



HINDUSTAN FOODS LIMITED

A Vanity Case Group Company

A Government Recognised Two 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 23, 2025

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 40th Annual General Meeting of the Members of the Company held on September 23, 2025

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 40th Annual General Meeting ('AGM') of the Members of the Company held on Tuesday, September 23, 2025 at 11:30 a.m. and concluded at 1:20 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 and Legal Head

ACS 21865

Encl.: As above





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SUMMARY OF PROCEEDINGS OF THE 40TH ANNUAL GENERAL MEETING OF THE MEMBERS OF HINDUSTAN FOODS LIMITED

The 40th Annual General Meeting (**'AGM' or 'Meeting'**) of the Members of the Hindustan Foods Limited (the 'Company') was held on Tuesday, September 23, 2025 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 40th 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 40th 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 then welcomed the Members present through VC facility at the 40th AGM of the Members of the Company.
3. The number of Shareholders as on Cut-off date i.e. September 12, 2025 was 72,106.
4. The Chairman informed that, the Company had received 8 (Eight) Corporate Representations from Corporate Shareholders for 5,37,05,598 (44.95% 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	0	0	0
Through Video Conferencing	8	40	48
Through Authorised representative	1	6	7
Through Proxy	0	0	0
Total	9	46	55

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, as all the Directors were present at the Meeting except Ms. Honey Vazirani, Non-Executive Independent Director. Leave of absence was granted to Ms. Honey Vazirani who conveyed her regret for not attending the Meeting due to her preoccupation.



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7. The Chairman further informed that, Mr. Mayur Chandak, Director, Audit and Assurance, representative of M/s. M S K A & Associates, the Statutory Auditors of the Company was present through VC and also, Mr. Vishal Desai, Company Secretary, representing on behalf of Mr. Pankaj S. Desai, Practicing Company Secretary and Secretarial Auditor of the Company was present at the 40th AGM, through VC.
8. With the consent of the Members present, the Notice of the 40th AGM thereto together 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 Standalone and Consolidated Financial Statements of the Company and in the Report of the Secretarial Auditor for the Financial Year ended March 31, 2025, 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 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 40th Annual General Meeting. The remote E-voting commenced at 9.00 am. (IST) on Saturday, September 20, 2025 and ended at 5.00 pm. (IST) on Monday, September 22, 2025 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. Amit Surase, Practising Company Secretary (CP No.: 18482/ Membership No. 26485), 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 40th 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 40th 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 a.	<i>Adoption of Audited Standalone Financial Statements, together with the Report of the Board of Directors and Auditors' thereon for the Financial Year ended March 31, 2025</i>	Ordinary
1 b.	<i>Adoption of Audited Consolidated Financial Statements together with the Reports of the Auditors thereon for the Financial Year ended March 31, 2025</i>	Ordinary
2.	<i>Re-Appointment of Mr Nikhil Vora (DIN: 05014606), as a Director, who retires by rotation at the AGM</i>	Ordinary
3.	<i>Ratification of remuneration payable to the Cost Auditor</i>	Ordinary
4.	<i>Appointment of Secretarial Auditors and fixing their remuneration</i>	Ordinary
5.	<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. 1,000 Crores</i>	Special
6.	<i>Authorizing 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>	Special
7.	<i>Approval for variation of utilisation of proceeds of Preferential allotment of 72,71,081 Convertible Warrants into Equity on a preferential basis to Non- Promoter QIB & Non-QIB's within the approved objects limits</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, 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.



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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 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 MUFG InTime India Private Limited (Formerly known as Link Intime India Private Limited), Registrar & Transfer Agents ("RTA") of the Company at www.in.mpms.mufig.com 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.

The Meeting concluded at 1:20 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 and Legal Head

ACS 21865

