Tarai Foods Ltd.

29th September, 2018

The Manager BSE Limited Corporate Relationship Department, 1st Floor, New Trading Ring, Rotunda Building, Phiroze Jejeebhoy Towers, Dalal Street, Mumbai- 400001.

Sub: Details of Voting Results <u>of the 28th Annual General Meeting of the</u> <u>Company as per Regulation 44(3) of the SEBI (Listing Obligation &</u> <u>Disclosure Requirements) Regulations, 2015 ("SEBI Regulations")</u>

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, details of the Voting Results of the 28th Annual General Meeting of the Company held on Friday, September 28, 2018 at 03.00 P.M. at Ghalib Seminar Hall, Aiwan-e-Ghalib Marg, (Mata Sundri Lane), New Delhi-110002, are enclosed in the prescribed format.

Based on the Consolidated Report of the scrutinizer, the result of the e-voting and voting through poll was announced today by the Chairman that all the resolutions (as per Notice dated August 14, 2018) have been passed with requisite majority.

ORDINARY BUSINESS:

- 1. Adoption of Financial Statements of the Company.
- 2. Re-appointment of retiring Director of the Company.
- 3. Appointment of Statutory Auditors of the Company.

SPECIAL BUSINESS:

- 4. Appointment of Mr. Ashwini Kumar Pandey (DIN: 08198711) as an Independent Director.
- 5. Re-appointment of Mr. Hakam Singh (DIN: 06786586) as an Independent Director.

Further, we are enclosing the Consolidated Scrutinizer's Report on e-voting and voting through Ballot paper.

Dealing Office : #420, Ansal Tower, 38, Nehru Place, New Delhi-110019 Tei.: 011-41018839 E-mail : taraifoods@gmsil.com

> 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 Uttranchal Tel.: (05944) 244304/7 E-mail: tarafloods.rdr@gmail.com

CIN No.: L15142DL 1990 PLC 039291 Website : www.taraifoods.com

Tarai Foods Ltd.

Please note that the aforesaid results and Scrutinizer's Report are available on the website of the Company <u>www.taraifoods.com</u> and Central Depository Securities Limited <u>www.evotingindia.com</u>.

Please take note of the above and acknowledge the receipt.

Thanking You,

For Tarai Foods Limited

6. J. Jaa ζ

Mr. G. S. Sandhu Chairman DIN: 00053527

Dealing Office : #420, Ansal Tower, 38, Nehru Place, New Delhi-110019 Tel.: 011-41018839 E-mail : taralfoods@gmail.com

> 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 Uttranchal Tel.: (05944) 244304/7 E-mall : tarafloods.rdr@gmail.com

CIN No.: L15142DL 1990 PLC 039291 Website: www.taraifoods.com

| | TARAI FOODS LIMITED |
|---|---------------------|
| Date of the AGM/EGM | 28-09-2018 |
| Total number of shareholders on record date | 15678 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | 1 |
| Public: | 46 |
| No. of Shareholders attended the meeting through Video Conferencing | NOT PROVIDED |
| Promoters and Promoter Group: | |
| Public: | |

| Resolution No. | 1 | | | | | | | |
|--|-------------------|-----------------------|---------------------|----------------------|------------|----------------|-------------------------|-------------------|
| | | | | | | | | |
| | | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - Ado | otion of Financial St | atements of the Com | pany. | | | | |
| Whether promoter/ promoter group are | | | | | | | | |
| interested in the agenda/resolution? | No | | | | | | | |
| | | | | | | | | |
| | | | | % of Votes Polled on | | | % of Votes in favour on | - |
| | | No. of shares | No. of votes polled | - | | No. of Votes – | | votes polled |
| Category | Mode of Voting | held (1) | | | favour (4) | | | (7)=[(5)/(2)]*100 |
| | E-Voting | | 8232562 | 99.6683 | 8232562 | 0 | 100.0000 | 0.0000 |
| | Poll | 8259962 | 0 | | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 8259902 | | | | | | |
| Promoter and Promoter Group | applicable) | | | | | | | |
| | Total | 8259962 | 8232562 | 99.66827935 | 8232562 | 0 | 100 | 0 |
| | E-Voting | | 0 | 0.0000 | 00 | C | 0.0000 | 0.0000 |
| | Poll | 33000 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 55000 | | | | | | |
| Public- Institutions | applicable) | | | | | | | |
| | Total | 33000 | 0 | 0 | 0 | 0 |) 0 | 0 |
| | E-Voting | | 519 | 0.0079 | 519 | 0 | 100.0000 | 0.0000 |
| | Poll | 6575150 | 636 | 0.0097 | 636 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if | 6575158 | | | | | | |
| Public- Non Institutions | applicable) | | | | | | | |
| | Total | 6575158 | 1155 | 0.017566118 | 1155 | C | 100 | 0 |
| | Total | 14868120 | 8233717 | 55.3783 | 8233717 | 0 | 100.0000 | 0.0000 |

