

**MEGASTAR FOODS LIMITED**

**CIN:** L15311CH2011PLC033393

**Regd. Off:** Plot No. 807, Industrial Area, Phase-II  
Chandigarh-160002; **Telephone:** +91 172 2653807, 5005024

**Works:** Kurali-Ropar Road, Village Solkhian-140108

Distt. Rupnagar, Punjab

**Telephone:** +91 1881 240403-240406

**Website:** [www.megastarfoods.com](http://www.megastarfoods.com);

**Email:** [cs@megastarfoods.com](mailto:cs@megastarfoods.com)



**MFL/CS/2025-26/26**

**Date: -September 25, 2025**

Department of Corporate Services  
The BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400001.

National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai-400051.

Scrip Code: 541352

Company Symbol: MEGASTAR

**SUBJECT: VOTING RESULTS UNDER REGULATION 44 (3) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (LISTING REGULATIONS), SUBMISSION OF CONSOLIDATED SCRUTINIZER REPORT AND FINAL OUTCOME IN RESPECT OF THE 14<sup>th</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

Dear Sir/Madam,

This is to inform your good office that the Company's 14<sup>th</sup> Annual General Meeting (AGM) for the Financial Year 2024-25 has been held on Wednesday, the 24<sup>th</sup> day of September, 2025 at 11.30 a.m. with the presence of requisite quorum through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in compliance with the General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 10/2022 dated 28<sup>th</sup> December, 2022, 09/2023 dated 25<sup>th</sup> September, 2023 and General Circular no 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") read with Securities and Exchange Board of India ("SEBI") circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7<sup>th</sup> October, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI (collectively referred to as "SEBI Circulars").

In the AGM, all the items of business mentioned in the notice of the AGM were duly considered and discussed and accordingly, based upon the report of the scrutinizer presenting consolidated results of voting through e-voting system during the AGM and remote e-voting by the Shareholders, all the resolutions are declared as duly passed with requisite majority.

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The Consolidated Voting Results in respect of Resolutions passed in the AGM in terms of Regulation 44(3) of Listing Regulations, the Consolidated Report of Scrutinizer issued by Mr. Ajay Arora, Practicing Company Secretary (FCS 2191, CP 993) and the final outcome of the 14th AGM is enclosed herewith.

You are requested to take the same on your records.

Thanking you,

Yours Sincerely,

For **Megastar Foods Limited**

**(Deepali Chhabra)**

**Company Secretary & Compliance Officer**

**A61299**

**Encl:** Consolidated Scrutinizers Report and Voting Results under Regulation 44(3) of SEBI(LODR) Regulations, 2015

**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

**Consolidated Report of Scrutinizer**

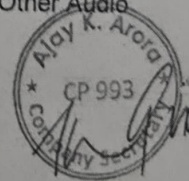
[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman,  
Megastar Foods Limited  
Plot No. 807, Industrial Area,  
Phase-II, Chandigarh - 160102.

**14<sup>th</sup> Annual General Meeting of the Equity Shareholders of Megastar Foods Limited held on Wednesday, the 24<sup>th</sup> September, 2025 at 11.30 A.M. conducted through Video Conferencing / Other Audio Visual Means.**

Dear Sir,

1. I, Ajay Kumar 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) for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting during AGM pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the below mentioned resolutions proposed at the 14<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Megastar Foods Limited held on 24<sup>th</sup> September, 2025 at 11.30 A.M. conducted through Video Conferencing / Other Audio Visual Means ("VC").



