



## 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](mailto:business@thevanitycase.com), **Website:** [www.hindustanfoodslimited.com](http://www.hindustanfoodslimited.com)

**Tel. No.:** +91 22 6980 1700/01, **CIN:** L15139MH1984PLC316003

Date: June 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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**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 22, 2025 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. Grant of options under Employee Stock Option Scheme 2025 ("**HFL ESOS 2025**" or "**Scheme**") to the Eligible Employees of Hindustan Foods Limited ("**HFL**" or "**the Company**")
2. Grant of options under Employee Stock Option Scheme 2025 ("**HFL ESOS 2025**" or "**Scheme**") to the Eligible Employees of Group Companies, including Subsidiary Companies and Associate Companies of Hindustan Foods Limited ("**HFL**" or "**the Company**")

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 June 21, 2025, 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.

Based on the Scrutinizer's report, it is hereby informed that, the Members of the Company, have approved the Resolution mentioned in the Notice of the Postal Ballot dated May 19, 2025, by way of Special Resolution through Postal Ballot process by remote E-voting with requisite majority on Saturday, June 21, 2025, 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. MUFG InTime India Private Limited (**"MUFG InTime"**) (formerly known as 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 and Legal Head**  
**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 Postal Ballot Notice</b>	Monday, May 19, 2025
<b>Cut-off Date</b>	Friday, May 16, 2025
<b>Date of commencement of E-voting for the Postal Ballot</b>	Friday, May 23, 2025 at 9:00 Hours IST
<b>Date of end of E-voting for the Postal Ballot</b>	Saturday, June 21, 2025 at 17:00 Hours IST
<b>Total number of Shareholders as on record date (Cut-off date) on May 16, 2025</b>	74,975
<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: Special			1. Grant of options under Employee Stock Option Scheme 2025 ("HFL ESOS 2025" or "Scheme") to the Eligible Employees of Hindustan Foods Limited ('HFL' or 'the Company')					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	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)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
<b>Promoter and Promoter Group</b>	E-Voting	73109975	73109975	100.0000	73109975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total A</b>		<b>73109975</b>	<b>73109975</b>	<b>100.0000</b>	<b>73109975</b>	<b>0</b>	<b>100.0000</b>
<b>Public-Institutions</b>	E-Voting	23129405	9412209	40.6937	6531430	2880779	69.3932	30.6068
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total B</b>		<b>23129405</b>	<b>9412209</b>	<b>40.6937</b>	<b>6531430</b>	<b>2880779</b>	<b>69.3932</b>
<b>Public - Non Institutions</b>	E-Voting	21263033	4190507	19.7079	4187698	2809	99.9330	0.0670
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total C</b>		<b>21263033</b>	<b>4190507</b>	<b>19.7079</b>	<b>4187698</b>	<b>2809</b>	<b>99.9330</b>
<b>Total (A+B+C)</b>		<b>117502413</b>	<b>86712691</b>	<b>73.7965</b>	<b>83829103</b>	<b>2883588</b>	<b>96.6745</b>	<b>3.3255</b>



AGENDA - WISE DISCLOSURE								
Resolution required: Special			2. Grant of options under Employee Stock Option Scheme 2025 (“HFL ESOS 2025” or “Scheme”) to the Eligible Employees of Group Companies, including Subsidiary Companies and Associate Companies of Hindustan Foods Limited (“HFL” or “the Company”)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	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)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
<b>Promoter and Promoter Group</b>	E-Voting	73109975	73109975	100.0000	73109975	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total A</b>		<b>73109975</b>	<b>73109975</b>	<b>100.0000</b>	<b>73109975</b>	<b>0</b>	<b>100.0000</b>
<b>Public-Institutions</b>	E-Voting	23129405	9412209	40.6937	6420791	2991418	68.2177	31.7823
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total B</b>		<b>23129405</b>	<b>9412209</b>	<b>40.6937</b>	<b>6420791</b>	<b>2991418</b>	<b>68.2177</b>
<b>Public - Non Institutions</b>	E-Voting	21263033	4190507	19.7079	4187698	2809	99.9330	0.0670
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total C</b>		<b>21263033</b>	<b>4190507</b>	<b>19.7079</b>	<b>4187698</b>	<b>2809</b>	<b>99.9330</b>
<b>Total (A+B+C)</b>		<b>117502413</b>	<b>86712691</b>	<b>73.7965</b>	<b>83718464</b>	<b>2994227</b>	<b>96.5470</b>	<b>3.4530</b>

Yours faithfully,  
For **HINDUSTAN FOODS LIMITED**

**Bankim Purohit**  
**Company Secretary and Legal Head**  
**ACS: 21865**

Encl: As above



## SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended]

To  
The Board of Directors,  
Hindustan Foods Limited

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

Dear Sir,

I, Advocate Prashant Sharma (MAH/882/2025), have been appointed by the Board of Directors of **Hindustan Foods Limited** pursuant to the Resolution passed in the Board Meeting held on Monday, May 19, 2025 as a Scrutinizer for votes casted through electronic means for Postal Ballot process and the votes cast in respect of the Resolution set out in the Postal Ballot Notice dated Monday, May 19, 2025 ('**Notice**').