| Resolution No. | 2 | | | | | | | | |
|--|-------------------|--|---------------------|----------------------|-------------------|----------------|-------------------------|-----------------------|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - Re-a | DRDINARY - Re-appointment of Retiring Director of the Company: | | | | | | | |
| Whether promoter/ promoter group are | | | | | | | | | |
| interested in the agenda/resolution? | Yes | | | | | | | | |
| | | | | | | | | | |
| | | | | % of Votes Polled on | | | % of Votes in favour on | % of Votes against on | |
| | | No. of shares | No. of votes polled | outstanding shares | No. of Votes – in | No. of Votes – | votes polled | votes polled | |
| Category | Mode of Voting | held (1) | (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | |
| | E-Voting | | 8232562 | 99.6683 | 8232562 | 0 | 100.0000 | 0.0000 | |
| | Poll | 8259962 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot (if | 8239902 | | | | | | | |
| Promoter and Promoter Group | applicable) | | | | | | | | |
| | Total | 8259962 | 8232562 | 99.66827935 | 8232562 | 0 | 100 | 0 | |
| | E-Voting | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 | |
| | Poll | 33000 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot (if | 55000 | | | | | | | |
| Public-Institutions | applicable) | | | | | | | | |
| | Total | 33000 | 0 | 0 | 0 | 0 | 0 | 0 | |
| | E-Voting | | 519 | 0.0079 | 214 | 305 | 41.2331 | 58.7669 | |
| | Poll | 6575158 | 636 | 0.0097 | 636 | 0 | 100.0000 | 0.0000 | |