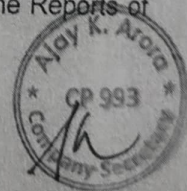
2. The notice dated 6<sup>th</sup> August, 2025, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed at the 14<sup>th</sup> AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 28<sup>th</sup> December, 2022, 25<sup>th</sup> September, 2023 and 19<sup>th</sup> September, 2024 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12<sup>th</sup> May, 2020, 15<sup>th</sup> January, 2021, 13<sup>th</sup> May, 2022, 5<sup>th</sup> January, 2023, 7<sup>th</sup> October, 2023, and 3<sup>rd</sup> October, 2024.
3. 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) and e-voting during the Annual General Meeting on the resolutions proposed in the Notice of the 14<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depositors Services (India) Limited (CDSL).
4. The Company had arranged the services of CDSL from 21<sup>st</sup> September, 2025 (from 9.00 A.M.) to 23<sup>rd</sup> September, 2025 (upto 5.00 P.M.). The voting rights were reckoned as on 17<sup>th</sup> September, 2025 being the Cut-off date for the purpose of deciding the entitlements of members at the remotee-voting.
5. During the 14<sup>th</sup> AGM of the Company held on 24<sup>th</sup> September, 2025, it was informed that the facility of E-voting is available during the meeting for the members who have not cast their vote previously through remote e-voting and are attending the Meeting through video conferencing.
6. The results of remote e-voting and e-voting during the AGM were unblocked by me on 24<sup>th</sup> September, 2025 in the presence of two witnesses who are not in the employment of the Company.

The consolidated results of voting are as under:

**ORDINARY BUSINESS:**

**(1) As an Ordinary Resolution-Item no. 1**

To consider, approve, and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon.



Particulars	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
Detail of voting	63	7469536	61	7469465	2	71	-	-
% to total valid votes				99.999%		0.001%		

**(2) As an Ordinary Resolution-Item no. 2**

To appoint a Director in place of Mr. Mudit Goyal (DIN: 08099543), who retires by rotation and being eligible, offers himself for re-appointment as a director.

Particulars	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
Detail of voting	63	7469536	60	7469455	3	81	-	-
% to total valid votes				99.999%		0.001%		

**SPECIAL BUSINESS:**

**(3) As an Ordinary Resolution-Item no. 3**

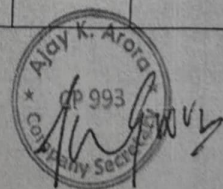
Appointment of Secretarial Auditors for a term of five consecutive years and fix their remuneration.

Particulars	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
Detail of voting	63	7469536	61	7469465	2	71	-	-
% to total valid votes				99.999%		0.001%		

**(4) As a Special Resolution-Item no. 4**

To fix the remuneration payable to Mr. Vikas Goel, Chairman cum Managing Director of the Company.

Particulars	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
Detail of voting	55	527836	53	527765	2	71	-	-
% to total valid votes				99.99%		0.01%		



(5) As a Special Resolution-Item no. 5

To fix the remuneration payable to Mr. Vikas Gupta, Whole-Time Director of the Company.

Particulars	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/V otes	No. of Members	No. of shares/Vo tes
Detail of voting	55	527836	52	527755	3	81	-	-
% to total valid votes				99.98%		0.02%		

(6) As a Special Resolution-Item no. 6

To fix the remuneration payable to Mr. Mudit Goyal, Whole-Time Director of the Company.

Particulars	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/V otes	No. of Members	No. of shares/Vo tes
Detail of voting	55	527836	52	527755	3	81	-	-
% to total valid votes				99.98%		0.02%		

7. Based on the votes cast in favour / against on the aforesaid resolutions by remote e-voting and e-voting during the AGM, all 6 (Six) were passed with requisite majority.

8. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and e-voting during the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.

