



August 06, 2022

BSE Limited,
Corporate Relations Department,
P. J. Towers, Dalal Street,
Mumbai - 400001

Scrip Code: 526899
Symbol: HFIL

Subject: Intimation of Board Meeting

Dear Sir/ Madam,

Notice is hereby given pursuant to Regulation 29 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 that a meeting of the Board of Directors of the Company will be held on Saturday, August 13th, 2022 at 2:30 P.M. interalia, to transact the following important business:

1. To consider and approve Un-audited Financial Results of the Company for the Quarter ended June 30, 2022.
2. Auditors' Limited Review Report on Un-audited Financial Results for the quarter ended June 30, 2022.
3. Approval for the publication of financial results of the Company.
4. Discussion on ways & means to Ramp-up production to fulfil heavy backlog in Export Orders.
5. Revival Of Appetizer Line At Himachal Plant.
6. Discuss Progress On Survey & Assessment Of Insurance Claim.
7. Discuss Cash Flow Issues To Meet All Liabilities & Obligations For Smooth Operations.
8. To Deliberate on Reconstruction Of Fire destroyed... Premises & Relocation of 10 MT per hour French Fry Line already in possession Imported Under EOU.

**Himalaya Food International Ltd.**

CIN : L70102DL1992PLC047399 Formerly known as Himalya International Ltd.

Contact@HimalayaFoodCompany.com

www.HimalayaFoodCompany.com

Registered Office :

118, 1st Floor, 12 Gagandeep Building
Rajendra Place, New Delhi-110008

Tel.: +91-11-45108609

Shubhkhera, Paonta Sahib,
Himachal Pradesh - 173 025

Tel.: +91-1704-223494, Fax:225178

Plants

Vadnagar, Mehsana
Gujarat - 384 355
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9. To Discuss The Plans To Pay Balance Amount Of OTS To Banks Within The Current Financial Year.
10. To decide date, venue and time of 31th Annual General Meeting of the Company.
11. To approve the Notice of 31th Annual General Meeting of the Company.
12. To fix date of closure of register of members and e-voting period.
- 13 . To discuss & consider Issue of Equity Shares / Warrants On Preferential Allotment Basis to Strategic Investors and formula for appointment of Fresh Directors based on Investment proposed by the strategic investors.
14. Take Note On Record UBO Disclosure From M/S. Nepz Pack Industrial Private Limited And M/S. Stable Packaging Private Limited M/S. Doon Valley Foods Private Limited
15. Taking On Record Certificate Under Section 164 (2) (A) And (B) Of The Companies Act, 2013 From The Directors To Appointed And Reappointed.
16. To approve Board Report along with Corporate Governance Report, Management Discussion and Analysis and all other necessary Annexure for the financial year ended March 31, 2022.
17. To Appoint Scrutinizer For Conducting E-Voting And Poll Process For Annual General Meeting Of The Company.
18. To Consider And Approve Directors' Responsibility Statement For Being Inclusion In Board's Report.
19. Approval Of Extract Of Annual Return
20. Ascertainment Of Mr. Sanjiv Kumar Kakkar (Din: 02434426) Director Retiring By Rotation.
21. To take on record certificate under section 164 (2) (a) and (b) of the companies act, 2013 from the directors to appointed and reappointed.
22. Fixation of Record Date/Cut Off date for the purposes of sending notice to the shareholders of AGM and cut off date for voting.

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23. Appointment of CSDL for e-voting platform.
24. Approval of Annual Report on Corporate Governance forming part of Annual Report.
25. Review of Risk Factors.
26. Taking on record Secretarial Audit Report for the Financial Year 2021-22.
27. Certificate of Non-Disqualification of Directors.
28. Placing Of Quarterly Corporate Governance Report For Approval Of The Board for The Quarter June 30, 2022.
29. Statement Of Investors' Complain For The Quarter June 30, 2022 Under Regulation 13(3) Of The SEBI (LODR) Regulations, 2015.
30. Any other matter with the permission of chair.

This is for your information and record please.

Thanking you,
Yours truly,

For Himalaya Food International Ltd.

Mamta Sharma



Mamta Sharma
Company secretary & Compliance
Enclosed: Agenda

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AGENDA CUM NOTES(BM/2/2022-23)

AGENDA CUM NOTES OF THE 2ND/ (2022-23) MEETING OF THE BOARD OF DIRECTORS OF HIMALAYA FOOD INTERNATIONAL LIMITED TO BE HELD ON SATURDAY, THE 13TH DAY OF AUGUST, 2022 AT 2.30 P.M THROUGH VIDEO CONFRENCING (V.C) AUDIO VIDEO MEANS (AVM).