| Postal Ballot (if | 0373130 | | | | | | |
|---|--|---|--|---|---|---|--|
| | | | | | | | |
| | | | | | | | |
| Total | 14868120 | 8233717 | 55.3783 | 8233412 | 305 | 99.9963 | 0.003 |
| 3 | | | | | | | |
| | | | | | | | |
| ORDINARY - Appo | pintment of Statuto | ry Auditor. | | | | | |
| Ne | | | | | | | |
| INO | | | | | | | |
| | | | % of Votes Polled on | | | % of Votes in favour on | % of Votes against on |
| | No. of shares | No. of votes polled | outstanding shares | No. of Votes – in | No. of Votes – | votes polled | votes polled |
| Mode of Voting | held (1) | (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| E-Voting | | 8232562 | 99.6683 | 8232562 | 0 | 100.0000 | 0.000 |
| Poll | 0050000 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.000 |
| Postal Ballot (if | 8259962 | | | | | | |
| applicable) | | | | | | | |
| | 8259962 | 8232562 | 99.66827935 | 8232562 | 0 | 100 | |
| | | | | | | | 0.000 |
| | 1 | 9 | | | - | | 0.000 |
| | 33000 | | 010000 | | | 0.0000 | 0.000 |
| | | | | | | | |
| | 33000 | 0 | 0 | 0 | 0 | 0 | (|
| | 55000 | • | 0.0079 | | | - | |
| | - | | | | | | |
| - | 6575158 | 030 | 0.0037 | 030 | 0 | 100.0000 | 0.0000 |
| | | | | | | | |
| | 6575450 | 4455 | 0.047566440 | 0.00 | 200 | 75 2204 | 24.764 |
| | | | | | | | 24.7619 |
| Iotai | 14868120 | 8233/1/ | 55.3783 | 8233431 | 286 | 99.9965 | 0.0035 |
| | | | | | | | |
| 4 | | | | | | | |
| 4 | pintment of Mr Asl | hwini Kumar Pandev | (DIN:08198711) as an li | ndependent Director | | | |
| 4 ORDINARY - Appo | pintment of Mr. As | hwini Kumar Pandey | (DIN:08198711) as an Ir I | ndependent Director | | | |
| | pintment of Mr. Asl | hwini Kumar Pandey | (DIN:08198711) as an Ir | ndependent Director | : | | |
| 4 ORDINARY - Appo | pintment of Mr. Asl | nwini Kumar Pandey | (DIN:08198711) as an li | ndependent Director | | | |
| | pintment of Mr. Asl | nwini Kumar Pandey | | ndependent Director | | 9/ of Victor in favour of | |
| | | | % of Votes Polled on | | | % of Votes in favour on | - |
| No | No. of shares | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in | No. of Votes – | votes polled | votes polled |
| No Mode of Voting | | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | votes polled (6)=[(4)/(2)]*100 | votes polled (7)=[(5)/(2)]*100 |
| No Mode of Voting E-Voting | No. of shares | No. of votes polled (2) 8232562 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6683 | No. of Votes – in favour (4) 8232562 | No. of Votes – against (5) 0 | votes polled (6)=[(4)/(2)]*100 100.0000 | votes polled (7)=[(5)/(2)]*100 0.0000 |
| No Mode of Voting E-Voting Poll | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6683 | No. of Votes – in favour (4) | No. of Votes – against (5) | votes polled (6)=[(4)/(2)]*100 100.0000 | votes polled (7)=[(5)/(2)]*100 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if | No. of shares | No. of votes polled (2) 8232562 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6683 | No. of Votes – in favour (4) 8232562 | No. of Votes – against (5) 0 | votes polled (6)=[(4)/(2)]*100 100.0000 | votes polled (7)=[(5)/(2)]*100 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) 8259962 | No. of votes polled (2) 8232562 0 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6683 0.0000 | No. of Votes – in favour (4) 8232562 00 | No. of Votes – against (5) 0 | votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 | votes polled (7)=[(5)/(2)]*100 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if | No. of shares held (1) | No. of votes polled (2) 8232562 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6683 0.0000 99.66827935 | No. of Votes – in favour (4) 00 8232562 8232562 | No. of Votes – against (5) 0 0 | votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 | votes polled (7)=[(5)/(2)]*100 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) 8259962 | No. of votes polled (2) 8232562 0 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6683 0.0000 99.66827935 0.0000 | No. of Votes – in favour (4) 8232562 00 8232562 00 | No. of Votes – against (5) 0 | votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100 0.0000 | votes polled (7)=[(5)/(2)]*100 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total | No. of shares held (1) 8259962 8259962 | No. of votes polled (2) 0 8232562 8232562 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6683 0.0000 99.66827935 0.0000 | No. of Votes – in favour (4) 00 8232562 8232562 | No. of Votes – against (5) 0 0 | votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100 0.0000 | votes polled (7)=[(5)/(2)]*100 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting | No. of shares held (1) 8259962 | No. of votes polled (2) 0 8232562 8232562 0 0 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6683 0.0000 99.66827935 0.0000 | No. of Votes – in favour (4) 8232562 00 8232562 00 | No. of Votes – against (5) 0 0 0 0 0 0 0 | votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100 0.0000 | votes polled (7)=[(5)/(2)]*100 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll | No. of shares held (1) 8259962 8259962 | No. of votes polled (2) 0 8232562 8232562 0 0 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6683 0.0000 99.66827935 0.0000 | No. of Votes – in favour (4) 8232562 00 8232562 00 | No. of Votes – against (5) 0 0 0 0 0 0 0 | votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100 0.0000 | votes polled (7)=[(5)/(2)]*100 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if | No. of shares held (1) 8259962 8259962 | No. of votes polled (2) 0 8232562 8232562 0 0 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6683 0.0000 99.66827935 0.0000 | No. of Votes – in favour (4) 8232562 00 8232562 00 | No. of Votes – against (5) 0 0 0 0 0 0 0 | votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000 0.0000 | votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) 8259962 8259962 33000 | No. of votes polled (2) 0 8232562 0 8232562 0 0 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6682 0.0000 99.66827935 0.0000 0.0000 | No. of Votes – in favour (4) 8232562 00 8232562 00 00 | No. of Votes – against (5) 0 0 0 0 0 0 | votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000 0.0000 | votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total | No. of shares held (1) 8259962 8259962 33000 33000 | No. of votes polled (2) 8232562 0 8232562 0 0 0 0 0 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6682 0.0000 99.66827935 0.0000 0.0000 0.0000 0.0000 | No. of Votes – in favour (4) 8232562 00 8232562 00 00 00 | No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 | votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100 0.00000 0.0000 0.0000 0.0000 0.0000 0.00000 0.00000 0.0000 0.00000 0.000000 | votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Potal E-Voting Poll | No. of shares held (1) 8259962 8259962 33000 | No. of votes polled (2) 8232562 0 8232562 0 0 0 519 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6682 0.0000 99.66827935 0.0000 0.0000 0.0000 0.0000 | No. of Votes – in favour (4) 8232562 00 8232562 00 00 00 00 233 | No. of Votes – against (5) 0 0 0 0 0 0 0 0 286 | votes polled (6)=[(4)/(2))*100 100.0000 0.0000 100 0.00000 0.0000 0.00000 0.00000 0.00000 0.000000 | votes polled (7)=[(5)/(2)]*100 0.000 0.000 0.000 0.000 0.000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if Postal Ballot (if | No. of shares held (1) 8259962 8259962 33000 33000 | No. of votes polled (2) 8232562 0 8232562 0 0 0 519 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6682 0.0000 99.66827935 0.0000 0.0000 0.0000 0.0000 | No. of Votes – in favour (4) 8232562 00 8232562 00 00 00 00 233 | No. of Votes – against (5) 0 0 0 0 0 0 0 0 286 | votes polled (6)=[(4)/(2))*100 100.0000 0.0000 100 0.00000 0.0000 0.00000 0.00000 0.00000 0.000000 | votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) 8259962 8259962 33000 33000 6575158 | No. of votes polled (2) 8232562 0 8232562 0 0 0 0 519 636 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6683 0.0000 99.66827935 0.0000 0.0000 0.0000 0.0079 0.0097 | No. of Votes – in favour (4) 8232562 00 8232562 00 00 00 233 636 | No. of Votes – against (5) 0 0 0 0 0 0 0 0 286 0 | votes polled (6)=[(4)/(2)]*100 100.0000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.000000 0.000000 0.000000 0.00000000 | votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 |
| No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if Postal Ballot (if | No. of shares held (1) 8259962 8259962 33000 33000 | No. of votes polled (2) 8232562 0 8232562 0 0 0 0 519 636 1155 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.6682 0.0000 99.66827935 0.0000 0.0000 0.0000 0.0000 | No. of Votes – in favour (4) 8232562 00 8232562 00 00 00 00 233 | No. of Votes – against (5) 0 0 0 0 0 0 0 0 286 | votes polled (6)=[(4)/(2)]*100 0.00000 0.00000 0.00000 0.000000 | votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 |
| | No Mode of Voting E-Voting Poll | Total 6575158 Total 14868120 3 3 ORDINARY - Appointment of Statuto No No. of shares held (1) E-Voting No Poil 8259962 applicable) Total Total 8259962 E-Voting 01 Postal Ballot (if applicable) 33000 E-Voting 01 Postal Ballot (if applicable) 33000 E-Voting 01 Postal Ballot (if applicable) 6575158 Total 33000 | Total 6575158 1155 Total 14868120 8233717 3 | Total 6575158 1155 0.017566118 Total 14868120 8233717 55.3783 3 | Total 6575158 1155 0.017566118 850 Total 14868120 8233717 55.3783 8233412 3 | Total 6575158 1155 0.017566118 850 305 Total 14868120 8233717 55.3783 8233412 305 3 | Total 6575158 1155 0.017566118 850 305 73.5931 Total 14868120 8233717 55.3783 8233412 305 99.9963 3 ORDINARY - Appointment of Statutory Auditor. % of Votes Polled on outstanding shares (3)=[(1)(1)(1)(1)(1)) No. of Votes - in against (5) % of Votes in favour on votes polled favour (4) against (5) % of Votes in favour on outstanding shares (3)=[(1)(1)(1)(1)(1)) No. of Votes - in against (5) % of Votes in favour on votes polled favour (4) against (5) (6)=[(4)/(2)]*100 E-Voting 8232562 99.6683 8232562 0 100.0000 Poll 8259962 0 0.0000 0 0 0.0000 Poll 8259962 8232562 99.6683 8232562 0 100.0000 Poll 823000 0 0.0000 0 0 0.0000 Poll 823962 8232562 99.6683 8232562 0 100 Poll 33000 0 0 0.0000 0 0 0.0000 |

