



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, Website: www.hindustanfoodslimited.com
Tel. No.: +91 22 6980 1700/01, CIN: L15139MH1984PLC316003

Company Scrip Code: 519126

Date: 22nd September, 2022

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 the 37th Annual General Meeting of the Members of the Company held on 22nd September, 2022

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 37th Annual General Meeting ('AGM') of the Members of the Company held on Thursday, 22nd September, 2022 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 at 12:45 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





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SUMMARY OF PROCEEDINGS OF THE 37TH ANNUAL GENERAL MEETING OF THE MEMBERS OF HINDUSTAN FOODS LIMITED

The 37th Annual General Meeting ('AGM') of the Members of the Hindustan Foods Limited (the "Company") was held on Thursday, 22nd September, 2022 at 11.30 am, through Video Conference facility ('VC') or Other Audio - Visual Means ('OAVM').

1. The Company Secretary welcomed the Members to the AGM and briefed them on certain points relating to the participation at the Meeting through VC/OAVM. Also, briefed the Members that through various circulars of the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI"), has permitted to hold the AGM through VC or OAVM, without physical presence of Members at a common venue. Accordingly, the 37th 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 37th AGM of the Members of the Company.
3. The number of Shareholders as on record date i.e. 15th September, 2022 was 49,188.
4. The Chairman informed that the Company had received 8 (Eight) Corporate Representations from Corporate Shareholders for 6,08,47,040 (53.97% 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	3	42	45
Through Authorised representative	2	5	7
Through Proxy	-	-	-
Total	5	47	52

6. The Chairman called the Meeting to order as requisite quorum was present. 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 and Mr Harsha Raghvan. Leave of absence was granted to Mr Sandeep Mehta, Independent Director and Mr Harsha Raghavan, Non-Executive Director who conveyed their regret for not attending the Meeting due to their preoccupation.
7. Mr Amrish Vaidya, Chartered Accountant and Partner of M/s. M S K A & Associates, Chartered Accountants of the Company, Statutory Auditors of the Company was present through VC. The Chairman informed that Mr. Pankaj Desai, Practicing Company Secretary and Secretarial Auditor of the Company was also present at the 37th AGM, through VC.





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8. With the consent of the Members present, the Notice of the 37th AGM 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 were reported in the Report of the Statutory Auditor on the Audited Financial Statements of the Company and in the Report of the Secretarial Auditor for the Financial Year ended March 31, 2022, 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 voting by electronic means including the remote E-voting facility to the Members of the Company in respect of the resolutions to be passed at the 37th Annual General Meeting. The remote E-voting commenced at 9.00 am. on Monday, 19th September, 2022 and ended at 5.00 pm. on Wednesday, 21st September, 2022 and that the facility of voting was also made available during the AGM to those Members who had 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. Prashant Sharma, Practising Company Secretary, as the Scrutiniser for the purpose of scrutinising the process of remote E-voting and E-voting during AGM in fair and transparent manner, who was also present at the 37th AGM through VC.
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 available with the Stock Exchange i.e BSE Limited.
12. The following resolutions as set out in the Notice convening the 37th Annual General Meeting were put to vote by remote E-voting and E-voting during the AGM.





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<i>Item No.</i>	<i>Gist of the Resolutions</i>	<i>Resolution required</i>
1.	<i>Adoption of Audited Standalone Financial Statements, Directors' Report & Auditors' Report for the Financial Year ended March 31, 2022.</i>	<i>Ordinary</i>
2.	<i>Adoption of Audited Consolidated Financial Statements and Auditors' Report for the Financial Year ended March 31, 2022.</i>	<i>Ordinary</i>
3.	<i>Re-Appointment of Mr Harsha Raghavan (DIN: 01761512) as a Director, who retires by rotation at the AGM.</i>	<i>Ordinary</i>
4.	<i>Re-appointment of M/s. M S K A & Associates, Chartered Accountants (Firm Registration No. 105047W) as Statutory Auditors of the Company for a second term of 5 (five) consecutive years.</i>	<i>Ordinary</i>
5.	<i>Re-appointment of Ms Honey Vazirani (DIN: 07508803) Independent Director for the 2nd term of 5 (five) consecutive years with effect from September 23, 2022 and up to September 22, 2027.</i>	<i>Special</i>
6.	<i>Ratification of remuneration payable to the Cost Auditor.</i>	<i>Ordinary</i>
7.	<i>Increase in borrowing power in terms of Section 180 (1) (c) of the Companies Act, 2013 and authorising the Board to borrow moneys in excess of Paid-up Share Capital, free reserves and Securities Premium of the Company upto Rs. 750 Crores</i>	<i>Special</i>
8.	<i>Authorising the Board under Section 180 (1) (a) of the Companies Act, 2013 to create/ modify charge on the movable/ immovable assets including undertakings of the Company, both present and future, to secure borrowings</i>	<i>Special</i>
9.	<i>Enabling resolution for raising funds upto Rs. 300 Crores through issue of securities</i>	<i>Special</i>

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, if any. 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 VC/OAVM and stated that E-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote.





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15. The Chairman informed the Members that the combined results of voting (remote E-voting and voting during the AGM) along with the Scrutinizers' Consolidated Report shall be declared within two working days 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 and at the website of Link Intime India Private Limited, R & T Agents of the Company at www.linkintime.co.in simultaneously, and will also be displayed on the Notice Board of the Registered Office of the Company.
16. The Chairman also thanked the Board Members, KMP's, and the Management team for joining the Meeting virtually through VC/OAVM.

The Meeting concluded at 12:45 pm. after the E-voting facility which was kept open for the next 15 minutes to enable the Members to cast their vote post conclusion of the Meeting.

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