1. To appoint the Chairman of the meeting.
2. To have a Roll Call for every director and secretary confirming their participation through electronic mode and confirm the presence of quorum to start the meeting.
3. To grant leave of absence.
4. To confirm the minutes of the previous Board Meeting.
5. To consider and approve Un-audited Financial Results of the Company for the Quarter ended June 30, 2022.
6. Auditors' Limited Review Report on Un-audited Financial Results for the quarter ended June 30, 2022.
7. Approval for the publication of financial results of the Company.
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- 17 . To discuss & consider Issue of Equity Shares / Warrants On Preferential Allotment Basis to Strategic Investors and formula for appointment of Fresh Directors based on Investment proposed by the strategic investors.
18. Take Note On Record UBO Disclosure From M/S. Nepz Pack Industrial Private Limited And M/S. Stable Packaging Private Limited M/S. Doon Valley Foods Private Limited
19. Taking On Record Certificate Under Section 164 (2) (A) And (B) Of The Companies Act, 2013 From The Directors To Appointed And Reappointed.
20. To approve Board Report along with Corporate Governance Report, Management Discussion and Analysis and all other necessary Annexure for the financial year ended March 31, 2022.
21. To Appoint Scrutinizer For Conducting E-Voting And Poll Process For Annual General Meeting Of The Company.
22. To Consider And Approve Directors' Responsibility Statement For Being Inclusion In Board's Report.
23. Approval Of Extract Of Annual Return
24. Ascertainment Of Mr. Sanjiv Kumar Kakkar (Din: 02434426) Director Retiring By Rotation.
25. To take on record certificate under section 164 (2) (a) and (b) of the companies act, 2013 from the directors to appointed and reappointed.

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27. Appointment of CSDL for e-voting platform.
28. Approval of Annual Report on Corporate Governance forming part of Annual Report.
29. Review of Risk Factors.
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31. Certificate of Non-Disqualification of Directors.
32. Placing Of Quarterly Corporate Governance Report For Approval Of The Board for The Quarter June 30, 2022.
33. Statement Of Investors' Complain For The Quarter June 30, 2022 Under Regulation 13(3) Of The SEBI (LODR) Regulations, 2015.
34. Any other matter with the permission of chair.

Mamta Sharma



Mamta Sharma
Company Secretary

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**NOTES ON AGENDA ITEMS OF 2ND BOARD MEETING FOR THE YEAR 2022-23
(BM/2/2022-23):**

1. ITEM NO. 1: TO APPOINT THE CHAIRMAN OF THE MEETING

Mr. Man Mohan Malik, Chairman of the company shall take the chair and shall be welcomed by the members of the Board.

2. ITEM NO. 2: TO HAVE A ROLL CALL FOR EVERY DIRECTOR AND SECRETARY CONFIRMING THEIR PARTICIPATION THROUGH ELECTRONIC MODE AND CONFIRM THE PRESENCE OF QUORUM TO START THE MEETING

All the Directors and secretary will confirm their participation and Chairman will confirm the presence of quorum of the meeting.

3. ITEM NO. 3: TO GRANT LEAVE OF ABSENCE

Leave of absence may be grant to the Directors not attending the Board Meeting due to unavoidable circumstances.

4. ITEM NO. 4: TO CONFIRM THE MINUTES OF THE PREVIOUS BOARD MEETING

Minutes of 1st Board meeting for the year 2022-23 held on 30th May, 2022 which was circulated amongst the director of the company and shall be placed in the meeting for confirmation and signatures by the chairman of the meeting.

5. ITEM NO. 5: TO CONSIDER AND APPROVE UN-AUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE QUARTER ENDED JUNE 30, 2022

Pursuant to the provisions of Regulation 33 and any other applicable provisions, if any, of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 and Companies Act, 2013, the Board shall approve the Audited Financial Result along with Audit report of the Company for the Quarter ended on June 30th, 2022.

6. ITEM NO. 6: AUDITORS' LIMITED REVIEW REPORT ON UN-AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2022

Limited Review Report on the quarterly results of the Company for the quarter ended 30th June, 2022 shall be place before the meeting for approval.

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7. ITEM NO. 7: APPROVAL FOR THE PUBLICATION OF FINANCIAL RESULTS OF THE COMPANY

The Board is requested to consider and approve publication of financial results for the quarter ended on June 30, 2022.

8. ITEM NO. 8: DISCUSSION ON WAYS & MEANS TO RAMP-UP PRODUCTION TO FULFIL HEAVY BACKLOG IN EXPORT ORDERS.

The chairman will discuss with the board on production and fulfil heavy backlog in export orders.