| Resolution required: (Ordinary/ Special) | SPECIAL-Re-appoi | ntment of Mr. Haka | am Singh (DIN:06786 | 586) as an Independen | t Director: | | | |
|--|-------------------|--------------------|---------------------|-----------------------|-------------------|----------------|-------------------------|-----------------------|
| Whether promoter/ promoter group are | | | | | | | | |
| interested in the agenda/resolution? | No | | | | | | | |
| | | | | | | | | |
| | | | | % of Votes Polled on | | | % of Votes in favour on | % of Votes against on |
| | | No. of shares | No. of votes polled | outstanding shares | No. of Votes – in | No. of Votes – | votes polled | votes polled |
| Category | Mode of Voting | held (1) | (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| | E-Voting | | 8232562 | 99.6683 | 8232562 | 0 | 100.0000 | 0.0000 |
| | Poll | 8259962 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 8259962 | | | | | | |
| Promoter and Promoter Group | applicable) | | | | | | | |
| | Total | 8259962 | 8232562 | 99.66827935 | 8232562 | 0 | 100 | 0 |
| | E-Voting | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Poll | 22000 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 33000 | | | | | | |
| Public- Institutions | applicable) | | | | | | | |
| | Total | 33000 | 0 | 0 | 0 | 0 | 0 | 0 |
| | E-Voting | | 519 | 0.0079 | 233 | 286 | 44.8940 | 55.1060 |
| | Poll | 6575159 | 636 | 0.0097 | 636 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if | 6575158 | | | | | | |
| Public- Non Institutions | applicable) | | | | | | | |
| | Total | 6575158 | 1155 | 0.017566118 | 869 | 286 | 75.2381 | 24.7619 |
| | Total | 14868120 | 8233717 | 55.3783 | 8233431 | 286 | 99.9965 | 0.0035 |

