



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with 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	29246485	17407481	59.5199	17407481	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	29246485	17407481	59.5199	17407481	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	28626399	4921112	17.1908	4900783	20329	99.5869	0.4131
	Poll							
	Postal Ballot (if applicable)							
	Total	28626399	4921112	17.1908	4900783	20329	99.5869	0.4131
Total		57872884	22328593	38.5821	22308264	20329	99.9090	0.0910
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

# Himalaya Food International Ltd.

CIN : L70102DL1992PLC047399      Formerly known as Himalaya International Ltd.

Contact@HimalayaFoodCompany.com

www.HimalayaFoodCompany.com

Registered Office :  
118, 1st Floor, 12 Gagandeep Building  
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Tel.: +91-11-45108609

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Himachal Pradesh - 173 025  
Tel.: +91-1704-223494, Fax:225178

Plants

Vadnagar, Mehsana  
Gujarat - 384 355  
Telefax.: +91-2761-305030



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 Mrs. Sangita Malik (DIN: 02428506), who retires from the office by rotation, and being eligible, offers herself for re-appointment				
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	29246485	10099868	34.5336	10099868	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	29246485	10099868	34.5336	10099868	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	28626399	4921112	17.1908	4893336	27776	99.4356	0.5644
	Poll							
	Postal Ballot (if applicable)							
	Total	28626399	4921112	17.1908	4893336	27776	99.4356	0.5644
Total		57872884	15020980	25.9551	14993204	27776	99.8151	0.1849
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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### Resolution (3)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Sanjiv Kumar Kakkar (DIN: 02434426) as an Executive 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	29246485	12519788	42.8078	12519788	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	29246485	12519788	42.8078	12519788	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	28626399	4921112	17.1908	4893216	27896	99.4331	0.5669
	Poll							
	Postal Ballot (if applicable)							
	Total	28626399	4921112	17.1908	4893216	27896	99.4331	0.5669
Total		57872884	17440900	30.1366	17413004	27896	99.8401	0.1599
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Sale of unit located at Shubhkera, Paonta Sahib and relocation of the operations				
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	29246485	17407481	59.5199	17407481	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	29246485	17407481	59.5199	17407481	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	28626399	4921112	17.1908	4893517	27595	99.4393	0.5607
	Poll							
	Postal Ballot (if applicable)							
	Total	28626399	4921112	17.1908	4893517	27595	99.4393	0.5607
Total		57872884	22328593	38.5821	22300998	27595	99.8764	0.1236
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

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### Resolution (5)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Availing loan facilities from Promoter and Promoter Group with an option to convert into equity shares				
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	29246485	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	29246485	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	28626399	52334	0.1828	31987	20347	61.1209	38.8791
	Poll							
	Postal Ballot (if applicable)							
	Total	28626399	52334	0.1828	31987	20347	61.1209	38.8791
Total		57872884	52334	0.0904	31987	20347	61.1209	38.8791
Whether resolution is Pass or Not.							No	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in the authorised share capital of the Company and consequential amendment to Memorandum of Association 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	29246485	17407481	59.5199	17407481	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	29246485	17407481	59.5199	17407481	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	28626399	4921112	17.1908	4900765	20347	99.5865	0.4135
	Poll							
	Postal Ballot (if applicable)							
	Total	28626399	4921112	17.1908	4900765	20347	99.5865	0.4135
Total		57872884	22328593	38.5821	22308246	20347	99.9089	0.0911
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for further issue of equity shares				
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	29246485	17407481	59.5199	17407481	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	29246485	17407481	59.5199	17407481	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	28626399	4921112	17.1908	4900765	20347	99.5865	0.4135
	Poll							
	Postal Ballot (if applicable)							
	Total	28626399	4921112	17.1908	4900765	20347	99.5865	0.4135
Total		57872884	22328593	38.5821	22308246	20347	99.9089	0.0911
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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**RBS & CO.**

**Company Secretaries**

**13/42B, Yaduvanshi Complex, Tilak Nagar, New Delhi-110018**

**Email: Rbsadvisory@gmail.com**

**Tel. No: 9782562703, 9717371836**

**FORM NO. MGT - 13**

**Report of Scrutinizer(s)**

**[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 (4) (xii) and Rule 21 (2) Companies (Management and Administration) Rules, 2014]**