9. ITEM NO. 9: REVIVAL OF APPETIZER LINE AT HIMACHAL PLANT.

Chairman inform the board progress on revival of Appetizer line at Himachal Plant to substitute production of export products that have been abruptly stopped due to Fire in Vadnagar plant.

10. ITEM NO.10: DISCUSS PROGRESS ON SURVEY & ASSESSMENT OF INSURANCE CLAIM.

The Board will be discuss on the survey and assessment of insurance claim.

11. ITEM NO.11: DISCUSS CASH FLOW ISSUES TO MEET ALL LIABILITIES & OBLIGATIONS FOR SMOOTH OPERATIONS.

The chairman informs the board cash flow issues to meet the all liabilities & obligation for the purpose of smooth operations.

12. ITEM NO.12: TO DELIBERATE ON RECONSTRUCTION OF BURNT OUT PREMISES & RELOCATION OF FRENCH FRY LINE OF 10 TPH IMPORTED UNDER EOJ.

The chairman informs the board about the reconstruction of burnt out premises and relocation of French fry line.

13. ITEM NO.13: TO DISCUSS THE PLANS TO PAY BALANCE AMOUNT OF OTS TO BANKS WITHIN THE CURRENT FINANCIAL YEAR.

The chairman inform the board paid OTS to banks Rs. 2.10 Crores in the quarter of June 2022 and chairman discuss the plans to pay remaining balance amount of OTS to banks in the current financial year 2022-23.


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14. ITEM NO. 14: TO DECIDE DATE, VENUE AND TIME OF 31ST ANNUAL GENERAL MEETING OF THE COMPANY

The board needs to decide the suitable date, venue and time for conducting 31ST Annual General Meeting.

15. ITEM NO.15: TO APPROVE THE NOTICE OF 31ST ANNUAL GENERAL MEETING OF THE COMPANY

The chairman shall place the Notice of 30ST Annual General Meeting of the Company for their approval subject to some modification, if any.

16. ITEM NO. 16: TO FIX DATE OF CLOSURE OF REGISTER OF MEMBERS AND E-VOTING PERIOD

The Board is requested to fix the date of closure of register of members and e-voting period.

17. ITEM NO.17: TO DISCUSS & CONSIDER ISSUE OF EQUITY SHARES / WARRANTS ON PREFERENTIAL ALLOTMENT BASIS TO STRATEGIC INVESTORS AND FORMULA FOR APPOINTMENT OF FRESH DIRECTORS BASED ON INVESTMENT PROPOSED BY THE STRATEGIC INVESTORS.

The chairman informed the board the BSE has kept reservation on the application for preferential issue of Doon Valley on the required Disclosure as per SEBI ICDR regulations, hence we want the approval of the Members to allot the Shares 24,61,539 & Warrants 18,46,154 to Doon Valley with the required UBO Disclosure made in notice

we hereby propose fresh issuing fully paid up equity share on preferential basis to M/s. Doon Valley Foods Private Limited on preferential basis at the price under SEBI guidelines; in pursuant to Section 42 and Section 62 of Companies Act 2013 and SEBI (Issue of Capital and Disclosure Requirements) Regulations 2009, subject to the approval of the members.

“RESOLVED THAT pursuant to the provisions of Section 42, 62(c) and other provisions, applicable, if any, of the Companies Act, 2013 read with Companies (Prospectus and allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 including any statutory enactment, modification etc. thereto, the consent of the Board of Directors of the Company be and is hereby accorded for issue and allot up to Rs. 70,000,011.25 fully paid up Equity Shares and share warrants on preferential basis for consideration other than cash to promoters and non-promoters as per the pricing rules mentioned under Regulation 76 SEBI (ICDR) Regulations.”

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18. ITEM NO18.: TAKE NOTE ON RECORD UBO DISCLOSURE FROM M/S. NEPZ PACK INDUSTRIAL PRIVATE LIMITED AND M/S. STABLE PACKAGING PRIVATE LIMITED M/S. DOON VALLEY FOODS PRIVATE LIMITED

BSE require the UBO disclosure for preferential issue from NEPZ Pack industrial private limited, Stable Packaging Private Limited and Doon Valley Foods Private Limited.

19. ITEM NO. 19: TAKING ON RECORD CERTIFICATE UNDER SECTION 164 (2) (A) AND (B) OF THE COMPANIES ACT, 2013 FROM THE DIRECTORS TO APPOINTED AND REAPPOINTED

20. ITEM NO. 20: TO APPROVE BOARD REPORT ALONG WITH CORPORATE GOVERNANCE REPORT, MANAGEMENT DISCUSSION & ANALYSIS AND ALL OTHER NECESSARY ANNEXURE FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

The Chairperson shall place before the Board, the draft Boards Report along with corporate governance report, management discussion & analysis and all other necessary annexure for the financial year ended march 31, 2022 of the Company, for the approval of Board subject to some modification, if any.

