



# Hindustan Foods Limited

A Vanity Case Group Company

**Registered Office:** Office No.3, Level-2, Centrium, Phoenix Market City,  
15, Lal Bahadur Shastri Road, Kurla (West), Mumbai, Maharashtra, India. 400 070.  
Email: [business@thevanitycase.com](mailto:business@thevanitycase.com) Website: [www.hindustanfoodslimited.com](http://www.hindustanfoodslimited.com)  
Tel. No. +91-22-61801700 / 01 CIN: L15139MH1984PLC316003

Company Scrip Code: 519126

Date: 18<sup>th</sup> September, 2020

The General Manager  
Department of Corporate Services  
BSE Limited  
Floor 25, P. J. Towers, Dalal Street,  
Mumbai-400 001.  
Tel : (022) 2272 1233 / 34

Through Listing Centre

Dear Sir /Madam,

**Sub: Proceedings of 35<sup>th</sup> Annual General Meeting of the Members of the Company held on 18<sup>th</sup> September, 2020**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, enclosed herewith is the summary of the proceedings of the 35<sup>th</sup> Annual General Meeting of the Members of the Company held on Friday, 18<sup>th</sup> September, 2020 at 11.30 a.m. through Video Conference facility ('VC') or Other Audio - Visual Means ('OAVM') and the deemed venue was the Registered Office of the Company at Office no. 3, level-2, Centrium, Phoenix Market City, 15, LBS road, Kurla (West), Mumbai - 400 070. The AGM was concluded on 12:15 p.m.

You are requested to take the same on record.

Yours faithfully,  
For HINDUSTAN FOODS LIMITED

  
Bankim Purohit  
Company Secretary  
ACS 21865



Encl.: As above



## SUMMARY OF PROCEEDINGS OF 35<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF HINDUSTAN FOODS LIMITED

The 35th Annual General Meeting of the Members of Hindustan Foods Limited (the "Company") was held on Friday, 18th September, 2020 at 11.30 am, through Video Conference facility ('VC') or Other Audio - Visual Means ('OAVM').

1. The Company Secretary welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through Video Conferencing. Also, briefed the Members that Considering the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs has vide its various circulars and also the circular of the Securities and Exchange Board of India ("SEBI") Circular dated May 12, 2020, has permitted to hold the AGM through VC or OAVM, without physical presence of Members at a common venue. Accordingly, the 35th AGM of the Members of the Company was conducted through VC/OAVM only.
2. Mr. Shrinivas V Dempo, Chairman of the Company, chaired the Meeting Virtually from Goa. The Chairman welcomed the Members present at the 35<sup>th</sup> Annual General Meeting of the Members of the Company.
3. The number of shareholders as on record date 11<sup>th</sup> September, 2020 was 10791
4. The Chairman informed that the Company had received 10 (Ten) Corporate Representations from corporate shareholders for 1,19,50,405 (56.38 % of capital) Equity Shares.
5. As per the attendance record the following are details of number of shareholders present in the meeting:

Category	Promoter and Promoter group	Public	Total
In person	2	54	56
Through Authorised representative	2	8	10
Through Proxy	-	-	-
<b>Total</b>	<b>4</b>	<b>62</b>	<b>66</b>

6. The Chairman called the meeting to order as requisite quorum was present. All the Directors attended the AGM through Video Conferencing. The Chairman introduced the Directors, Company Secretary and Management Committee Members. The Chairman was pleased to note that all the Directors were present at the Meeting except Mr. Sandeep Mehta, Independent Director, due to his preoccupation. Leave of absence was granted to Mr. Sandeep Mehta.
7. Leave of absence was granted to the Statutory Auditors M/s. MSKA & Associates, Chartered Accountants of the Company, due to their preoccupation. The Chairman informed that Mr. Pankaj Desai, Practicing Company Secretary and Secretarial Auditor of the Company was also present at the meeting.







8. With the consent of the Members present, the Notice of the 35<sup>th</sup> Annual General Meeting along with the Explanatory Statements was taken as read. The Chairman further informed the Members that there were no qualifications or observations or adverse remarks in the Report of the Statutory Auditor on the Audited Financial Statements of the Company for the financial year ended March 31, 2020 and in the Report of the Secretarial Auditor, and hence the said Reports were taken as read, with the consent of the Members present.
9. The Chairman then informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the Listing Regulations, the Company had provided the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 am. on Tuesday, 15<sup>th</sup> September, 2020 and ended at 5.00 pm. on Thursday, 17<sup>th</sup> September, 2020 and that the facility of voting was also made available during the AGM to those Members who did not cast his/her vote earlier through remote e-voting.
10. The Chairman then informed the Members that, the Board of Directors of the Company had appointed Mr. Vivek Gagar, Practising Chartered Accountant, as the Scrutiniser for the purpose of scrutinising the process of remote e-voting and e-voting during AGM in fair and transparent manner.
11. Thereafter, the Chairman delivered his speech, highlighting Business and Financial Performance, future outlook, Corporate Governance and Ethical management etc. A copy of the Chairman's speech is also delivered to Stock Exchange i.e BSE Limited separately.
12. The following resolutions as set out in the Notice convening the 35<sup>th</sup> Annual General Meeting were put to vote by remote e-voting and e-voting during the AGM

<b>Item No.</b>	<b>Gist of the Resolution</b>	<b>Resolution required</b>
1.	<i>Adoption of Audited Standalone Financial Statements, Directors' Report &amp; Auditors' Report for the financial year ended March 31, 2020</i>	Ordinary
2.	<i>Adoption of Audited Consolidated Financial Statements and Auditors' Report for the financial year ended March 31, 2020.</i>	Ordinary
3.	<i>Re-appointment of Mr. Sarjit Singh Bedi (DIN: 07710419) as Director, who retires by rotation.</i>	Ordinary
4.	<i>Appointment of Mr. Harsha Raghavan (DIN: 01761512) as a Non-executive Director of the Company</i>	Ordinary
5.	<i>Ratification of Remuneration payable to Mr. Sameer R Kothari (DIN: 01361343) Managing Director of the Company</i>	Special
6.	<i>Approval for Re-appointment and Remuneration payable to Mr. Ganesh T Argekar (DIN:06865379), Whole-time Director designated as Executive Director</i>	Special

13. The Chairman then invited the Members to express their views, ask questions and seek clarifications on the operations and the financial performance of the Company. The Members were given an opportunity to speak in the order in which they had registered their names. After giving sufficient time to all Members who wished to speak, the Managing Director of the Company and the CFO of the Company appropriately responded to the queries raised by them.





14. The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting through video conference and stated that e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote.
15. The Chairman informed the members that the combined results of voting (remote voting and voting during the AGM) along with the Scrutinizers' Consolidated Report shall be declared within 48 hours of the Meeting and would be communicated to the Stock Exchange where equity shares of the Company are listed. The combined results shall also be uploaded on the website of the Company at [www.hindustanfoodslimited.com](http://www.hindustanfoodslimited.com) and Link Intime India Private Limited, R & T Agents of the Company at [www.linkintime.co.in](http://www.linkintime.co.in) simultaneously, and displayed on the Notice Board of the Registered Office of the Company.
16. The Chairman also thanked the Directors joining the Meeting virtually through Video Conferencing.

The Meeting concluded at 12:15 pm. after the Members present at the Meeting casted their votes through e – voting facility made available by RTA, Link Intime India Private Limited.

The above is for your information, records and reference. Please note that this document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

You are requested to take the same on record.

Thanking you,

Yours faithfully,  
For **HINDUSTAN FOODS LIMITED**

  
**Bankim Purohit**  
*Company Secretary*  
ACS 21865

