



# 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](mailto:business@thevanitycase.com) Website: [www.hindustanfoodslimited.com](http://www.hindustanfoodslimited.com)  
Tel. No. +91-22-69801700 / 01 CIN: L15139MH1984PLC316003

Company Scrip Code: 519126

Date: July 2, 2022

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

Through Listing Centre

**Sub: Voting results of the Postal Ballot through remote E-voting process along with Scrutinizer's report**

Dear Sir/ Madam,

In furtherance to our earlier intimation dated May 31, 2022 regarding the Notice of Postal Ballot and commencement of the remote E-voting thereon, for the purpose of the Special businesses as mentioned below:

1. Sub- Division/Split of every 1 (One) Equity Share of the Nominal/Face value of Rs. 10/- (Rupees Ten Only) each into 5 (Five) Equity Shares of the Nominal/Face value of Rs. 2/- (Rupees Two Only) each – Ordinary Resolution.
2. Alteration of Capital Clause of the Memorandum of Association of the Company – Special Resolution.
3. Re-appointment of and Remuneration payable to Mr. Sameer Kothari (DIN: 01361343), designated as a Managing Director of the Company - Ordinary Resolution.
4. Ratification of Revision and increase in remuneration payable to Mr. Ganesh Argekar (DIN: 06865379), Whole Time Director designated as "Executive Director" of the Company - Ordinary Resolution.

In this regard, please find enclosed the voting results in the format prescribed under Regulation 44 of SEBI (LODR) Regulation, 2015 along with the Scrutinizer's report dated July 2, 2022, as per Section 108, 110 of the Companies Act, 2013, and the Rules framed thereunder read with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.



**VANITYCASE**  
Integrity Initiative Innovation



Based on the Scrutinizer's report, it is hereby informed that all the Resolutions mentioned in the Notice of the Postal Ballot dated May 20, 2022 shall be deemed to be passed with requisite majority on Friday July 1, 2022, being the last date of E-voting.

The aforesaid documents are also being made available on the website of the Company at [www.hindustanfoodslimited.com](http://www.hindustanfoodslimited.com) and on the website of the E-voting agency i.e., Link Intime India Private Limited at <https://instavote.linkintime.co.in>.

The above is for your information and record.

Thanking you,

Yours faithfully,  
For **HINDUSTAN FOODS LIMITED**

  
**Bankim Purohit**  
Company Secretary  
ACS: 21865



Encl: As above.



<b>HINDUSTAN FOODS LIMITED</b>	
<b>Details of the voting results of Postal Ballot through e-voting pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</b>	
<b>Date of commencement of e-voting for the Postal Ballot</b>	June 2, 2022
<b>Date of end of e-voting for the Postal Ballot</b>	July 1, 2022
<b>Total number of Shareholders as on record date (Cut-off date) on 27-05-2022</b>	38,797
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group Public	Not Applicable Not Applicable
<b>No. of shareholders attended the meeting through Video Conferencing:</b> Promoters and Promoter Group Public	Not Applicable Not Applicable





Agenda wise disclosure								
Resolution Required : (Ordinary)			1 - Sub-division of every 1 (One) Equity Share of the nominal/face value of Rs. 10/- (Rupees Ten Only) each into 5 (Five) Equity Shares of the nominal/face value of Rs. 2/- (Rupees Two Only) each					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	14621995	14621995	100.0000	14621995	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14621995	100.0000	14621995	0	100.0000	0.0000
Public Institutions	E-Voting	2835120	887346	31.2984	887346	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		887346	31.2984	887346	0	100.0000	0.0000
Public Non Institutions	E-Voting	5091423	2769721	54.3997	2769717	4	99.9999	0.0001
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2769721	54.3997	2769717	4	99.9999	0.0001
Total		22548538	18279062	81.0654	18279058	4	100.0000	0.0000







Resolution Required : (Special)			2 - Alteration of Capital Clause of the Memorandum of Association of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[3]=\frac{[2]}{[1]}*10$ 0	[4]	[5]	$[6]=\frac{[4]}{[2]}*10$ 0	$[7]=\frac{[5]}{[2]}*10$ 0
Promoter and Promoter Group	E-Voting	14621995	14621995	100.0000	14621995	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14621995	100.0000	14621995	0	100.0000	0.0000
Public Institutions	E-Voting	2835120	887346	31.2984	887346	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		887346	31.2984	887346	0	100.0000	0.0000
Public Non Institutions	E-Voting	5091423	2769714	54.3996	2769641	73	99.9974	0.0026
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2769714	54.3996	2769641	73	99.9974	0.0026
Total		22548538	18279055	81.0654	18278982	73	99.9996	0.0004





