



## Tasty Bite Eatables Limited

TBEL/SE/2021-22  
August 06, 2021

**BSE Limited,**  
Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Bldg., P.J. Towers,  
Dalal Street, Mumbai 400 001  
Scrip Code: 519091

**National Stock Exchange Limited**  
Corporate Service Exchange Plaza  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051  
Scrip Code: TASTYBITE

### Sub: Regulation 44(3) of SEBI (LODR), 2015 – Voting Results

Dear Sir,

In compliance with provisions of regulations 44(3) of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company here by submits the following information in the prescribed format regarding voting results on the business transacted in the 37<sup>th</sup> Annual General Meeting of the company held on August 05, 2021 at 12.30 p.m. held through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

| Sr. No. | Particulars   | Details         |
|---------|---|-----------------|
| 1.      | Date of AGM   | August 05, 2021 |
| 2.      | Total no. of shareholders as on cut-off date (July 29, 2021)  | 12,958          |
| 3.      | Total no. of shareholder present in the meeting either through person or proxy.<br>a) Promoters & Promoter Group<br>b) Public | 02<br>43        |
| 4.      | No. of shareholders attended meeting through video conferencing   | 45              |

The mode of voting was by e-voting [August 02, 2021 (9:00 A.M. IST) till August 04, 2021 (5:00 P.M. IST)] and through Insta-poll facility at the Annual General Meeting (August 05, 2021). Combined Scrutinizer Report on e-voting facility and Insta-poll are annexed hereto.

Accordingly, all 7 Resolutions as per Notice of the AGM have been passed by the requisite majority. You are requested to take the same on your records.



Regd. Off. : 201/202, Mayfair Tower, Wakdewadi, Shivajinagar, Pune - 411 005, India.

Tel.: + 91 20 3021 6000, 2553 1105 Fax: + 91 20 3021 6048, E-mail : info@tastybite.com

Factory : Gat No. 490, Bhandgaon, Pune Solapur Highway, Tal. Daund, Dist. Pune - 412214. Tel.: + 91 2117 306500

Website : www.tastybite.co.in, CIN : L15419PN1985PLC037347



## Tasty Bite Eatables Limited

In attendance (Board of Directors and management representatives)

1. Mr. Ashok Vasudevan – Chairman
2. Mr. Abhijit Upadhye – Managing Director
3. Mr. Kavas Patel – Independent Director
4. Dr. Chengappa Ganapati – Independent Director
5. Ms. Rama Kannan – Independent Director
6. Ms. Dawn Allen – Non executive Director
7. Mr. Sukhdev David Dusangh – Non executive Director
8. Mr. Gaurav Gupta – Chief Financial Officer
9. Ms. Minal Talwar – Company Secretary
10. Mr. Raajnish Desai – Representatives of M/s BSR & Associates LLP - Statutory Auditors
11. Mr. Vineet Pareek – Representative of M/s. Pareek V. R. & Associates - Secretarial Auditor & Scrutinizer


Meeting commenced at 12.30 p.m. and concluded at 01.50 p.m.

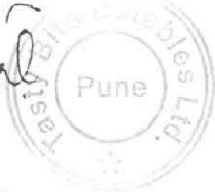
Mr. Abhijit Upadhye – Managing Director welcomed shareholders to the meeting and introduced Directors on the dais to the shareholders. Later, he requested Mr. Ashok Vasudevan to Chair the meeting. Requisite quorum being present, the Chairman called the meeting in order. Chairman delivered the speech to all the shareholders present for the AGM. Mr. Vasudevan also invited Ms. Dawn Allen to share her thoughts. Ms. Allen mentioned about the current COVID 19 situation and the various CSR activities undertaken by Mars group and Tasty Bite Foundation. Ms. Minal Talwar – Company Secretary then informed the shareholders about the e-voting facility made available to the shareholders for voting through Insta-poll at the AGM. Clarifications were provided for the queries raised by the members.

