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CREMICA AGRO FOODS LTD.

Date: 29<sup>th</sup> September, 2021

To,  
Metropolitan Stock Exchange of India Limited  
The Listing Department,  
4th Floor, Vibgyor Tower  
Opposite Trident Hotel,  
Bandra-Kurla Complex,  
Mumbai, India - 400 098

Trading Symbol: CREMICA

Series: EQ

ISIN: INE050S01019

Sub: Scrutinizer Report and Voting Results of 32<sup>nd</sup> Annual General Meeting of Cremica Agro Foods Limited

Dear Sir/Madam,

The 32<sup>nd</sup> Annual General Meeting(AGM) of Cremica Agro Foods Limited('the Company') was held on Monday, 27<sup>th</sup> September, 2021 at 11:00 A.M. through Video Conferencing(VC) or Other Audio Visual Means(OAVM) to transact the business as stated in the Notice of 32<sup>nd</sup> AGM dated 27<sup>th</sup> September 2021.

In this regard, we are hereby submitting the voting results (remote e-voting and e-voting at the AGM) and Scrutinizer's Report on the resolutions passed by the members through remote e-voting and voting at the AGM.

We request you to kindly take the same in your records.

Yours Sincerely

On behalf of the board  
For Cremica Agro Foods Limited

Malti Devi  
(Company Secretary & Compliance Officer)

Off. Address: 455, Sohan Palace, 2nd Floor,  
The Mall, Ludhiana-141001, Punjab

Place: Ludhiana

Corporate Identity Number (CIN) : L15146PB1989PLC009676

Regd. Office: 455, Sohan Palace, 2nd Floor, The Mall, Ludhiana - 141 001, Punjab (India)

Corporate Office: Theing Road, Phillaur-144410, Distt. Jalandhar (Pb.) INDIA. Phone: 01826-222826.

Email: manager.cafli@gmail.com Website: www.cafli.co.in





Form MGT-13

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act 2013 and Rule 20 (4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To  
The Chairman,  
Cremica Agro Foods Limited  
455, Sohan Palace, 2nd Floor,  
The Mall Ludhiana, Ludhiana, Punjab 141001

**Subject:** Report on the resolution(s) passed through e-voting conducted at 32<sup>nd</sup> Annual General Meeting ("AGM") and remote E-Voting of Cremica Agro Foods Limited ('the Company') held on Monday, 27<sup>th</sup> September, 2021 at 11:00 A.M through Video Conferencing (VC) and other Audio Visual Means (OAVM).

Dear Sir,

I, **Sanchita Bhardwaj**, Partner on behalf of **GA and Associates, Company Secretaries LLP** has been appointed as the Scrutinizer by the Board of Directors of **Cremica Agro Foods Limited** vide resolution dated 03<sup>rd</sup> September 2021 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, inter alia, for scrutinizing the e-Voting process(remote e-voting) held between 24<sup>th</sup> September, 2021, commenced from 9:00 A.M. to 26<sup>th</sup> September, 2021 till 5:00 P.M. and to act as the scrutinizer for the electronic voting (e-voting) during the Annual General Meeting (AGM) held on Monday, 27<sup>th</sup> day of September, 2021 at 11:00 a.m. through VC / OAVM during the AGM. The same is carried out as per the provisions of Section 108 of the Companies Act 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) on the resolutions contained in the notice dated 03<sup>rd</sup> September 2021 (Notice) issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 and no 02/2021 dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 05<sup>th</sup> May 2020 and 13<sup>th</sup> January 2021 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) read with Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/ CIR/PI 2021/11 dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021, respectively (hereinafter, collectively referred to as the "SEBI Circulars"), issued by the Securities and Exchange Board of India (SEBI) for calling the 32<sup>nd</sup> Annual General Meeting (AGM) of the Company through VC / OAVM.

I have to scrutinize:

For GA & Associates Company Secretaries LLP

Partner

Regd. Off: A-5, Pota Cabin, Third Floor, Defence Colony, New Delhi-110024

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Website: www.groverahuja.co



(i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ('remote e-voting'); and  
(ii) process of e-voting at the AGM through electronic voting system ('e-voting').  
The e-voting facility both for e-voting prior to the AGM (remote e-voting) and e-voting at the AGM by electronics means by electronic means was provided by Link Intime India Private Limited i.e- the Registrar and Transfer Agent of the Company (RTA).

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR") and (iv) Secretarial Standard-2 issued by ICSI relating to e-voting on the resolutions contained in the Notice calling the AGM of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as a Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Scrutinizer's report of the votes cast by the members "in favour" or "against" the resolutions contained in the Notice calling the AGM of the Company, based on the reports generated from the e-Voting system provided by Link Intime India Pvt. Ltd, the authorized agency engaged by the Company to provide e-Voting facilities and scrutiny of the e-voting process held at the AGM of the Company.