Resolution Required : (Ordinary)			3 - Re-appointment of and remuneration payable to Mr. Sameer Kothari (DIN: 01361343), designated as a Managing Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	14621995	14621995	100.0000	14621995	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14621995	100.0000	14621995	0	100.0000	0.0000
Public Institutions	E-Voting	2835120	887346	31.2984	887346	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		887346	31.2984	887346	0	100.0000	0.0000
Public Non Institutions	E-Voting	5091423	2769714	54.3996	2769668	46	99.9983	0.0017
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2769714	54.3996	2769668	46	99.9983	0.0017
Total		22548538	18279055	81.0654	18279009	46	99.9997	0.0003





Resolution Required : (Ordinary)			4 - Ratification of revision and increase in remuneration payable to Mr. Ganesh Argekar (DIN: 06865379), Whole Time Director designated as "Executive Director" of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	14621995	14621995	100.0000	14621995	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14621995	100.0000	14621995	0	100.0000	0.0000
Public Institutions	E-Voting	2835120	887346	31.2984	887346	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		887346	31.2984	887346	0	100.0000	0.0000
Public Non Institutions	E-Voting	5091423	2769714	54.3996	2769581	133	99.9952	0.0048
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2769714	54.3996	2769581	133	99.9952	0.0048
Total		22548538	18279055	81.0654	18278922	133	99.9993	0.0007



## **SCRUTINIZER'S REPORT ON POSTAL BALLOT**

To  
The Board of Directors,  
Hindustan Foods Limited

**Sub: Scrutinizer's Report on Postal Ballot Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.**

Dear Sir,

I, Prashant Sharma (ACS 21775) of M/s Prashant Sharma & Associates, Practicing Company Secretaries, have been appointed by the Board of Directors of **Hindustan Foods Limited** pursuant to the Resolution passed in the Board Meeting held on 20<sup>th</sup> May, 2022 as a Scrutinizer for votes casted through electronic means for Postal Ballot process and the votes cast in respect of the Resolutions set out in the Postal Ballot Notice dated 20<sup>th</sup> May, 2022 ('Notice').

I do hereby submit my report as under:

1. Members approval were sought for the following Resolutions:
  - a) ITEM NO. 1: SUB- DIVISION OF EVERY 1 (ONE) EQUITY SHARE OF THE NOMINAL/FACE VALUE OF RS. 10/- (RUPEES TEN ONLY) EACH INTO 5 (FIVE) EQUITY SHARES OF THE NOMINAL/FACE VALUE OF RS. 2/- (RUPEES TWO ONLY) EACH.
  - b) ITEM NO. 2: ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.
  - c) ITEM NO. 3: RE-APPOINTMENT OF AND REMUNERATION PAYABLE TO MR. SAMEER KOTHARI (DIN: 01361343), DESIGNATED AS A MANAGING DIRECTOR OF THE COMPANY.
  - d) ITEM NO. 4 RATIFICATION OF REVISION AND INCREASE IN REMUNERATION PAYABLE TO MR. GANESH ARGEKAR (DIN: 06865379), WHOLE TIME DIRECTOR DESIGNATED AS "EXECUTIVE DIRECTOR" OF THE COMPANY.
2. Pursuant to the provisions of Section 110 of the Companies Act, 2013 ("Act") read with Rule 22 of Companies (Management and Administration) Rules, 2014 as amended (the "Rules") including any statutory modification or re-enactment thereof for the time being in force, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial

Prashant  
Kishore  
Sharma

Digitally signed by Prashant Kishore Sharma  
DN: cn=Prashant Kishore Sharma,  
2.5.4.20=Prashant Kishore Sharma, o=Prashant Kishore Sharma,  
email=prashant.kishore@prashantkishore.com,  
c=IN, postalCode=400001,  
serialNumber=400001, postalCode=400001,  
email=prashant.kishore@prashantkishore.com,  
c=IN, postalCode=400001,  
Date: 2022.07.02 11:58:12 +05'30'



Standard- 2 on General Meetings (“SS-2”), MCA 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 and 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as (“MCA Circulars”) and pursuant to other applicable laws and regulations.