The Board of Directors had appointed M/s. Pareek V. R. & Associates (Practicing Company Secretaries), as the Scrutinizer to supervise the e-voting and Insta-poll process. The Chairman authorized Ms. Minal Talwar – Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company. The details of the voting results (remote e-voting and Insta-poll) on all the resolutions as set out in the Notice of AGM is enclosed.

Thanking you.

For Tasty Bite Eatables Limited

  
Minal Talwar  
Company Secretary



Enclosure: As above

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Website : www.tastybite.co.in, CIN : L15419PN1985PLC037347

Agenda-wise  
In case of Insta-poll & e-voting

The mode of voting on all resolution was by e-voting and Insta-poll facility available at the AGM.

**Resolution No 1:**

To receive, consider and adopt the audited financial statements of the Company for year ended 31 March 2021, and the reports of the Board of Directors and the Auditors thereon.

| Resolution required: (Ordinary / Special)                                    |                               |                        |                         | Ordinary Resolution                                       |                              |                            |  |  |
|--|-------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Whether Promoter / promoter group are interested in the agenda / resolution? |                               |                        |                         | No  |                              |                            |  |  |
| Category   | Mode of Voting                | No. of shares held (1) | No. of votes pulled (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                      | 1904810                | 1904510                 | 99.9843   | 1904510                      | 0                          | 100  | 0.00   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 1904510                 | 99.9843   | 1904510                      | 0                          | 100  | 0.00   |
| Public - Institutions  | E-Voting                      | 129481                 | 123115                  | 95.0834   | 123115                       | 0                          | 100  | 0.00   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 123115                  | 95.0834   | 123115                       | 0                          | 100  | 0.00   |
| Public – Non Institutions  | E-Voting                      | 531709                 | 1002                    | 0.1884  | 1000                         | 2                          | 99.8003  | 0.1996   |
|  | Poll                          |                        | 88068                   | 16.5632   | 88068                        | 0                          | 100  | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 89070                   | 16.7516   | 89068                        | 2                          | 99.9978  | 0.0022   |
| Total  |                               | 2566000                | 2116695                 | 82.4901   | 2116693                      | 2                          | 99.9999  | 0.0001   |



**Resolution No 2:**

To declare dividend of INR 2 per equity share on 2,566,000 equity shares of INR 10 each for the financial year 2020 - 21.

| Resolution required: (Ordinary / Special)                                    |                               |                        |                         | Ordinary Resolution                                       |                              |                            |  |  |
|--|-------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Whether Promoter / promoter group are interested in the agenda / resolution? |                               |                        |                         | No  |                              |                            |  |  |
| Category   | Mode of Voting                | No. of shares held (1) | No. of votes pulled (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                      | 1904810                | 1904510                 | 99.9843   | 1904510                      | 0                          | 100  | 0.00   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 1904510                 | 99.9843   | 1904510                      | 0                          | 100  | 0.00   |
| Public - Institutions  | E-Voting                      | 129481                 | 123115                  | 95.0834   | 123115                       | 0                          | 100  | 0.00   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 123115                  | 95.0834   | 123115                       | 0                          | 100  | 0.00   |
| Public – Non Institutions  | E-Voting                      | 531709                 | 1002                    | 0.1884  | 1000                         | 2                          | 99.8003  | 0.1996   |
|  | Poll                          |                        | 88068                   | 16.5632   | 88056                        | 12                         | 99.9863  | 0.0136   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 89070                   | 16.7516   | 89056                        | 14                         | 99.9843  | 0.0157   |
| Total  |                               | 2566000                | 2116695                 | 824901  | 2116681                      | 14                         | 99.9993  | 0.0007   |



**Resolution No 3:**

To appoint a director in place of Ms. Dawn Allen, who retires by rotation and being eligible offers herself for re – appointment.