E-Voting facility was offered to only those members whose name was in the register of members on the cut-off date (i.e. 20<sup>th</sup> September, 2021) as mentioned in the Notice and Publication in the newspaper.

E-voting process:-

a. The remote e-voting period remained open from Friday, 24<sup>th</sup> September, 2021 (9.00 a.m.) to Sunday, 26<sup>th</sup> September, 2021 (5.00 p.m.).

b. After the time fixed for closing of the e-voting at the AGM, the electronic system recording the e-voting (e-votes) was locked by the RTA.

c. As per the information given by the company the names of the shareholders who had voted by remote e-voting through the facility provided by RTA had been blocked and only those members, who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system at the AGM.

d. The e-votes cast were unblocked on September 27<sup>th</sup>, 2021 after conclusion of the AGM in the presence of two witnesses, Ms. Ankita Kathuria and Ms. Parul Saini who are not in the employment of the Company.

Signature:

*Ankita*

Address:

M-130, Vinodapuri,  
Lajpat Nagar,  
New Delhi

Signature:

*PARUL*

Address:

39, Tangpura Road  
Bhagat N.D-110014  
New Delhi

For GA & Associates Company Secretaries LLP

*SP.*

Partner



e. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that was put to vote, were provided by the Company's RTA and based on such reports generated and relied upon by me, data regarding the e-voting was scrutinized.

I submit herewith the combined report on the results of remote e-Voting together with that of the E-voting held on the date of AGM as under:

### **ORDINARY BUSINESS**

#### **Item No. 1: Ordinary Resolution**

**To receive, consider and adopt the Audited Financial Statements (Standalone) of the Company for the financial year ended on 31st March, 2021 including the Audited Balance Sheet as at 31st March, 2021, the statement of Profit & Loss and Cash Flow Statement for the financial year ended on that date along with the Notes appended thereto and Reports of the Auditors and Directors Report thereon.**

i. Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
20	2211723	100

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
0	0	0

iii. **Invalid** votes:

Number of members voted	Number of votes casted by them
0	0

#### **Item No. 2: Ordinary Resolution**

**To appoint a Director in place of Mr. Shantilal Sukalal Chaudhari (DIN: 02315224), Whole Time Director who retires by rotation in accordance with the Articles of Association of the Company and being eligible, offers himself for re-appointment.**

i. Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
20	2211723	100

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
0	0	0

iii. **Invalid** votes:

Number of members voted	Number of votes casted by them
0	0

### **SPECIAL BUSINESS:**

#### **Item No. 3: Ordinary Resolution**

**Appointment of Mr. Nem Chand Jain (DIN: 02894923) as an Independent Director of the Company.**

i. Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
20	2211723	100

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
0	0	0

iii. **Invalid** votes:

Number of members voted	Number of votes casted by them
0	0

All the Resolutions stand passed under remote e-Voting and e-voting with the requisite majority.

The combined result of the votes (electronic) is annexed as **Annexure** with this report.

I further report that the Chairman or any other person as authorized may declare and confirm the above results of Remote e-Voting as well as e-Voting held at the AGM. The

For GA & Associates Company Secretaries-I/CP



Partner



results of the e-Voting and voting at AGM shall be communicated to the stock exchange by the Company where its shares are presently listed.

I further report that Rule No. 20 and 21 of the Companies (Management and Administration) Rules, 2014, have been duly complied with. The relevant records relating to e-Voting will be handed over to the Chairman for safe keeping after the Chairman approves and signs the minutes of the meeting.

I pay my sincere thanks to the management of the Company for giving me the opportunity to act the scrutinizer for the purpose of Remote e-Voting and e-Voting at the time of AGM.

Thanking You.  
Yours faithfully,

For GA & Associates Company Secretaries LLP

Countersigned on behalf of  
Cremica Agro Foods Limited

For GA & Associates Company Secretaries LLP

  
Partner  
**Sanchita Bhardwaj**  
(Partner)

COP No: 20701

Membership No: A43096

UDIN: **A043096001030874**

  
Malti Devi  
(Company Secretary and Compliance Officer)

Date: 29.09.2021

Place: New Delhi



# GA & ASSOCIATES

Company Secretaries LLP

## Annexure

### Outcome of the Voting Results as required under Regulation 44(3) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015

