



CIN No. L15142 DL 1990 PLC 039291  
 email id : taraifoods.rer@gmail.com  
 website : www.taraifoods.com

**TARAI FOODS LTD.**  
 H-50, SECTOR-51,  
 NOIDA-201301 (U.P.)  
 Tel. No: 0120-2485133

Dealing Office :  
 C-22/Sector-39,  
 Basement,  
 Noida-201301  
 Tel: 0120-2500325/274

Regd. Office :  
 13, Hanuman Road,  
 Connaught Place,  
 New Delhi-110001

Head Office and Plant :  
 Sandhu Farms  
 P.O. Box No. 18  
 Rudrapur-263 153  
 Distt. Udham Singh Nagar  
 Uttaranchal  
 Tel.: (05944) 244304/7

Date of Declaration of Result: 1<sup>st</sup> October, 2014

Total number of shareholders as on date of record date viz. as on 22<sup>nd</sup> August, 2014: **16,157**

Details of Agenda:

1. Resolution No. 1 of the Postal Ballot Notice dated 14<sup>th</sup> August, 2014: Sell or otherwise dispose of the undertaking

Mode of voting: **Postal Ballot including e-voting**

Result as per Clause 35A of the Listing Agreement for Resolution Number 1:

Details of Resolution	Promoter/ Public	No. of Shares Held	No. of Votes Polled*	% of Votes on outstanding Shares (3)=[(2)/(1)] *100	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sell or otherwise dispose of the undertaking	Promoter and Promoter Group	82,54,96 2	7,91,062	9.58	7,91,062	0	100	0
	Public - Institution holders	33,200	0	0	0	0	0	0
	Public- Others	54,39,95 8	3,74,814	6.90	3,73,500	1,350	99.65	0.35
Special Resolution	Total	1,37,28, 120	11,65,87 6	8.49	11,64,526	1,350	99.88	0.12

For **TARAI FOODS LIMITED**

*[Signature]*  
 Authorised Signatory





**SANTOSH KUMAR PRADHAN**  
Company Secretaries

30<sup>th</sup> September, 2014

The Chairman  
Tara! Foods Limited  
13, Hanuman Road,  
Connaught Place  
New Delhi - 110001

Dear Sir,

The Board of Directors (hereinafter referred to as "the Board") of Tara! Foods Limited (hereinafter referred to as "the Company") having its registered office at 13, Hanuman Road, Connaught Place, New Delhi - 110001 at its meeting held on 14<sup>th</sup> August, 2014 had appointed me as a Scrutinizer for conducting the postal ballot voting process under Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014 towards the passing of the resolution No. T of the Postal Ballot Notice dated 14<sup>th</sup> August, 2014 for Sell or otherwise dispose of the undertaking.

As per the process, the postal ballot notices were approved by the Board in their meeting held on 14<sup>th</sup> August, 2014 and accordingly sent to the shareholders of the Company.

I have scrutinized the postal ballot process of the Company and submit my report as under:

1. The Company has completed, on 5<sup>th</sup> September, 2014, the dispatch of the postal ballot notice along with the postal ballot forms along with postage prepaid business reply envelope to its members whose name(s) appeared on the register of members of the Company / list of beneficiaries as on 22<sup>nd</sup> August, 2014.
2. The Company had sent the postal ballot notice through mail to 1,847 shareholders on their registered e-mail address and through registered post to 14,316 shareholders. Out of which 3,563 envelopes containing notice of postal ballot and postal ballot forms were returned undelivered. These envelopes were not been opened and kept separately.
3. In compliance with the Provision of Clause 35B of the Listing Agreement and Rule 20 & 22 of the Companies (Management & Administration) Rules, 2014,



Santosh Kumar Pradhan  
Company Secretaries

the Company had provided e-voting facility to all its members to enable them to cast their vote electronically.