| Resolution required: (Ordinary / Special)                                    |                               |                        |                         | Ordinary Resolution                                       |                              |                            |  |  |
|--|-------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Whether Promoter / promoter group are interested in the agenda / resolution? |                               |                        |                         | No  |                              |                            |  |  |
| Category   | Mode of Voting                | No. of shares held (1) | No. of votes pulled (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                      | 1904810                | 1904510                 | 99.9843   | 1904510                      | 0                          | 100  | 0.00   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 1904510                 | 99.9843   | 1904510                      | 0                          | 100  | 0.00   |
| Public - Institutions  | E-Voting                      | 129481                 | 123115                  | 95.0834   | 122373                       | 742                        | 99.3973  | 0.6026   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 123115                  | 95.0834   | 122373                       | 742                        | 99.3973  | 0.6026   |
| Public – Non Institutions  | E-Voting                      | 531709                 | 1002                    | 0.1884  | 998                          | 4                          | 99.6007  | 0.3992   |
|  | Poll                          |                        | 88068                   | 16.5632   | 88068                        | 0                          | 100  | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 89070                   | 16.7516   | 89066                        | 4                          | 99.9955  | 0.0045   |
| Total  |                               | 2566000                | 2116695                 | 82.4901   | 2115949                      | 746                        | 99.9648  | 0.0352   |



**Resolution No 4:**

Regularisation of Additional Director Mr. Sukhdev David Dusangh (DIN 08944427).

| Resolution required: (Ordinary / Special)                                    |                               |                        |                         | Ordinary Resolution                                       |                              |                            |  |  |
|--|-------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Whether Promoter / promoter group are interested in the agenda / resolution? |                               |                        |                         | No  |                              |                            |  |  |
| Category   | Mode of Voting                | No. of shares held (1) | No. of votes pulled (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                      | 1904810                | 1904510                 | 99.9843   | 1904510                      | 0                          | 100  | 0.00   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 1904510                 | 99.9843   | 1904510                      | 0                          | 100  | 0.00   |
| Public - Institutions  | E-Voting                      | 129481                 | 123115                  | 95.0834   | 122373                       | 742                        | 99.3973  | 0.6026   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 123115                  | 95.0834   | 122373                       | 742                        | 99.3973  | 0.6026   |
| Public – Non Institutions  | E-Voting                      | 531709                 | 1002                    | 0.1884  | 998                          | 4                          | 99.6007  | 0.3992   |
|  | Poll                          |                        | 88068                   | 16.5632   | 88068                        | 0                          | 100  | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 89070                   | 16.7516   | 89066                        | 4                          | 99.9955  | 0.0045   |
| Total  |                               | 2566000                | 2116695                 | 82.4901   | 2115949                      | 746                        | 99.9648  | 0.0352   |



**Resolution No 5:**

Material Related Party transaction approval.

| Resolution required: (Ordinary / Special)                                    |                               |                        |                         | Ordinary Resolution                                       |                              |                            |  |  |
|--|-------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Whether Promoter / promoter group are interested in the agenda / resolution? |                               |                        |                         | Yes   |                              |                            |  |  |
| Category   | Mode of Voting                | No. of shares held (1) | No. of votes pulled (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                      | 1904810                | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
| Public - Institutions  | E-Voting                      | 129481                 | 123115                  | 95.0834   | 121806                       | 1309                       | 98.9367  | 1.0632   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 123115                  | 95.0834   | 121806                       | 1309                       | 98.9367  | 1.0632   |
| Public – Non Institutions  | E-Voting                      | 531709                 | 1002                    | 0.1884  | 948                          | 54                         | 94.6107  | 5.3892   |
|  | Poll                          |                        | 88068                   | 16.5632   | 88068                        | 0                          | 100  | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 89070                   | 16.7516   | 89016                        | 54                         | 99.9394  | 0.0606   |
| Total  |                               | 2566000                | 212185                  | 8.2691  | 210822                       | 1363                       | 99.3576  | 0.6424   |



**Resolution No 6:**

Re - appointment of Mr. Abhijit Upadhye (DIN: 02076451) as Managing Director till 31 December 2024.