3. The Postal Ballot Notice dated 20<sup>th</sup> May, 2022 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolutions, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members/List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/Depositories.
4. The Company had availed the E-voting facility offered by The **Link Intime India Private Limited** (hereinafter referred to as “**LIPL**”) for conducting remote e-voting by the Shareholders of the Company.
5. The Shareholders of the Company holding shares as on the ‘cut-off’ date of Friday, May 27, 2022 were entitled to vote on the Resolutions as contained in the Notice.
6. The voting period for remote e-voting commenced on Thursday, June 2, 2022 at 9:00 Hours (IST) and ended on Friday, July 1, 2022 at 17:00 Hours. (IST). The e-voting module was disabled by **LIPL** thereafter.
7. The votes cast under remote e-voting facility were thereafter unblocked.
8. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of **LIPL** and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
9. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the Notice of Postal Ballot.
10. My responsibility as Scrutinizer for the voting on Postal Ballot through remote e-voting is restricted to making a Scrutinizer’s Report of the votes cast in favour or against the said Resolutions.
11. I would like to mention that the voting rights of Members were in proportion to their Share of the Paid-Up Equity Share Capital of the Company as on the cut-off date i.e. Friday, May 27, 2022 and as per the Register of Members of the Company.
12. I now submit my Scrutinizer Report on the results of the voting by Postal Ballot only through the remote e-voting process.

Digitally signed by Prashant Kishore Sharma  
DN: cn=Prashant Kishore Sharma, o=Prashant Kishore Sharma, email=prashant.kishore.sharma@gmail.com, c=IN  
Date: 2022.07.01 10:00:00 +05'30'

Resolution 1 : (Ordinary)			1 - Sub-division of every 1 (One) Equity Share of the nominal/face value of Rs. 10/- (Rupees Ten Only) each into 5 (Five) Equity Shares of the nominal/face value of Rs. 2/- (Rupees Two Only) each					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	14621995	14621995	100.0000	14621995	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14621995	100.0000	14621995	0	100.0000	0.0000
Public Institutions	E-Voting	2835120	887346	31.2984	887346	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		887346	31.2984	887346	0	100.0000	0.0000
Public Non Institutions	E-Voting	5091423	2769721	54.3997	2769717	4	99.9999	0.0001
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2769721	54.3997	2769717	4	99.9999	0.0001
Total		22548538	18279062	81.0654	18279058	4	100.0000	0.0000

Resolution 2 : (Special)			2 - Alteration of Capital Clause of the Memorandum of Association of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	14621995	14621995	100.0000	14621995	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14621995	100.0000	14621995	0	100.0000	0.0000
Public Institutions	E-Voting	2835120	887346	31.2984	887346	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		887346	31.2984	887346	0	100.0000	0.0000
Public Non Institutions	E-Voting	5091423	2769714	54.3996	2769641	73	99.9974	0.0026
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2769714	54.3996	2769641	73	99.9974	0.0026
Total		22548538	18279055	81.0654	18278982	73	99.9996	0.0004

Resolution 3 : (Ordinary)			3 - Re-appointment of and remuneration payable to Mr. Sameer Kothari (DIN: 01361343), designated as a Managing Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	14621995	14621995	100.0000	14621995	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14621995	100.0000	14621995	0	100.0000	0.0000
Public Institutions	E-Voting	2835120	887346	31.2984	887346	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		887346	31.2984	887346	0	100.0000	0.0000
Public Non Institutions	E-Voting	5091423	2769714	54.3996	2769668	46	99.9983	0.0017
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2769714	54.3996	2769668	46	99.9983	0.0017
Total		22548538	18279055	81.0654	18279009	46	99.9997	0.0003

Resolution 4 : (Ordinary)			4 - Ratification of revision and increase in remuneration payable to Mr. Ganesh Argekar (DIN: 06865379), Whole Time Director designated as "Executive Director" of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	14621995	14621995	100.0000	14621995	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14621995	100.0000	14621995	0	100.0000	0.0000
Public Institutions	E-Voting	2835120	887346	31.2984	887346	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		887346	31.2984	887346	0	100.0000	0.0000
Public Non Institutions	E-Voting	5091423	2769714	54.3996	2769581	133	99.9952	0.0048
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2769714	54.3996	2769581	133	99.9952	0.0048
Total		22548538	18279055	81.0654	18278922	133	99.9993	0.0007

Office Address: - 3<sup>rd</sup> Floor,  
214 Empire House,  
Dr. D.N Road, Fort, Mumbai 400001.  
Email id [prascs@gmail.com](mailto:prascs@gmail.com) ,  
Tel No +91 9819 398 893

13. Accordingly, the proposed 4 Resolutions mentioned above has been approved by requisite majority of the Shareholders of the Company.