4. Central Depository Securities Limited (CDSL) was appointed as the service provider for providing the facility of e-voting to its members through its website [www.evotingindia.com](http://www.evotingindia.com).
5. I have monitored the process of e-voting facility through the secured link on the designated website provided by CDSL to us.
6. Particulars of all the postal ballot forms received from the members in physical forms and e-voting report generated from the website of CDSL have been entered in a register, separately maintained for this purpose.
7. The postal ballot forms received from the shareholders were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
8. All postal ballot forms received up to the close of working hours on 27<sup>th</sup> September, 2014, at 6:00 P.M i.e. the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
9. I didn't find any defaced or mutilated ballot paper.
10. I shall return the ballot papers, registers and records soon after your declaration and signing of minutes of the meeting.

I am enclosing herewith a summary of the postal ballot result and Result as per Clause 35.A of the Listing Agreement as per Annexure-1(a) and 1(b) for Resolution No. 1 respectively for your further action and to declare the result of the voting through Postal ballot.

Thanking You,

For Santosh Kumar Pradhan  
(Practising Company Secretary)



Santosh Ku. Pradhan  
FCS No. 6973  
C.P. No. 7647  
Place: Ghaziabad

For TARAI FOODS LIMITED  
Authorized Signatory

Santosh Kumar Pradhan  
Company Secretaries

Annexure-1 (a)

Postal Ballot Result for Resolution Number 1: Sell or otherwise dispose of the undertaking

A.	Number of Physical Postal Ballot Papers received	27
	i) Number of Physical Postal Ballot Papers rejected due to non-voting	01
	ii) Number of Physical Postal Ballot Papers rejected as invalid due incorrect folio number	03
B.	Number of valid physical postal ballot papers	23
	i) Voted in favour of the Resolution	21
	ii) Voted against the Resolution	02
C.	Number of valid votes (number of Equity Shares)	7,910
	i) Voted in favour of the Resolution	7,110
	ii) Voted against the Resolution	200
D.	Number of e-Voting postal ballot	36
	i) Voted in favour of the Resolution	32
	ii) Voted against the Resolution	04
E.	Number of Total e-voting valid votes (number of Equity Shares)	11,58,566
	i) Voted in favour of the Resolution	11,57,416
	ii) Voted against the Resolution	1,150
F.	Total number of valid cases. ( B + D ) (Number of cases)	59
	i) Voted in favour of the Resolution (Bi + Di)	53



Santosh Kumar Pradhan  
Company Secretaries

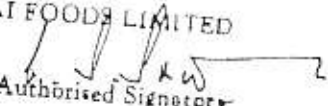
G.	ii)	Voted against the Resolution (B ii+ Dii)	06
	Total number of Votes received ( C+ E) (Number of Equity Shares)		11,65,876
	i)	Voted in favour of the Resolution (C.i+ E.i)	11,64,526
	ii)	Voted against the Resolution (Cii+ Eii)	1,350

For Santosh Kumar Pradhan  
(Practising Company Secretary)



Santosh Ku. Pradhan  
FCS No. 6973  
C.P. No. 7647  
Place: Ghaziabad

For TARAI FOODS LIMITED

  
Authorized Signatory

Santosh Kumar Pradhan  
Company Secretaries

Annexure 1 (b)

Result as per Clause 35A of the Listing Agreement for Resolution Number 1:

Details of Resolution	Promoter/Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Sell or otherwise dispose of the undertaking	Promoter and Promoter Group	82,54,962	7,91,062	9.58	7,91,062	0	100	0
	Public - Institutional holders	33,200	0	0	0	0	0	0
Special Resolution	Public-Others	54,39,958	3,74,814	6.90	3,73,500	1,350	99.65	0.35
	Total	1,37,28,120	11,65,876	8.49	11,64,526	1,350	99.88	0.12

For Santosh Kumar Pradhan  
(Company Secretary)



Santosh Ku. Pradhan  
FCS No. 6973  
C.P. No. 7647  
Place: Ghaziabad

For TARAI FOODS LIMITED

Authorized Signatory