Thanking you,  
Yours Sincerely,



Ajay K. Arora  
Company Secretary in Practice  
CP No. 993  
FCS No. 2191  
Date: 24.09.2025  
Place: Chandigarh  
UDIN: F002191G001327955  
Peer Review Cert. No.:2120/2022

Counter signed  
for Megastar foods limited



Vikas Goel  
Managing Director  
DIN:- 05122585

<b>General information about company</b>	
Scrip code	541352
NSE Symbol	MEGASTAR
MSEI Symbol	NOTLISTED
ISIN	INE00EM01016
Name of the company	Megastar Foods Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-09-2025
Start time of the meeting	11:30 AM
End time of the meeting	11:54 AM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	AJAY ARORA
Firms Name	A.ARORA & CO.
Qualification	CS
Membership Number	FCS2191
Date of Board Meeting in which appointed	06-08-2025
Date of Issuance of Report to the company	24-09-2025

<b>Voting results</b>	
Record date	17-09-2025
Total number of shareholders on record date	8341
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	41
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider, approve and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March 2025 and the reports of the Board of Directors and Auditors thereon				
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 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	6941700	6941700	100	6941700	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6941700	6941700	100	6941700	0	100
Public- Institutions	E-Voting	340292	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		340292	0	0	0	0	0
Public- Non Institutions	E-Voting	4011708	527836	13.1574	527765	71	99.9865	0.0135
	Poll							
	Postal Ballot (if applicable)							
	Total		4011708	527836	13.1574	527765	71	99.9865
Total		11293700	7469536	66.139	7469465	71	99.999	0.001
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	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mr. Mudit Goyal (DIN: 08099543) who retires by rotation and being eligible, offers himself for re-appointment as a director				
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 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	6941700	6941700	100	6941700	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6941700	6941700	100	6941700	0	100
Public- Institutions	E-Voting	340292	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		340292	0	0	0	0	0
Public- Non Institutions	E-Voting	4011708	527836	13.1574	527755	81	99.9847	0.0153
	Poll							
	Postal Ballot (if applicable)							
	Total		4011708	527836	13.1574	527755	81	99.9847
Total		11293700	7469536	66.139	7469455	81	99.9989	0.0011
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	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Secretarial Auditors for a term of Five Consecutive Years and fix their Remuneration				
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 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	6941700	6941700	100	6941700	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6941700	6941700	100	6941700	0	100
Public- Institutions	E-Voting	340292	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		340292	0	0	0	0	0
Public- Non Institutions	E-Voting	4011708	527836	13.1574	527765	71	99.9865	0.0135
	Poll							
	Postal Ballot (if applicable)							
	Total		4011708	527836	13.1574	527765	71	99.9865
Total		11293700	7469536	66.139	7469465	71	99.999	0.001
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	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To fix the remuneration payable to Mr. Vikas Goel, Chairman cum Managing 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 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	6941700	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6941700	0	0	0	0	0
Public- Institutions	E-Voting	340292	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		340292	0	0	0	0	0
Public- Non Institutions	E-Voting	4011708	527836	13.1574	527765	71	99.9865	0.0135
	Poll							
	Postal Ballot (if applicable)							
	Total		4011708	527836	13.1574	527765	71	99.9865
Total		11293700	527836	4.6737	527765	71	99.9865	0.0135
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	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To fix the remuneration payable to Mr. Vikas Gupta, Whole-time 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 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	6941700	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6941700	0	0	0	0	0
Public- Institutions	E-Voting	340292	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		340292	0	0	0	0	0
Public- Non Institutions	E-Voting	4011708	527836	13.1574	527755	81	99.9847	0.0153
	Poll							
	Postal Ballot (if applicable)							
	Total		4011708	527836	13.1574	527755	81	99.9847
Total		11293700	527836	4.6737	527755	81	99.9847	0.0153
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	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To fix the remuneration payable to Mr. Mudit Goyal, Whole-time 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 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	6941700	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6941700	0	0	0	0	0
Public- Institutions	E-Voting	340292	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		340292	0	0	0	0	0
Public- Non Institutions	E-Voting	4011708	527836	13.1574	527755	81	99.9847	0.0153
	Poll							
	Postal Ballot (if applicable)							
	Total		4011708	527836	13.1574	527755	81	99.9847
Total		11293700	527836	4.6737	527755	81	99.9847	0.0153
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	0
Public Insitutions	0
Public - Non Insitutions	0