21. ITEM NO. 21: TO APPOINT SCRUTINIZER FOR CONDUCTING E-VOTING AND POLL PROCESS FOR ANNUAL GENERAL MEETING OF THE COMPANY

The chairman shall place the appointment letter of M/s. RBS & Co. & , Company Secretaries as a scrutinizer for conducting e-voting at 31st Annual General Meeting of the company.

22. ITEM NO. 22: TO CONSIDER AND APPROVE DIRECTORS' RESPONSIBILITY STATEMENT FOR BEING INCLUSION IN BOARD'S REPORT

The Chairperson shall place before the Board the Directors' Responsibility Statement for inclusion in Board Report for the year ended on 31st March, 2022.

23. ITEM NO. 23: APPROVAL OF EXTRACT OF ANNUAL RETURN

The Chairperson shall place before the Board the extract of Annual return for inclusion in Board Report for the year ended on 31st March, 2022.

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24. ITEM NO.24: ASCERTAINMENT OF MR. SANJIV KUMAR KAKKAR (DIN: 02434426) DIRECTOR RETIRING BY ROTATION

It was ascertained that in terms of Section 152 (6) of the Companies Act, 2013, Mr. Sanjiv Kumar Kakkar (DIN: 02434426), Executive Director being longest in the office, would be liable to retire by rotation at the forthcoming Annual General Meeting.

25. ITEM NO. 25: TAKING ON RECORD CERTIFICATE UNDER SECTION 164 (2) (A) AND (B) OF THE COMPANIES ACT, 2013 FROM THE DIRECTORS TO APPOINTED AND REAPPOINTED

The Board is requested to take on record certificate under section 164 (2) (a) and (b) of the companies act, 2013 from the directors to appointed and reappointed.

26. ITEM NO. 26: FIXATION OF RECORD DATE/CUT OFF DATE FOR THE PURPOSES OF SENDING NOTICE TO THE SHAREHOLDERS OF AGM AND CUT OFF DATE FOR VOTING

The Board is requested to fix the date of Record Date/Cut Off date for the purposes of sending notice to the shareholders of AGM and cut off date for voting.

27. ITEM NO. 27: APPOINTMENT OF CSDL FOR E-VOTING PLATFORM

Consent of the Board of Directors of the Company required appointing Central Depository Service Limited (CDSL) as the provider of e-voting platform facilities pertaining to 30th Annual General Meeting.

28. ITEM NO. 28: APPROVAL OF ANNUAL REPORT ON CORPORATE GOVERNANCE FORMING PART OF ANNUAL REPORT

The Chairperson shall place before the Board Annual Report on Corporate Governance forming part of Annual Report for the approval of Board.

29. ITEM NO. 29: REVIEW OF RISK FACTORS

The Chairman shall place before the meeting a statement containing details of the "Risk Factors" affecting or possibilities to affect the operation of the Company. Further, the Chairman took suggestion to overcome these "risk factors".


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30. ITEM NO. 30: TAKING ON RECORD SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR 2021-22

The chairman place before the meeting Secretarial Audit Report (SAR) being a part of Directors Report of the Company for the year ended March 31, 2022.

31. ITEM NO. 31: CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

As required by item 10(i) of clause C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with regulation 34(3) of the said Listing Regulations a certificate regarding this was given by RBS & Co.

32. ITEM NO. 32: PLACING OF QUARTERLY CORPORATE GOVERNANCE REPORT FOR APPROVAL OF THE BOARD FOR THE QUARTER JUNE 30, 2022

The Meeting shall discuss in details Regulation 27 (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR). The Compliance Officer shall place before the meeting Quarterly Compliance Report on Corporate Governance as required to be approved by the Board of Directors.

33. ITEM NO. 33: STATEMENT OF INVESTORS' COMPLAIN FOR THE QUARTER JUNE 30, 2022 UNDER REGULATION 13(3) OF THE SEBI (LODR) REGULATIONS, 2015

In Compliance with regulation 13(3) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed off during the quarter and those Remaining unresolved at the end of the quarter, is required to be filed with the recognized stock exchange(s) on a quarterly basis, within twenty one days from the end of each quarter.

Also, pursuant to regulation 13(4) the said statement as specified in regulation 13 (3) shall be placed before the Board of Directors.

In light of the above regulations, the said statement for the quarter ended 30th June, 2022 has been submitted to the Bombay Stock Exchange, Mumbai. The Board is requested to take note of the same.

34. ITEM NO. 34: ANY OTHER MATTER

Discuss any other matter with the permission of the chairman.

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