



TRANSCRIPT OF THE 01ST EXTRA-ORDINARY GENERAL MEETING OF HIMALAYA FOOD INTERNATIONAL LIMITED HELD ON FRIDAY, OCTOBER 27, 2023

Company Secretary

Dear Shareholders, Good evening!

I, Manpreet Kaur, Company Secretary of HIMALAYA FOOD INTERNATIONAL LIMITED extend a warm welcome to all of you to the 1st Extra-Ordinary General Meeting of the Company for the F.Y. 2023-24.

In accordance with the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI, this meeting is being held through Video-conferencing.

Before we commence, I would like to highlight certain points regarding participation in this meeting:

- The facility of joining the EGM through Video-conferencing is being made available to the members on a first come first serve basis.
- All members joining this meeting are by default placed on mute mode to avoid the noise arising from the background and to ensure smooth and seamless conduct of this meeting.
- During the Q&A session, the name of the registered speaker shareholder will be announced. They will thereafter be unmuted by the host of the EGM and will be allowed to express their views. Each speaker will be allotted three minutes and I request each speaker to adhere to this time to ensure effectiveness of the meeting and to provide equal opportunity to other speakers.
- If there is any connectivity issue at the speaker shareholder's end, we will request the next speaker shareholder to join the meeting and the former one will be requested to join later.
- The queries received at the email address of the Company and asked in the meeting will be answered in the meeting or by email to the respective shareholder.
- Since this meeting is being held electronically, the physical attendance of the members has been dispensed with and the requirement of appointing proxy is not applicable.
- Members attending the meeting through VC shall be counted for the purpose of quorum.

 **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

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Vadnagar, Mehsana
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Telefax.: +91-2761-305030



- Please note that as per the requirement the proceedings of the EGM will be recorded and the transcript of the same will be made available on the website of the Company.
- The members were provided an opportunity to inspect all documents electronically referred to in the notice by writing to the company at its email ID till the date of EGM. Members seeking to inspect the documents may send their request to the email id of the Company.
- The registered office of the Company situated at New Delhi shall be the deemed venue for this EGM.
- Now, I would like to introduce the Directors who are present in this meeting through Video- Conferencing:
 - ✓ **Mr. Man Mohan Malik**- Managing Director & Member of Audit Committee
 - ✓ **Mrs. Sangita Malik** – Executive Director & Member of Stakeholder Relationship Committee
 - ✓ **Mr. Surendra Kumar Kaushik** - Independent Director & Member of Audit Committee & NRC Committee
 - ✓ **Mrs. Neelam Khanna** - Independent Director & Member of Audit Committee, NRC Committee & Stakeholder Relationship Committee
 - ✓ **Mr. Sanjiv Kakkar** – Executive Director
- Further, Mr. Sunil Kumar Khera, Independent Director of the company, is not present in this meeting due to some personal reasons and prior commitments.
- Since, Mr. Man Mohan Malik, Chairman of the Board has expressed his unwillingness to act as the Chairman for this meeting and also being an Interested Director for the proposed resolution cannot act as Chairman for this meeting, I would request the Board of Directors to elect the Chairperson of this EGM.

Mr. Sanjiv Kakkar

I propose the name of Mr. Surendra Kumar Kaushik to be the Chairman of this EGM

Mrs. Sangita Malik

I hereby grant my consent for the same.

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Mr. Man Mohan Malik I hereby grant my consent for the same.

Mrs. Neelam Khanna I hereby grant my consent for the same.

Company Secretary So, with the consent of all the Directors present Mr. Surendra Kumar Kaushik is unanimously elected as Chairman for the 1st EGM for the FY 2023-24.

Mr. Surendra Kumar Kaushik Dear Members,

It is my pleasure to welcome the members at the 1st EGM of your Company for the Financial Year 2023-24.

Since the requisite quorum is present, I hereby call the meeting to order. This EGM is being convened in order to seek approval for availing loan from the Promoter & Promoter Group with an option to convert into equity shares.

Company Secretary Thankyou Sir

Pursuant to the provisions of Companies Act 2013 and the SEBI Listing Regulations, the company has provided facility for voting by electronic means to all its members. For this purpose, the company has engaged CDSL for facilitating voting through electronic means as the authorized agency. The company has provided remote e-voting facility to all the persons who were members as on October 20, 2023, being the cutoff date for vote on all the resolutions set out in the notice of EGM.

Member attending the EGM today who have not cast their vote by remote e-voting are entitled to exercise their right to vote by e-voting during this EGM.

The results will be declared on or before 48 hours after considering the e-voting done today by members participating in this EGM and also the remote e-voting already done by certain members.

The result declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL immediately. The Company shall simultaneously forward the results to stock exchange i.e., BSE Limited where the shares of the Company are listed. As the meeting is convened through Video conferencing today and resolutions have already been put to vote through remote e-voting, so the requirement to propose and second is not applicable.

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We now move on to our discussion with members who have registered themselves for raising their queries or to express their views with regard to the matter to be placed at the EGM.

****Q & A session****

The management responded to the queries of the members and provided clarifications suitably.

Company Secretary

Dear shareholders, thank you for joining and participating in today's EGM.


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