



HINDUSTAN FOODS LIMITED

A Vanity Case Group Company

A Government Recognised Star Export House

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

Date: September 15, 2023

To, The General Manager Department of Corporate Services BSE Limited Floor 25, P. J. Towers, Dalal Street, Mumbai- 400 001 Tel: (022) 2272 1233 / 34 Company Scrip Code: 519126	To, The Manager, National Stock Exchange of India Limited, Listing Department, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai 400 070 Company Symbol: HNDFDS
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Dear Sir /Madam,

Sub: Proceedings of the 38th Annual General Meeting of the Members of the Company held on September 15, 2023

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed herewith is the summary of the proceedings of the 38th Annual General Meeting ('AGM') of the Members of the Company held on Friday, September 15, 2023 at 11.30 a.m. and concluded at 12.20 p.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.

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 38TH ANNUAL GENERAL MEETING OF THE MEMBERS OF HINDUSTAN FOODS LIMITED

The 38th Annual General Meeting (**'AGM' or 'Meeting'**) of the Members of the Hindustan Foods Limited (the 'Company') was held on Friday, September 15, 2023 at 11.30 a.m., 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 38th AGM of the Members of the Company was conducted through VC/OAVM only.
2. Mr Shashi Kalathil, Chairman of the Company, chaired the Meeting Virtually from the Registered Office of the Company, Mumbai. The Chairman welcomed the Members present at the 38th AGM of the Members of the Company.
3. The number of Shareholders as on Cut-off date i.e. September 8, 2023 was 79,932.
4. The Chairman informed that, the Company had received 8 (Eight) Corporate Representations from Corporate Shareholders for 5,96,52,904 (52.91% 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	6	8
Through Proxy	0	0	0
Total	4	60	64

6. Thereafter, the Chairman called the Meeting to order as requisite quorum was present. The Chairman introduced the Directors, Company Secretary and Chief Financial Officer. The Chairman was pleased to note that all the Directors were present at the Meeting and no request for Leave of absence was granted.



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7. The Chairman further informed that, the representative of M/s. M S K A & Associates, Statutory Auditors of the Company was present through VC also, Mr. Vishal Desai, Company Secretary, representing on behalf of Mr. Pankaj S. Desai, Practicing Company Secretary and Secretarial Auditor of the Company was also present at the 38th AGM, through VC.
8. With the consent of the Members present, the Notice of the 38th 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 Statutory Auditor's Report on the Audited Financial Statements of the Company.

The Chairman further informed that, Mr. Pankaj S. Desai, Practicing Company Secretary and the Secretarial Auditor of the Company, had reported certain observations and comments in the Secretarial Audit Report for the Financial Year ended March 31, 2023. However, the observations and comments made by the Secretarial Auditor of the Company do not have any material adverse effects on the functioning of the Company. Pursuant to the provisions of Secretarial Standards – 2, clause 13.2 the Management had already given their explanations / comments which forms part of the Directors' Report.

with the consent of the Members present, the said Reports were taken as read.

9. The Chairman then informed the Members that, pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (LODR) Regulations, 2015, 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 38th Annual General Meeting. The remote E-voting commenced at 9.00 am. on Tuesday, September 12, 2023 and ended at 5.00 pm. on Thursday, September 14, 2023 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 the AGM in fair and transparent manner, who was also present at the 38th 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 Exchanges i.e BSE Limited and National Stock Exchange of India Limited.
12. The following resolutions as set out in the Notice convening the 38th AGM were put to vote by remote E-voting and E-voting during the AGM.



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Item No.	Gist of the Resolutions	Resolution required
1.	<i>Adoption of Audited Consolidated Financial Statements & Auditors' Report for the Financial Year ended March 31, 2023</i>	<i>Ordinary</i>
2.	<i>Adoption of Audited Standalone Financial Statements, Directors' Report and Auditors' Report for the Financial Year ended March 31, 2023</i>	<i>Ordinary</i>
3.	<i>Re-Appointment of Mr Nikhil Vora (DIN: 05014606) as a Director, who retires by rotation at the AGM</i>	<i>Ordinary</i>
4.	<i>Appointment of Ms Amruta Adukia (DIN: 07877389) as a Non-Executive Non-Independent Director of the Company</i>	<i>Ordinary</i>
5.	<i>Ratification of remuneration payable to the Cost Auditor</i>	<i>Ordinary</i>
6.	<i>Enabling resolution for raising funds upto Rs. 500 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 management of the Company appropriately responded to the queries raised by them.
14. The Chairman then presented vote of thanks to 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.
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 Exchanges 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 presented vote of thanks to the Board Members, KMP's, and the Management team for joining the Meeting virtually through VC/OAVM.



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The Meeting concluded at 12:20 p.m. 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 AGM 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