**Scrutinizer Report**

To,  
The Chairman,

**32<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Himalaya Food International Limited on September 20<sup>th</sup> 2023 at 05.00 P.M. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM)**

Dear Sir,

I, Rahul Sharma (Membership No F12709), Practicing Company Secretary, having our office at 13/42B, Yaduvanshi Complex, Opposite Hanuman Mandir, Tilak Nagar, New Delhi-110018, was appointed as the scrutinizer of **Himalaya Food International Limited** ("the Company") for the purpose of scrutinizing the E-Voting (both Remote E-voting and Insta poll) process, in a fair and transparent manner and ascertaining the requisite majority on e-voting, carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, on the below mentioned resolution (s) at the 32<sup>nd</sup> Annual General Meeting ("AGM") of the Equity Shareholders of the Company, held on September 20<sup>th</sup>, 2023 at 05.00 P.M. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) and deemed to be conducted at the Registered office of the Company at 118, 1<sup>st</sup> Floor, 12 Gagandeep Building Rajendra Place New Delhi Central Delhi 110008. We hereby submit our Report on consolidated voting as under:

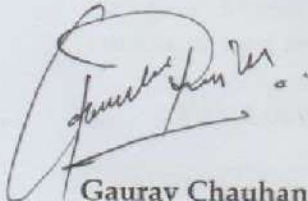
1. In terms of General Circular Nos 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) the company had sent the AGM Notice dated 24<sup>th</sup> August 2023 through electronic mode to those members whose e-mail addresses were registered with the Company/Depositories.





Accordingly, the communication of assent and dissent of members on the Resolution(s) proposed in the AGM Notice dated 24<sup>th</sup> August, 2023 took place, only through the remote e-voting system and e-voting system during the AGM.

2. The e-voting facility, for e-voting prior to AGM (remote e-voting) and e-voting during the AGM by electronics means (Insta Poll) , was provided by Central Depository Services (India) Limited ("CDSL").
3. The remote e-voting remained open from Sunday, 17<sup>th</sup> September, 2023 at 09.00 A.M. to Tuesday, 19<sup>th</sup> September, 2023 up to 05.00 P.M.
4. The members holding shares as on the "cut off" date i.e. September 13<sup>th</sup>, 2023 were entitled to vote on the proposed resolutions (item no(s). 1 to 7 as set out in the Notice dated 24<sup>th</sup> August 2023 convening this 32<sup>nd</sup> Annual General Meeting of Himalaya Food International Limited.
5. The facility for e-voting (Insta Poll) was provided at the 32<sup>nd</sup> Annual General Meeting on Wednesday, September 20<sup>th</sup>, 2023 to those Members who attended the meeting but did not vote through remote e-voting facility, and such e-voting (Insta Poll) was provided for 15 minutes.
6. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited i.e. [https:// evotingindia.com](https://evotingindia.com) containing information for both i.e. remote e-voting and votes by e-voting during the AGM (Insta Poll).
7. The combined result of remote e-voting and votes by e-voting during the AGM (Insta Poll), is as under:



Gaurav Chauhan



Geetanjali

- i. I have scrutinized and reviewed the remote e-voting based on the data downloaded from the CDSL E-voting system, at [evotingindia.com](https://evotingindia.com).



Item No. 1 As an Ordinary Resolution: To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of resolution:

Mode of Voting	Number of members voted	Number of votes cast in favour of resolution	% of the total number of valid votes cast
Remote E-voting	173	22307965	99.91
Insta Poll	20	299	100

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast against the resolution	% of the total number of valid votes cast
Remote e-voting	24	20329	0.09
Insta Poll	-	-	-

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid (includes abstain votes)	Total number of votes cast by them
-	-

Item No. 2 As an Ordinary Resolution: To appoint a director in place of Mrs. Sangita Malik (DIN: 02428506), who retires from the office by rotation, and being eligible, offers herself for re-appointment.

