records of remote e-voting and ballots will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 28th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You.

Yours Faithfully,
For **Santosh Kumar Pradhan**
(Practicing Company Secretary)



Santosh Ku. Pradhan
FCS No. 6973
C.P. No. 7647
Place: Ghaziabad

Annexure:

I Resolution No. 1:-

Agenda No.	1
Subject matter of resolution	Adoption of Financial Statements of the Company.
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	22	19	41	8233081	636	8233717	100
Voted in favour	22	19	41	8233081	636	8233717	100
Voted against	Nil	Nil	N.A	Nil	Nil	N.A	N.A
Invalid Vote	Nil	Nil	N.A	Nil	Nil	N.A	N.A

II. Resolution No. 2:-

Agenda No.	2
Subject matter of resolution	Re-appointment of Retiring Director of the Company.
Type of Resolution	Ordinary



Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	22	19	41	8233081	636	8233717	100
Voted in favour	20	19	39	8232776	636	8233412	99.99
Voted against	2	Nil	2	305	Nil	305	0.01
InValid Vote	Nil	Nil	N.A	Nil	Nil	N.A	N.A

III. Resolution No. 3:-

Agenda No.	3
Subject matter of resolution	Appointment of Statutory Auditor.
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	22	19	41	8233081	636	8233717	100
Voted in favour	21	19	40	8232795	636	8233431	99.99



Voted against	1	Nil	1	286	Nil	286	0.01
Invalid Vote	Nil	Nil	N.A	Nil	Nil	N.A	N.A

IV. Resolution No. 4:-

Agenda No.	4
Subject matter of resolution	Appointment of Mr. Ashwini Kumar Pandey (DIN:08198711) as an Independent Director
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	22	19	41	8233081	636	8233717	100
Voted in favour	21	19	40	8232795	636	8233431	99.99
Voted against	1	Nil	1	286	Nil	286	0.01
Invalid Vote	Nil	Nil	N.A	Nil	Nil	N.A	N.A

V. Resolution No. 5:-

Agenda No.	5
Subject	Re-appointment of Mr. Hakam Singh (DIN:06786586) as an Independent Director



matter of resolution	
Type of Resolution	Special

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	Physical	Total	Remote e-Voting	Physical	Total	
Total Received	22	19	41	8233081	636	8233717	100
Voted in favour	21	19	40	8232795	636	8233431	99.99
Voted against	1	Nil	1	286	Nil	286	0.01
Invalid Vote	Nil	Nil	N.A	Nil	Nil	N.A	N.A

Yours Faithfully,
For Santosh Kumar Pradhan
(Practicing Company Secretary)




Santosh K. Pradhan
FCS No. 6973
C.P. No. 7647
Place: Ghaziabad
Date: 29.09.2018