



26th September, 2023

The Chairman,
Tarai Foods Limited,
(CIN: L15142DL1990PLC039291)
13, Hanuman Road, Connaught Place,
New Delhi- 110001

Sub.: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and Electronic Voting facility provided at the Annual General Meeting (AGM) conducted through Video Conferencing(VC)/ other audio-visual means (OVAM) 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 its registered office at 13, Hanuman Road, Connaught Place, New Delhi- 110001 vide resolution dated 10th August, 2023 pursuant to the provisions of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Section 108 of the 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 the Electronic Voting facility provided at the AGM by the shareholders in respect of the below mentioned resolutions passed at the 33rd Annual General Meeting (AGM) of the Company held on 26th September, 2023.

The notice dated 10th August, 2023 convening AGM of the Company were sent to the Shareholders through electronic mode (E-mail), whose email addresses are registered with the Company/ Depositories in compliance with the MCA circular Nos. 20/2020 dated May 5th 2020, Circular No. 02/2022 dated May 5th, 2022 and 10/2022 dated December 28th, 2022 read with SEBI Circular dated May 12th, 2022 and January 05th, 2023, in respect of the below mentioned resolutions passed at the said Annual General Meeting of the Company held on 26th September, 2023. The Company has availed the voting through electronic means (remote e-voting) and Electronic Voting facility at the AGM as offered by CDSL for conducting remote e-Voting and Electronic Voting at the AGM by the Shareholders of the Company. The Shareholders of the Company holding shares as on the "Cut-off" date i.e. 19th September, 2023 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 5 in the notice convening of the 33rd AGM of the Company.

The voting period for remote e-Voting commenced on Saturday, 23rd day of September, 2023 at 10:00 am (IST) and ended on Monday, 25th September, 2023 at 5:00 pm (IST). After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated by me 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 10:37 A.M.

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**SANTOSH KUMAR PRADHAN
COMPANY SECRETARIES**

on 26th September, 2023 in the presence of Mr. Vishal Goel and Ms. Chhavi Goyal, who are not in the employment of the Company.

I have scrutinized and reviewed the remote e-voting through electronic means (remote e-voting) and Electronic voting facility at the AGM and votes tendered therein based on the data downloaded from the CDSL platform.

The Management of the Company is responsible to ensure compliance with the requirements of the Act & Rules relating to remote e-voting prior to and during the AGM on the resolutions forming part of the notice of AGM.

My responsibility as a Scrutinizer for the remote e-voting and voting facility at the AGM is restricted to make a Scrutinizers report of the votes cast in favor or against the resolution.

All relevant records of remote e-voting and electronic voting facility will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 33rd Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

I have rendered scrutinizers' report separately on the remote e-voting and by Electronic Voting facility provided at the AGM. Based on the results made available to me, 97 members have casted their votes on the e-voting platform and no member have casted their vote through Electronic voting facility at the AGM. 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.

Thanking You.

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



Santosh Ku. Pradhan
FCS No. 6973
C.P. No. 7647
P.R.C. No. - 1388/2021

Place: Ghaziabad
Date: 26th September, 2023
UDIN: F006973E001085116

**SANTOSH KUMAR PRADHAN
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Annexure:

I. Resolution No. 1:-

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

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	E-Voting at the AGM	Total	Remote e-Voting	E-Voting at the AGM	Total	
Total Received	97	0	97	56123	0	56123	100
Voted in favour	86	0	86	55941	0	55941	99.68
Voted against	11	0	11	182	0	182	0.32
Invalid Votes	0	0	0	0	0	0	N.A

II. Resolution No. 2:-

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



**SANTOSH KUMAR PRADHAN
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Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	E-Voting at the AGM	Total	Remote e-Voting	E-Voting at the AGM	Total	
Total Received	97	0	97	56123	0	56123	100
Voted in favour	84	0	84	55641	0	55641	99.14
Voted against	13	0	13	482	0	482	0.86
Invalid Votes	0	0	0	0	0	0	N.A.

III. Resolution No. 3:-

Agenda No.	3
Subject matter of resolution	Re-appointment of Statutory Auditor of the Company
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	E-Voting at the AGM	Total	Remote e-Voting	E-Voting at the AGM	Total	
Total Received	97	0	97	56123	0	56123	100
Voted in favour	84	0	84	55641	0	55641	99.14
Voted against	13	0	13	482	0	482	0.86



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against Invalid Votes	0	0	0	0	N.A.
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IV Resolution No. 4:-

Agenda No.	4
Subject matter of resolution	Sell, lease or otherwise dispose of the whole or substantially whole of the undertaking of the Company:
Type of Resolution	Special

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote e-Voting	E-Voting at the AGM	Total	Remote e-Voting	E-Voting at the AGM	Total	
Total Received in Voted favour	97	0	97	56123	0	56123	100
Voted against	84	0	84	55641	0	55641	99.14
Invalid Votes	13	0	13	482	0	482	0.86
	0	0	0	0	0	0	N.A.

V. Resolution No. 5:-

Agenda No.	5
Subject matter of	Reclassification of person belonging to the "Promoter Group" from "Promoter Group" category to the "Public" category



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resolution of Resolution		Type of Resolution		Number of Votes		Number of votes contained in votes			Percentage of Total valid votes cast
Particulars	Remote e-Voting	E-Voting at the AGM	Total	Remote e-Voting	E-Voting at the AGM	Total			
Total Received	97	0	97	56123	0	56123		100	
Voted in favour	84	0	84	55641	0	55641		99.14	
Voted against	13	0	13	482	0	482		0.86	
Invalid Votes	0	0	0	0	0	0		N.A.	

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



Santosh Kumar Pradhan
FCS No. 6973
C.P. No. 7647
P.R.C.No. 1388/2022
UDIN: F006973E001085116

Place: Ghaziabad
Date: 26.09.2023