| Resolution required: (Ordinary / Special)                                    |                               |                        |                         | Ordinary Resolution  |                              |                            |  |  |
|--|-------------------------------|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Whether Promoter / promoter group are interested in the agenda / resolution? |                               |                        |                         | No   |                              |                            |  |  |
| Category   | Mode of Voting                | No. of shares held (1) | No. of votes pulled (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                      | 1904810                | 1904510                 | 99.9843  | 1904510                      | 0                          | 100  | 0.00   |
|  | Poll                          |                        | 0                       | 0.00   | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00   | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 1904510                 | 99.9843  | 1904510                      | 0                          | 100  | 0.00   |
| Public - Institutions  | E-Voting                      | 129481                 | 123115                  | 95.0834  | 122906                       | 209                        | 99.8302  | 0.1697   |
|  | Poll                          |                        | 0                       | 0.00   | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00   | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 123115                  | 95.0834  | 122906                       | 209                        | 99.8302  | 0.1697   |
| Public – Non Institutions  | E-Voting                      | 531709                 | 1002                    | 0.1884   | 998                          | 4                          | 99.6007  | 0.3992   |
|  | Poll                          |                        | 88068                   | 16.5632  | 88068                        | 0                          | 100  | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00   | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 89070                   | 16.7516  | 89066                        | 4                          | 99.9955  | 0.0045   |
| Total  |                               | 2566000                | 2116695                 | 82.4901  | 2116482                      | 213                        | 99.9899  | 0.0101   |





**Resolution No 7:**

Fixation of remuneration of Mr. Abhijit Upadhye as Managing Director till 31 March 2022.

| Resolution required: (Ordinary / Special)                                    |                               |                        |                         | Special Resolution  |                              |                            |  |  |
|--|-------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Whether Promoter / promoter group are interested in the agenda / resolution? |                               |                        |                         | No  |                              |                            |  |  |
| Category   | Mode of Voting                | No. of shares held (1) | No. of votes pulled (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                      | 1904810                | 1904510                 | 99.9843   | 1904510                      | 0                          | 100  | 0.00   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 1904510                 | 99.9843   | 1904510                      | 0                          | 100  | 0.00   |
| Public - Institutions  | E-Voting                      | 129481                 | 123115                  | 95.0834   | 122906                       | 209                        | 99.8302  | 0.1697   |
|  | Poll                          |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 123115                  | 95.0834   | 122906                       | 209                        | 99.8302  | 0.1697   |
| Public – Non Institutions  | E-Voting                      | 531709                 | 1002                    | 0.1884  | 998                          | 4                          | 99.6007  | 0.3992   |
|  | Poll                          |                        | 88068                   | 16.5632   | 88068                        | 0                          | 100  | 0.00   |
|  | Postal Ballot (if applicable) |                        | 0                       | 0.00  | 0                            | 0                          | 0.00   | 0.00   |
|  | Total                         |                        | 89070                   | 16.7516   | 89066                        | 4                          | 99.9955  | 0.0045   |
| Total  |                               | 2566000                | 2116695                 | 82.4901   | 2116482                      | 213                        | 99.9899  | 0.0101   |





# Pareek V. R. & Associates

Practicing Company Secretaries

✉ csvineetpareek@gmail.com

☎ +91 93724 54155

## FORM NO. MGT - 13

### REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the Thirty Seventh Annual General Meeting of the Shareholders of "Tasty Bite Eatables Limited" held on Thursday, August 5, 2021 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") at 12.30 p.m.

Sir,

I, Vineet Ramoo Pareek, Proprietor of M/s Pareek V. R. & Associates, Practicing Company Secretaries, Pune, was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of:

- i. Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ii. Voting through electronic voting system ("Insta-poll") at the Annual General Meeting.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the Thirty Seventh Annual General Meeting of the Equity Shareholders dated May 15, 2021. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by KFin Technologies



Private Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM ("Instapoll").