(i) Voted in favour of resolution:

Mode of Voting	Number of members voted	Number of votes cast in favour of resolution	% of the total number of valid votes cast
Remote E-voting	167	14992905	99.82
Insta Poll	20	299	100

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast against the resolution	% of the total number of valid votes cast
Remote E-voting	27	27776	0.18
Insta Poll	-	-	-





(iii) **Invalid votes:**

Total numbers of members whose votes were declared invalid (includes abstain votes)	Total number of votes cast by them
-	-

**Item No. 3 As an Ordinary Resolution: Re-appointment of Mr. Sanjiv Kumar Kakkar (DIN: 02434426) as an Executive Director of the Company.**

(i) **Voted in favour of resolution:**

Mode of Voting	Number of members voted	Number of votes cast in favour of resolution	% of the total number of valid votes cast
Remote E-voting	169	17412705	99.84
Insta Poll	20	299	100

(ii) **Voted against the resolution:**

Mode of Voting	Number of members voted	Number of votes cast against the resolution	% of the total number of valid votes cast
Remote E-voting	26	27896	0.16
Insta Poll	-	-	-

(iii) **Invalid votes:**

Total numbers of members whose votes were declared invalid (includes abstain votes)	Total number of votes cast by them
-	-

**Item No. 4 As a Special Resolution: Sale of unit located at Shubhkera, Paonta Sahib and relocation of the operations.**

(i) **Voted in favour of resolution:**

Mode of Voting	Number of members voted	Number of votes cast in favour of resolution	% of the total number of valid votes cast
Remote E-voting	171	22300699	99.88
Insta Poll	20	299	100





(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast against the resolution	% of the total number of valid votes cast
Remote E-voting	26	27595	0.12
Insta Poll	-	-	-

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid (includes abstain votes)	Total number of votes cast by them
-	-

**Item No. 5 As a Special Resolution: Availing loan facilities from Promoter and Promoter Group with an option to convert into equity shares.**

(i) Voted in favour of resolution:

Mode of Voting	Number of members voted	Number of votes cast in favour of resolution	% of the total number of valid votes cast
Remote E-voting	164	31688	60.9
Insta Poll	20	299	100

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast against the resolution	% of the total number of valid votes cast
Remote E-voting	25	20347	39.1
Insta Poll	-	-	-

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid (includes abstain votes)	Total number of votes cast by them
-	-



**Item No. 6 As an Ordinary Resolution: Increase in the authorised share capital of the Company and consequential amendment to Memorandum of Association of the Company.**

**(i) Voted in favour of resolution:**

Mode of Voting	Number of members voted	Number of votes cast in favour of resolution	% of the total number of valid votes cast
Remote E-voting	172	22307947	99.91
Insta Poll	20	299	100

**(ii) Voted against the resolution:**

Mode of Voting	Number of members voted	Number of votes cast against the resolution	% of the total number of valid votes cast
Remote E-voting	25	20347	0.09
Insta Poll	-	-	-

**(iii) Invalid votes:**

Total numbers of members whose votes were declared invalid (includes abstain votes)	Total number of votes cast by them
-	-

**Item No. 7 As a Special Resolution: Approval for further issue of equity shares.**

**(i) Voted in favour of resolution:**

Mode of Voting	Number of members voted	Number of votes cast in favour of resolution	% of the total number of valid votes cast
Remote E-voting	172	22307947	99.91
Insta Poll	20	299	100

**(ii) Voted against the resolution:**

Mode of Voting	Number of members voted	Number of votes cast against the resolution	% of the total number of valid votes cast
Remote E-voting	25	20347	0.09
Insta Poll	-	-	-



(iii) Invalid votes:

Total numbers of members whose votes were declared invalid (includes abstain votes)	Total number of votes cast by them
-	-

5. Custody of Records

All electronic data and relevant records of e-voting have been handed over to the Company Secretary for safe keeping.

Thanking you,

Yours truly,

For FCS & CO  
Partner  
Firm No. 18750  
Company Secretaries

FCS Rahul Sharma  
Managing Partner

M. No.:12709

CP No:18610

UDIN: F012709E001053056

Date: 21/09/2023

Place: New Delhi

Encl.: As above