**Prashant Kishore Sharma**  
Prashant Sharma  
Prashant Sharma  
Prashant Sharma & Associates  
Practising Company Secretaries  
ACS: 21775 CP No.: 7902

UDIN No. A021775D000555737

Countersigned by **Hindustan Foods Limited**

**SAMEER**  
**RAMAN**  
**AL**  
**KOTHARI**

Digitally signed by SAMEER  
RAMANAL KOTHARI  
DN: c=IN, o=Personal,  
2.5.4.20=b633cc7207829dd47aad  
d6b6a41317376b4d8423c40d6756  
e1d6b3455075a0,  
postalCode=400075,  
st=MAHARASHTRA,  
serialNumber=+421240d9c03eb64d  
268c14d596850d49678a094ad0c7  
49159f166c0cd5f6, cn=SAMEER  
RAMANAL KOTHARI  
Date: 2022.07.02 12:35:36 +05'30'





# 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](mailto:business@thevanitycase.com) Website: [www.hindustanfoodslimited.com](http://www.hindustanfoodslimited.com)  
Tel. No. +91-22-69801700 / 01 CIN: L15139MH1984PLC316003

Company Scrip Code: 519126

Date: July 2, 2022

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

Through Listing Centre

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

Pursuant to Regulation 30 read with Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), this is to inform you that the Members of the Company on July 1, 2022, have approved with requisite majority, the following matters by way of Ordinary & Special Resolutions shall be deemed to be passed through Postal Ballot process by remote e-voting:


1. Sub-Division/Split of every 1 (One) Equity Shares of the Nominal/face value of Rs. 10/- (Rupees Ten Only) each into 5 (Five) Equity Shares of Nominal/face value of Rs. 2/- (Rupee Two only) each - Ordinary Resolution (Annexure-I)
2. Alteration of Capital Clause of the Memorandum of Association of the Company - Special Resolution (Annexure-II)
3. Re-appointment of and Remuneration payable to Mr. Sameer Kothari (DIN: 01361343), designated as a Managing Director of the Company - Ordinary Resolution.
4. Ratification of Revision and increase in remuneration payable to Mr. Ganesh Argekar (DIN: 06865379), Whole Time Director designated as "Executive Director" of the Company - Ordinary Resolution.

The above is for your information and record.

Thanking you,

Yours faithfully,

For **HINDUSTAN FOODS LIMITED**

  
**Bankim Purohit**  
Company Secretary  
ACS: 21865



**VANITYCASE**  
Integrity Initiative Innovation



## Annexure-I

### Brief summary of Sub-division of Equity Shares:-

Type of Capital	Pre- Sub-division Share Capital Structure			Post-Sub-division Share Capital Structure		
	No. of Equity Shares	Face Value (Rs.)	Total Share Capital (Rs.)	No. of Equity Shares	Face Value (Rs.)	Total Share Capital (Rs.)
Authorized Share Capital	5,31,52,253	10	53,15,22,530	26,57,61,265	2	53,15,22,530
Issued and Subscribed Capital	2,25,48,538	10	22,54,85,380	11,27,42,690	2	22,54,85,380
Paid-up Capital	2,25,48,538	10	22,54,85,380	11,27,42,690	2	22,54,85,380

## Annexure-II

### Amendments to Memorandum of Association of the Company brief:

#### Memorandum of Association

The Shareholders of the Company on Friday July 1, 2022 have approved through Postal Ballot, the alteration of Capital Clause (Clause V) of the Memorandum of Association of the Company on account of Sub-division/Spilt of Equity Shares as mentioned below:

*"V. The Authorized Share Capital of the Company is Rs. 55,15,22,530/- (Fifty Five Crores Fifteen lakhs Twenty Two Thousand Five Hundred and Thirty Only) divided into 26,57,61,265 (Twenty Six Crores Fifty Seven Lakhs Sixty One Thousand two Hundred and Sixty Five) Equity Shares of Rs. 2/- (Rupees Two Only) each and 2,00,000 (Two Lakh) 9% Redeemable Preference Shares of Rs. 100/- (Rupees One Hundred Only) each."*

Yours faithfully,  
For **HINDUSTAN FOODS LIMITED**

  
**Bankim Purohit**  
Company Secretary  
ACS: 21865

