

# MEGASTAR FOODS LTD.

Registered Office : Plot No. 807 Industrial Area Phase-2, Chandigarh-160 002  
Works : Kurali-Ropar Road, Village Solkhian-140 108, Distt. Roopnagar, Punjab  
Ph. : +91 1881 240401 (6 Lines) E-mail : info@megastarfoods.com



E: MEGASTAR/STK EX 2223/32

Date: 27 September 2022

<b>The General Manager</b> Department of Corporate Services BSE Limited Floor 25, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001	<b>National Stock Exchange of India Limited</b> "Exchange Plaza", C-1, Block-G Bandra-Kurla Complex Bandra (E), Mumbai-400051
Scrip Code: 541352	Symbol: MEGASTAR Series: Eq.

**Sub: Scrutinizer's Report with respect to 11<sup>th</sup> Annual General Meeting ('AGM') of Megastar Foods Limited.**

Dear Sir/Madam,

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the members of the Company in the 11<sup>th</sup> Annual General Meeting (AGM) of the Company held on Monday, 26 September 2022 have accorded their approval with requisite majority, by way of e-voting at AGM/remote e-voting to the Resolutions set out in the Notice dated 12 August 2022 convening the said AGM.

In this regard, please find enclosed herewith the following:-

- The voting result in the Format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure- 1**.
- Copy of the scrutinizer's report as **Annexure -2**.

Further, the above information is also available on the Company's website at [www.megastarfoods.com](http://www.megastarfoods.com) under the head of Investor.

You are requested to kindly take above information on your records.

Thanking you,

Yours Sincerely,

For, **MEGASTAR FOODS LIMITED**

**DHIRAJ** Digitally signed by  
DHIRAJ KHERIWAL  
**KHERIWAL** Date: 2022.09.27  
16:00:35 +05'30'

**Dhiraj Kheriwal**  
Company Secretary & Compliance Officer

Encl:- A/a

## Annexure- 1

**Details pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>GENERAL INFORMATION ABOUT THE COMPANY</b>	
Company Name	<b>Megastar Foods Limited</b>
Scrip Code	<b>541352</b>
ISIN	<b>INE00EM01016</b>
Symbol	<b>MEGASTAR</b>
Type of the Meeting	<b>AGM</b>
Date of AGM	<b>26 September 2022</b>
Total number of shareholders on record date/ Cut-off date	<b>1659</b>
Start Time of the Meeting	<b>11:00 A.M.</b>
End Time of the Meeting	<b>11:15 A.M.</b>

<b>SCRUTINIZER DETAILS</b>	
Name	<b>Kanwaljit Singh</b>
Qualification	<b>Company Secretary</b>
Membership Number	<b>5901</b>
Date of Board Meeting in which appointed	<b>12 August 2022</b>
Date of Issuance of Report to the Company	<b>27 September 2022</b>

<b>VOTING RESULTS</b>	
Record Date/ Cut-off date	<b>19 September 2022</b>
Total number of shareholders on Record date / Cut-off date	<b>1659</b>
Number of Shareholders present in the Meeting either in person or through proxy <ul style="list-style-type: none"> <li>▪ Promoters and Promoter Group</li> <li>▪ Public</li> </ul>	<b>NA</b> <b>NA</b>
Number of Shareholders attended the Meeting through Video Conferencing <ul style="list-style-type: none"> <li>▪ Promoters and Promoters Group</li> <li>▪ Public</li> </ul>	<b>03</b> <b>20</b>
Number of resolutions passed in the meeting	<b>10</b>

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 31 March 2022 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 in 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	6841700	6841700	100.00	6841700	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		6841700	6841700	100.00	6841700	0	100
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public – Non Institutions	E- Voting	3162000	542446	17.15	542446	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		3162000	542446	17.15	542446	0	100.00
		10003700	7384146	73.81	7384146	0	100.00	0
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

DETAILS OF INVALID VOTES	
CATEGORY	No. OF VOTES
Promoter and Promoter Group	--
Public Institutions	--
Public — Non Institutions	--

RESOLUTION (2)								
Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
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 in 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	6841700	2744486	40.11	2744486	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		6841700	2744486	40.11	2744486	0	100
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public – Non Institutions	E- Voting	3162000	542446	17.15	542271	175	99.97	0.03
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		3162000	542446	17.15	542271	175	99.97
		10003700	3286932	32.86	3286757	175	99.99	0.00
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

DETAILS OF INVALID VOTES	
CATEGORY	No. OF VOTES
Promoter and Promoter Group	--
Public Institutions	--
Public — Non Institutions	--

RESOLUTION (3)								
Resolution required: (Ordinary/ Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					NO			
Description of resolution considered					Re-appointment Mr. Prabhat Kumar (DIN: 08099531) as an Independent Director of the Company for the second term of 5 years.			
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 in 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	6841700	6841700	100.00	6841700	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		6841700	6841700	100.00	6841700	0	100
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public - Non Institutions	E- Voting	3162000	542446	17.15	542446	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		3162000	542446	17.15	542446	0	100.00
		10003700	7384146	73.81	7384146	0	100.00	0
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