I submit my report as under:

1. The remote e-voting period remained open from 09.00 a.m. Monday, August 2, 2021 up to 05.00 p.m. Wednesday, August 4, 2021.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to MCA Circular No.20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 02/2021 dated January 13, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021.
3. The voting rights were reckoned as on Thursday, July 29, 2021 being the Cut-off date for the purpose of deciding the entitlements of members at the remote evoting.
4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on August 05, 2021 at 02.36 P.M. in the presence of two witnesses.
5. After declaration of voting by the Company Secretary, the shareholders present at the AGM through VC voted through e-voting facility provided by KFin Technologies Private Limited.
6. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by KFin Technologies Private Limited had been blocked and only those members who were present at the AGM through VC and who had not voted on remote evoting were allowed to cast their votes through e-voting system during the AGM.



7. Based on the data provided by KFin Technologies Private Limited e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

**a) RESOLUTION 1 – ORDINARY RESOLUTION**

To receive, consider and adopt the audited financial statements of the Company for year ended 31 March 2021, and the reports of the Board of Directors and the Auditors thereon.

- i. Voted **in favour** of Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total     |
|--|-----------------|----------------------------------|-----------|
| Number of members present and voting (in person or by proxy) | 50              | 14                               | 64        |
| Number of votes cast by them                                 | 20,28,625       | 88,068                           | 21,16,693 |
| % of Total Number of valid votes cast                        | 99.9999         | 100                              | 99.9999   |

- ii. Voted **against** the Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total  |
|--|-----------------|----------------------------------|--------|
| Number of members present and voting (in person or by proxy) | 1               | 0                                | 1      |
| Number of votes cast by them                                 | 2               | 0                                | 2      |
| % of Total Number of valid votes cast                        | 0.0001          | 0                                | 0.0001 |

- iii. **Invalid** Votes – **NIL**



**b) RESOLUTION 2 – ORDINARY RESOLUTION**

To declare dividend of INR 2 per equity share on 2,566,000 equity shares of INR 10 each for the financial year 2020 - 21.

i. Voted **in favour** of Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total     |
|--|-----------------|----------------------------------|-----------|
| Number of members present and voting (in person or by proxy) | 50              | 13                               | 63        |
| Number of votes cast by them                                 | 20,28,625       | 88,056                           | 21,16,681 |
| % of Total Number of valid votes cast                        | 99.9999         | 99.9863                          | 99.9993   |

ii. Voted **against** the Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total  |
|--|-----------------|----------------------------------|--------|
| Number of members present and voting (in person or by proxy) | 1               | 1                                | 2      |
| Number of votes cast by them                                 | 2               | 12                               | 14     |
| % of Total Number of valid votes cast                        | 0.0001          | 0.013                            | 0.0007 |

iii. **Invalid** Votes – **NIL**

**c) RESOLUTION 3 – ORDINARY RESOLUTION**

To appoint a director in place of Ms. Dawn Allen, who retires by rotation and being eligible offers herself for re – appointment.

i. Voted **in favour** of Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total     |
|--|-----------------|----------------------------------|-----------|
| Number of members present and voting (in person or by proxy) | 45              | 14                               | 59        |
| Number of votes cast by them                                 | 20,27,881       | 88,068                           | 21,15,949 |
| % of Total Number of valid votes cast                        | 99.9632         | 100                              | 99.9648   |

ii. Voted **against** the Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total  |
|--|-----------------|----------------------------------|--------|
| Number of members present and voting (in person or by proxy) | 6               | 0                                | 6      |
| Number of votes cast by them                                 | 746             | 0                                | 746    |
| % of Total Number of valid votes cast                        | 0.0368          | 0                                | 0.0352 |

iii. **Invalid** Votes – **NIL**

**d) RESOLUTION 4 – ORDINARY RESOLUTION**

Regularisation of Additional Director Mr. Sukhdev David Dusangh (DIN 08944427).