#### Combined Results of the Votes casted through remote e-Voting and e-voting conducted at the AGM:

Name of the Company	CremicaAgro Foods Limited
Date and Time of the AGM	27 <sup>th</sup> September, 2021, 11:00 A.M.
Total number of shareholders on record date (Cut-off date - 20 <sup>th</sup> September, 2021)	1465
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Nil
Public:	Nil
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	1
Public:	21

For GA & Associates Company Secretaries LL

Regd. Off: A-5, Pota Cabin, Third Floor, Defence Colony, New Delhi-110024

Landline No. 011-46772203, 46772204, 46772205

Website: [www.groverahuja.co](http://www.groverahuja.co)

E mail ID: [poonamahuja7@gmail.com](mailto:poonamahuja7@gmail.com)



1. To receive, consider and adopt the Audited Financial Statements (Standalone) of the Company for the financial year ended on 31st March, 2021 including the Audited Balance Sheet as at 31st March, 2021, the statement of Profit & Loss and Cash Flow Statement for the financial year ended on that date along with the Notes appended thereto and Reports of the Auditors and Directors Report thereon.

Resolution Required: (Ordinary/Special)						Ordinary Resolution			
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) = $\frac{[(2)/(1)] * 100}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)] * 100}{100}$	(7) = $\frac{[(5)/(2)] * 100}{100}$	
Promoter and Promoter Group	Remote E-Voting		1987593	97.3531	1987593	0	100	0	0
	E-voting at the AGM/Poll/Postal Ballot	2041632	0	0	0	0	0	0	0
	<b>Sub- Total</b>	<b>2041632</b>	<b>1987593</b>	<b>97.3531</b>	<b>1987593</b>	<b>0</b>	<b>100</b>	<b>0</b>	<b>0</b>
Public- Institutions	Remote E-Voting		0	0	0	0	0	0	0
	E-voting at the AGM/Poll/Postal Ballot		0	0	0	0	0	0	0
	<b>Sub- Total</b>	<b>0</b>	<b>223920</b>	<b>9.1252</b>	<b>223920</b>	<b>0</b>	<b>100</b>	<b>0</b>	<b>0</b>
Public- Institutions Non	Remote E-Voting	2453868	223920	9.1252	223920	0	100	0	0
	E-voting at the AGM/Poll/Postal Ballot		210	0.0086	210	0	100	0	0

*[Signature]*  
 Company Secretary  
 & Associates



	Sub- Total	2453868	224130	9.1338	224130	0	100	0
<b>TOTAL</b>		4495500	2211723	49.1986	2211723	0	100	0

\*There are NIL invalid and abstained votes.

2. To appoint a Director in place of Mr. Shantilal Sukalal Chaudhari (DIN: 02315224), Whole Time Director who retires by rotation in accordance with the Articles of Association of the Company and being eligible, offers himself for re-appointment.

Resolution Required: (Ordinary/Special)			Ordinary Resolution					
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
<b>Promoter and Promoter Group</b>	Remote E-Voting		1987593	97.3531	1987593	0	100	0
	E-voting at the AGM/Poll/Postal Ballot	2041632	0	0	0	0	0	0
	<b>Sub- Total</b>	<b>2041632</b>	<b>1987593</b>	<b>97.3531</b>	<b>1987593</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public- Institutions</b>	Remote E-Voting		0	0	0	0	0	0
	E-voting at the AGM/Poll/Postal Ballot		0	0	0	0	0	0
	<b>Sub- Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public- Institutions Non</b>	Remote E-Voting		223920	9.1252	223920	0	100	0
	E-voting at the AGM/Poll/Postal Ballot	2453868	210	0.0086	210	0	100	0
	<b>Sub- Total</b>		<b>210</b>	<b>0.0086</b>	<b>210</b>	<b>0</b>	<b>100</b>	<b>0</b>

Partner

	stal Ballot	2453868	224130	9.1338	224130	0	100	0
	Sub- Total	4495500	2211723	49.1986	2211723	0	100	0
<b>TOTAL</b>								

\*There are NIL invalid and abstained votes.

### 3. Appointment of Mr. Nem Chand Jain (DIN: 02894923) as an Independent Director of the Company.

Resolution Required: (Ordinary/Special)		Ordinary Resolution						
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
<b>Promoter and Promoter Group</b>	Remote E-Voting		1987593	97.3531	1987593	0	100	0
	E-voting at the AGM/Poll/Postal Ballot	2041632	0	0	0	0	0	0
	<b>Sub- Total</b>	<b>2041632</b>	<b>1987593</b>	<b>97.3531</b>	<b>1987593</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public- Institutions</b>	Remote E-Voting		0	0	0	0	0	0
	E-voting at the		0	0	0	0	0	0

For GA & Associates Company Secretaries LLP

*[Signature]*

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