DETAILS OF INVALID VOTES	
CATEGORY	No. OF VOTES
Promoter and Promoter Group	--
Public Institutions	--
Public — Non Institutions	--

RESOLUTION (4)								
Resolution required: (Ordinary/ Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					NO			
Description of resolution considered					Re-appointment Mrs. Savita Bansal (DIN: 08099629) as an Independent Director of the Company for the second term of 5 years.			
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 in 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	6841700	6841700	100.00	6841700	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		6841700	6841700	100.00	6841700	0	100
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public – Non Institutions	E- Voting	3162000	542446	17.15	542446	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		3162000	542446	17.15	542446	0	100.00
		10003700	7384146	73.81	7384146	0	100.00	0
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

DETAILS OF INVALID VOTES	
CATEGORY	No. OF VOTES
Promoter and Promoter Group	--
Public Institutions	--
Public — Non Institutions	--

<b>RESOLUTION (5)</b>								
Resolution required: (Ordinary/ Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Vikas Goel (DIN: 05122585) as Chairman and Managing Director of the Company and revision in 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 in 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	6841700	2744486	40.11	2744486	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		6841700	2744486	40.11	2744486	0	100
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public – Non Institutions	E- Voting	3162000	542446	17.15	542445	1	100	0.00
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		3162000	542446	17.15	542445	1	100
		10003700	3286932	32.86	3286931	1	100	0.00
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	--
Public Institutions	--
Public — Non Institutions	--

RESOLUTION (6)								
Resolution required: (Ordinary/ Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Vikas Gupta (DIN: 05123386) as Whole Time Director of the Company and revision in 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 in 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	6841700	4097214	59.88	4097214	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		6841700	4097214	59.88	4097214	0	100
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public – Non Institutions	E- Voting	3162000	542446	17.15	542445	1	100	0.00
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		3162000	542446	17.15	542445	1	100
		10003700	4639660	46.38	4639659	1	100	0.00
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

DETAILS OF INVALID VOTES	
CATEGORY	No. OF VOTES
Promoter and Promoter Group	--
Public Institutions	--
Public — Non Institutions	--

<b>RESOLUTION (7)</b>								
Resolution required: (Ordinary/ Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Mudit Goyal (DIN: 08099543) as Whole Time Director of the Company and revision in 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 in 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	6841700	2744486	40.11	2744486	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		6841700	2744486	40.11	2744486	0	100
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public - Non Institutions	E- Voting	3162000	542446	17.15	542445	1	100	0.00
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		3162000	542446	17.15	542445	1	100
		10003700	3286932	32.86	3286931	1	100	0.00
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	--
Public Institutions	--
Public — Non Institutions	--

<b>RESOLUTION (8)</b>								
Resolution required: (Ordinary/ Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					NO			
Description of resolution considered					Increase in Limits of Borrowings u/s 180 (1) (c) of the Companies Act, 2013.			
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 in 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	6841700	6841700	100.00	6841700	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total	6841700	6841700	100.00	6841700	0	100	0
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Non Institutions	E- Voting	3162000	542446	17.15	542446	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total	3162000	542446	17.15	542446	0	100.00	0
		10003700	7384146	73.81	7384146	0	100.00	0
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	--
Public Institutions	--
Public — Non Institutions	--

RESOLUTION (9)								
Resolution required: (Ordinary/ Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					NO			
Description of resolution considered					Increase in limits of providing security u/s 180 (1) (a) of the Companies Act, 2013 in connection with the borrowing 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 in 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	6841700	6841700	100.00	6841700	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		6841700	6841700	100.00	6841700	0	100
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public - Non Institutions	E- Voting	3162000	542446	17.15	542446	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		3162000	542446	17.15	542446	0	100.00
		10003700	7384146	73.81	7384146	0	100.00	0
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

DETAILS OF INVALID VOTES	
CATEGORY	No. OF VOTES
Promoter and Promoter Group	--
Public Institutions	--
Public — Non Institutions	--

RESOLUTION (10)								
Resolution required: (Ordinary/ Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for Material Related Party Transaction.				
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 in 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	6841700	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		--	--	--	--	--	--
	Total		6841700	0	0	0	0	0
Public Institutions	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	
	Postal ballot (if applicable)		Nil	Nil	Nil	Nil	Nil	
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public – Non Institutions	E- Voting	3162000	542446	17.15	542446	0	100	0
	Poll		0	0	0	0	0	
	Postal ballot (if applicable)		--	--	--	--	--	
	Total		3162000	542446	17.15	542446	0	100
		10003700	542446	5.42	542446	0	100	0
Whether resolution is Pass or Not								Yes
Disclosure of notes on resolution								

DETAILS OF INVALID VOTES	
CATEGORY	No. OF VOTES
Promoter and Promoter Group	2744486
Public Institutions	--
Public — Non Institutions	--

**KANWALJIT SINGH**

B. Com., F.C.S., I.P.

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Chandigarh - 160 017  
Ph.: 0172-2701906  
Mobile : +91-99153 43212  
E-mail : kanwalcs@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.