Thanking You,

For Tarai Foods Limited

L. P. Sat

Mr. G. S. Sandhu Chairman DIN: 00053527



29th September, 2018

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

Sub.: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and poll process conducted pursuant to the provisions of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015.

Dear Sir,

I, Santosh Kumar Pradhan, Practicing Company Secretary at 706, 8th Floor, K.M. Trade Tower, Hotel Radisson Blu, Ghaziabad-201010 had been appointed as the Scrutinizer by the Board of Directors of Tarai Foods Limited (the Company) having it's registered office at 13, Hanuman Road, Connaught Place, New Delhi- 110001 vide resolution dated 14th August, 2018 pursuant to the provisions of the Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to conduct the remote e-voting process and to scrutinize physical poll process by the shareholders in respect of the below mentioned resolutions passed at the 28th Annual General Meeting (AGM) of the Company held on 28th September, 2018.

The notice dated 14th August, 2018 convening AGM of the **Co**mpany were sent to the Shareholders in respect of the below mentioned resolutions passed at the said Annual General Meeting of the **Co**mpany held on 28th September, 2018.

The Company has availed the voting through electronic means (remote e-voting) facility offered by CSDL for conducting remote e-Voting by the Shareholders of the Company. The Shareholders of the Company holding shares as on the "Cut-off" date i.e. 21st September, 2018 were entitled to vote on the proposed resolutions as set out at item nos.1 to 5 in the notice convening of the 28th AGM of the Company.

The voting period for remote e-Voting commenced on Tuesday, 25th September, 2018 at 10:00 am (IST) and ended on Thursday, 27th September, 2018 at 5:00 pm (IST) and the remote e-Voting platform was blocked thereafter.



After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized and the votes cast there under were counted.

The votes cast under remote e-Voting facility were then unblocked by me at 04:13 P.M. on 28^{th} September, 2018 in the presence of Mr. Shubham Tandon and Ms. Kanchan Sharma, who are not in the employment of the company.

I have scrutinized and reviewed the voting through electronic means (remote e-voting) and physical mode and votes tendered therein based on the data downloaded from the CDSL remote e-Voting platform and the poll papers received respectively.

I have rendered scrutinizers' report separately on the remote e-voting and by using ballots at the meeting. Based on the results made available to me, 22 members have cast their votes on the e-voting platform and 19 members have casted their vote physically through poll papers. I hereby annex the consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on all the resolutions contained in the notice of the aforesaid Annual General Meeting.

All relevant records of remote e-voting and ballots will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 28th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You.

Yours Faithfully, For Santosh Kumar Pradhan (Practicing Company Secretary)



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

Annexure:

I Resolution No. 1:-

| Agenda No. | 1 |
|------------------------|--|
| Subject * matter of | Adoption of Financial Statements of the Company. |
| matter of | |
| resolution | |
| Type of | Ordinary |
| Type of Resolution | |

| Particulars | Number of Votes | | | Number of votes co | Percentage of Total valid votes cast | | |
|--------------------|-----------------|----------|-------|--------------------|--|---------|-----|
| | Remote e-Voting | Physical | Total | Remote e-Voting | Physical | Total | |
| Total Received | 22 | 19 | 41 | 8233081 | 636 | 8233717 | 100 |
| Voted in favour | 22 | 19 | 41 | 8233081 | 636 | 8233717 | 100 |
| Voted against | Nil | Nil | N.A | Nil | Nil | N.A | N.A |
| Invalid Vote | Nil | Nil | N.A | Nil | Nil | N.A | N.A |