i. Voted **in favour** of Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total     |
|--|-----------------|----------------------------------|-----------|
| Number of members present and voting (in person or by proxy) | 45              | 14                               | 59        |
| Number of votes cast by them                                 | 20,27,881       | 88,068                           | 21,15,949 |
| % of Total Number of valid votes cast                        | 99.9632         | 100                              | 99.9648   |

ii. Voted **against** the Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total  |
|--|-----------------|----------------------------------|--------|
| Number of members present and voting (in person or by proxy) | 6               | 0                                | 6      |
| Number of votes cast by them                                 | 746             | 0                                | 746    |
| % of Total Number of valid votes cast                        | 0.0368          | 0                                | 0.0352 |

**Invalid Votes – NIL**



**e) RESOLUTION 5 – ORDINARY RESOLUTION**

Material Related Party transaction approval.

i. Voted **in favour** of Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total    |
|--|-----------------|----------------------------------|----------|
| Number of members present and voting (in person or by proxy) | 42              | 14                               | 56       |
| Number of votes cast by them                                 | 1,22,754        | 88,068                           | 2,10,822 |
| % of Total Number of valid votes cast                        | 98.9018         | 100                              | 99.3576  |

ii. Voted **against** the Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total  |
|--|-----------------|----------------------------------|--------|
| Number of members present and voting (in person or by proxy) | 8               | 0                                | 8      |
| Number of votes cast by them                                 | 1,363           | 0                                | 1,363  |
| % of Total Number of valid votes cast                        | 1.0982          | 0                                | 0.6424 |

**Invalid Votes – NIL**

\*Preferred Brands Foods India Private Limited, being related party remained abstained to vote of the said resolution.





**f) RESOLUTION 6 – ORDINARY RESOLUTION**

Re - appointment of Mr. Abhijit Upadhye (DIN: 02076451) as Managing Director till 31 December 2024.

i. Voted **in favour** of Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total     |
|--|-----------------|----------------------------------|-----------|
| Number of members present and voting (in person or by proxy) | 47              | 14                               | 61        |
| Number of votes cast by them                                 | 20,28,414       | 88,068                           | 21,16,482 |
| % of Total Number of valid votes cast                        | 99.9895         | 100                              | 99.9899   |

ii. Voted **against** the Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total  |
|--|-----------------|----------------------------------|--------|
| Number of members present and voting (in person or by proxy) | 4               | 0                                | 4      |
| Number of votes cast by them                                 | 213             | 0                                | 213    |
| % of Total Number of valid votes cast                        | 0.0105          | 0                                | 0.0101 |

**Invalid Votes – NIL**



**g) RESOLUTION 7 – SPECIAL RESOLUTION**

Fixation of remuneration of Mr. Abhijit Upadhye as Managing Director till 31 March 2022.

i. Voted **in favour** of Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total     |
|--|-----------------|----------------------------------|-----------|
| Number of members present and voting (in person or by proxy) | 47              | 14                               | 61        |
| Number of votes cast by them                                 | 20,28,414       | 88,068                           | 21,16,482 |
| % of Total Number of valid votes cast                        | 99.9895         | 100                              | 99.9899   |

ii. Voted **against** the Resolution:

| Particulars  | Remote e-voting | E-voting at the AGM (Insta-poll) | Total  |
|--|-----------------|----------------------------------|--------|
| Number of members present and voting (in person or by proxy) | 4               | 0                                | 4      |
| Number of votes cast by them                                 | 213             | 0                                | 213    |
| % of Total Number of valid votes cast                        | 0.0105          | 0                                | 0.0101 |

iii. **Invalid Votes – NIL**

8. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
9. The electronic data and all other relevant records relating to the evoting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

For **PAREEK V. R. & ASSOCIATES**

*Practicing Company Secretaries*

*Firm Unique Code: S2017MH498500*

*Vineet Ramoo Pareek*



**VINEET RAMOO PAREEK**

**PROPRIETOR**

**M.NO. - A49730**

**C.P. NO. - 18556**

**UDIN: A049730C000746481**

Date: August 6, 2021

Place: Pune