**11<sup>th</sup> Annual General Meeting of the Equity Shareholders of Megastar Foods Limited held on Monday, the 26<sup>th</sup> September, 2022 at 11.00 A.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).**

Dear Sir,

1. I, Kanwaljit Singh, Practicing Company Secretary, at SCO 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 remote e-voting and e-voting during the meeting process 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 11<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Megastar Foods Limited held on 26<sup>th</sup> September, 2022 at 11.00 A.M through Video Conferencing (VC) or Other Audio Visual Means (OAVM).
2. The notice dated 12<sup>th</sup> August, 2022, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed at the 11<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, 13<sup>th</sup> January, 2021, 14<sup>th</sup> December, 2021, and 5<sup>th</sup> May, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12<sup>th</sup> May, 2020, 15<sup>th</sup> January, 2021 and 13<sup>th</sup> May, 2022.



3. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through remote e-voting and e-voting during the meeting on the resolutions proposed in the Notice of the 11<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 Depositories Services (India) Limited (CDSL).
4. The shareholders of the Company holding shares as on the "cut-off" date of Monday, 19<sup>th</sup> September, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.
5. The Company had arranged the services of CDSL for extending the facility of remote e-voting to the Members of the Company from 23<sup>rd</sup> September, 2022 (from 9.00 A.M.) to 25<sup>th</sup> September, 2022 (upto 5.00 P.M.). The e-voting results were unblocked by me on 26<sup>th</sup> September, 2022 in the presence of two witnesses.
6. During the 11<sup>th</sup> AGM of the Company held on 26<sup>th</sup> September, 2022, the Chairman announced the facility of E-voting 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.

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 March 31, 2022 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	18	7384146	18	7384146	-	-	-	-
% to total valid votes				100%				



**(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	14	3286932	13	3286757	1	175	-	-
% to total valid votes				99.995%		0.005%		

**SPECIAL BUSINESS:**

**(3) As a Special Resolution-Item no. 3**

Re-appointment Mr. Prabhat Kumar (DIN: 08099531) as an Independent Director of the Company for the second term of 5 years.

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	18	7384146	18	7384146	-	-	-	-
% to total valid votes				100%				

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

Re-appointment Mrs. Savita Bansal (DIN: 08099629) as an Independent Director of the Company for the second term of 5 years.

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	18	7384146	18	7384146	-	-	-	-
% to total valid votes				100%				



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

Re-appointment of Mr. Vikas Goel (DIN: 05122585) as Chairman and Managing Director of the Company and revision in 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	14	3286932	13	3286931	1	1	-	-
% to total valid votes				100%		0.00%		

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

Re-appointment of Mr. Vikas Gupta (DIN: 05123386) as Whole Time Director of the Company and revision in 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	14	4639660	13	4639659	1	1	-	-
% to total valid votes				100%		0.00%		

**(7) As a Special Resolution-Item no. 7**

Re-appointment of Mr. Mudit Goyal (DIN: 08099543) as Whole Time Director of the Company and revision in 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	14	3286932	13	3286931	1	1	-	-
% to total valid votes				100%		0.00%		



**(8) As a Special Resolution-Item no. 8**

Increase in Limits of Borrowings u/s 180 (1) (c) of the Companies Act, 2013.

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	18	7384146	18	7384146	-	-	-	-
% to total valid votes				100%				

**(9) As a Special Resolution-Item no. 9**

Increase in limits of providing security u/s 180 (1) (a) of the Companies Act, 2013 in connection with the borrowing 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	18	7384146	18	7384146	-	-	-	-
% to total valid votes				100%				

**(10) As an Ordinary Resolution-Item no. 10**

Approval for Material Related Party Transaction.

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	10	542446	10	542446	-	-	4	2744486*
% to total valid votes				100%				

\*The votes cast by related parties are considered invalid for the purpose of this resolution.



**Based on the above details of votes cast, the Chairman may declare the result.**

6. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and e-voting during the meeting 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,



**Kanwaljit Singh**  
**Company Secretary in Practice**  
**CP No. 5870**  
**FCS No. 5901**  
**Date: 27.09.2022**  
**Place: Chandigarh**  
**UDIN: F005901D001055796**  
**Peer Review Cert No. 2319/2022**

Counter Signed By:-

**DHIRAJ**  
**KHERIWAL** Digitally signed by  
DHIRAJ KHERIWAL  
Date: 2022.09.27  
16:09:26 +05'30'

**Name:- Dhiraj Kheriwal**  
**M.No.:- A51328**  
**Date:- 27.09.2022**  
**Place:- Ropar**