I do hereby submit my report as under:

1. Members approval were sought for the following Resolution:

ITEM NO. 1: GRANT OF OPTIONS UNDER EMPLOYEE STOCK OPTION SCHEME 2025 ("HFL ESOS 2025" OR "SCHEME") TO THE ELIGIBLE EMPLOYEES OF HINDUSTAN FOODS LIMITED ("HFL" OR "THE COMPANY").

ITEM NO. 2: GRANT OF OPTIONS UNDER EMPLOYEE STOCK OPTION SCHEME 2025 ("HFL ESOS 2025" OR "SCHEME") TO THE ELIGIBLE EMPLOYEES OF GROUP COMPANIES, INCLUDING SUBSIDIARY COMPANIES AND ASSOCIATE COMPANIES OF HINDUSTAN FOODS LIMITED ("HFL" OR "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 Standard- 2 on General Meetings ("SS-2"), pursuant to the various General Circulars issued by MCA from time to time and 09/2023 dated September 25, 2023 and the subsequent circulars issued in this regard, the latest being Circular no. 09/2024 dated September 19, 2024 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 Monday, May 19, 2025 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, 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/RTA.
4. The Company completed the dispatch of Postal Ballot Notice by e-mail on Thursday, May 22, 2025. In accordance with the MCA Circulars, no physical ballot notice were dispatched to the Members.
5. Pursuant to clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had published an advertisement in ‘Free Press Journal’ (English newspaper) and ‘Navshakti’ (Marathi newspaper) on Friday, May 23, 2025 specifying the required information as provided under the said rule.
6. The Company had availed the e-voting facility offered by MUFUG InTime India Private Limited (“**MUFUG InTime**”) (formerly Link Intime India Private Limited) for conducting remote e-voting by the Shareholders of the Company.
7. The Shareholders of the Company holding shares as on the ‘cut-off’ date of Friday, May 16, 2025 were entitled to vote on the Resolution as contained in the Notice.
8. The voting period for remote e-voting commenced on **Friday, May 23, 2025 at 9:00 Hours (IST)** and ended on **Saturday, June 21, 2025 at 17:00 Hours. (IST)**. The remote e-voting module was disabled by **MUFUG InTime** thereafter.
9. The votes cast under remote e-voting facility were thereafter unblocked.
10. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of **MUFUG InTime** and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
11. 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 Resolution contained in the Notice of Postal Ballot.
12. 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 Resolution.



13. 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 16, 2025 and as per the Register of Members of the Company.
14. I now submit my Scrutinizer Report on the results of the voting by Postal Ballot only through the remote e-voting process.
15. All the 235 remote e-voting responses are valid.

Resolution 1 : (Special)	ITEM NO. 1: GRANT OF OPTIONS UNDER EMPLOYEE STOCK OPTION SCHEME 2025 (“HFL ESOS 2025” OR “SCHEME”) TO THE ELIGIBLE EMPLOYEES OF HINDUSTAN FOODS LIMITED (“HFL” OR “THE COMPANY”)
Whether promoter/ promoter group are interested in the agenda/resolution?	No

	Total Votes	IN FAVOUR OF THE RESOLUTION			AGAINST THE RESOLUTION		
		No of Responses Received	No of Votes Cast	% of Votes Cast	No of Responses Received	No of Votes Cast	% of Votes Cast
Remote E Voting	86712691	175	83829103	96.674	63	2883588	3.325

**3 voters with 75328, 10258 and 9355 shares have voted, out of which 74885, 4979 and 5851 shares are FAVOUR and 443, 5279 and 3504 have voted AGAINST THE RESOLUTION respectively**

Resolution 2 : (Special)	ITEM NO. 2: GRANT OF OPTIONS UNDER EMPLOYEE STOCK OPTION SCHEME 2025 (“HFL ESOS 2025” OR “SCHEME”) TO THE ELIGIBLE EMPLOYEES OF GROUP COMPANIES, INCLUDING SUBSIDIARY COMPANIES AND ASSOCIATE COMPANIES OF HINDUSTAN FOODS LIMITED (“HFL” OR “THE COMPANY”).
Whether promoter/ promoter group are interested in the agenda/resolution?	No