II. Resolution No. 2:-

| Agenda No. | 2 |
|------------|---|
| Subject | Re-appointment of Retiring Director of the Company. |
| matter of | |
| resolution | |
| Type of | Ordinary |
| Resolution | aben * say |

| Particulars | Number of Votes | | | Number of votes | Percentage of Total valid votes cast | | |
|-------------------|-----------------|----------|-------|-----------------|--|---------|-------|
| | Remote e-Voting | Physical | Total | Remote e-Voting | Physical | Total | |
| Total Received | 22 | 19 | 41 | 8233081 | 636 | 8233717 | 100 |
| Voted in favour | 20 | 19 | 39 | 8:232776 | 636 | 8233412 | 99.99 |
| Voted against | 2 | Nil | 2 | 305 | Nil | 305 | 0.01 |
| Invalid Vote | Nil | Nil | N.A | Nil | Nil | N.A | N.A |

Ill. Resolution No. 3:-

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| Agenda No. | 3 |
|------------|-----------------------------------|
| Subject | Appointment of Statutory Auditor. |
| matter of | |
| resolution | |
| Type of | Ordinary |
| Resolution | |

| Particulars | Number of Votes | | | Number of votes | Percentage of Total valid votes cast | | |
|-------------------|-----------------|----------|-------|-----------------|--|---------|-------|
| | Remote e-Voting | Physical | Total | Remote e-Voting | Physical | Total | |
| Total Received | 22 | 19 | 41 | 8233081 | 636 | 8233717 | 100 |
| Voted in favour | 21 | 19 | 40 | 8232795 | 636 | 8233431 | 99.99 |

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| Voted against Invalid | 1 | Nil | 1 | 286 | Nil | 286 | 0.01 |
|-----------------------------|-----|-----|-----|-----|-----|-----|------|
| Invalid Vote | Nil | Nil | N.A | Nil | Nil | N.A | N.A |

IV. Resolution No. 4:-

| Agenda No. | 4 |
|------------|---|
| Subject | Appointment of Mr. Ashwini Kumar Pandey (DIN:08198711) as an Independent Director |
| matter of | |
| resolution | |
| Type of | Ordinar y |
| Resolution | |

| Particulars | | Number of Votes | | | Number of votes contained in votes | | | Percentage of Total valid votes cast |
|-------------------|----|-----------------|----------|-------|------------------------------------|----------|---------|--|
| | | Remote e-Voting | Physical | Total | Remote e-Voting | Physical | Total | |
| Total Received | | 22 | 19 | 41 | 8233081 | 636 | 8233717 | 100 |
| Voted i favour | in | 21 | 19 | 40 | 8:2327 95 | 636 | 8233431 | 99.99 |
| Voted against | | 1 | Nil | 1 | 286 | Nil | 286 | 0.01 |
| Invalid Vote | | Nil | Nil | N.A | Nil | Nil | N.A | N.A |

V. Resolution No. 5:-

| Agenda No. | 5 | |
|------------|---|------------------|
| Subject * | Re-appointment of Mr. Hakam Singh (DIN:06786586) as an Independent Director | Ster Contraction |
| , | | and be |

| matter | of | | | 2.1 |
|------------|-----------|---------|--|-----|
| resolution | - · · · · | | | |
| Туре | of | Special | | |
| Resolution | 1 | | | |

| Particulars - | Number of Votes | | | Number of votes contained in votes | | | Percentage of Total valid votes cast |
|-------------------|-----------------|----------|-------|------------------------------------|----------|---------|--|
| | Remote e-Voting | Physical | Total | Remote e-Voting | Physical | Total | |
| Total Received | 22 | 19 | 41 | 8233081 | 636 | 8233717 | 100 |
| Voted in favour | 21 | 19 | 40 | 8232795 | 636 | 8233431 | 99.99 |
| Voted against | 1 | Nil | 1 | 286 | Nil | 286 | 0.01 |
| Invalid Vote | Nil | Nil | N.A | Nil | Nil | N.A | N.A |

Yours Faithfully, For Santosh Kumar Pradhan (Practicing Company Secretary)

Santosh Ku. Pradhan

FCS No. 6973 C.P. No. 7647 Place: Ghaziabad Date: 29.09.2018