



Based with love. Just for you!

CREMICA AGRO FOODS LTD.

Date: 29th September, 2022

**To,
The Metropolitan Stock Exchange of India Limited
205(A), 2nd floor, Piramal Agastya
Corporate Park, Kamani Junction, LBS
Road, Kurla (West), Mumbai - 400070**

Trading Symbol: CREMICA

Series: EQ

ISIN: INE050S01019

Sub: Scrutinizer Report and Voting Results of 33rd Annual General Meeting of Cremica Agro Foods Limited

Dear Sir/Madam,

The 33rd Annual General Meeting (AGM) of Cremica Agro Foods Limited ('the Company') was held on Tuesday, 27th September, 2022 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 33rd AGM dated 2nd September 2022.

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**

**Shilpa Tiwari
(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.caf@cafi.co.in Website: www.cafi.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 33rd Annual General Meeting ("AGM") and remote E-Voting of Cremica Agro Foods Limited ('the Company') held on Tuesday, 27th September, 2022 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 02nd September 2022 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 24th September, 2022, commenced from 9:00 A.M. to 26th September, 2022 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 Tuesday, 27th day of September, 2022 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 02nd September 2022 (Notice) issued in accordance with the circular dated May 05, 2022 read together with circulars dated April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021 and December 08, 2021, 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 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 issued by the Securities and Exchange Board of India (SEBI) for calling the 33rd Annual General Meeting (AGM) of the Company through VC / OAVM.

I have to scrutinize:

- (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).

Regd. Off: D-328, Basement Floor, Defence Colony, New Delhi 110024

Ph: 011-46772202

Website- www.groverahuja.co

E mail: gaassociatesllp@gmail.com

Cremica Agro Foods Limited

Sanchita


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. 20th September, 2022) as mentioned in the Notice and Publication in the newspaper.

E-voting process:-

- a. The remote e-voting period remained open from Friday, 24th September, 2022 (9.00 a.m.) to Sunday, 26th September, 2022 (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 27th, 2022 after conclusion of the AGM in the presence of two witnesses, Ms. Megha Paliwal and Ms. Utra Bhardwaj who are not in the employment of the Company.

Signature: 
Address: D- 391, Tomar colony
Burari Delhi- 84


Signature:
Address: k-26, Dayanand Colony,
Lajpat Nagar Delhi-110024.

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

1. To receive, consider and adopt the Audited Financial Statements (Standalone) of the Company for the financial year ended on 31st March, 2022 including the Audited Balance Sheet as at 31st March, 2022, 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
18	2210823	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

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.

i. Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
18	2210823	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

3. Appointment Of M/S K.C. Khanna & Co., Chartered Accountants As Statutory Auditor 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
18	2210823	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 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

Sanchita Bhardwaj
(Partner)
COP No: 20701
Membership No: A43096
PRNo. 2485/2022
UDIN: A043096D001075886

Shilpa Tiwari
(Company Secretary and Compliance Officer)

Date: 29.09.2022
Place: New Delhi



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	Cremica Agro Foods Limited
Date and Time of the AGM	27 th September, 2022, 11:00 A.M.
Total number of shareholders on record date (Cut-off date - 20 th September, 2022)	1484
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Nil Nil
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	2 17

1. To receive, consider and adopt the Audited Financial Statements (Standalone) of the Company for the financial year ended on 31st March 2022 including the Audited Balance Sheet as at 31st March, 2022, 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)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	2041632	1987593	97.35	1987593	0	100	
	E-voting at the		0	0	0	0	0	

	AGM/Poll/Postal Ballot							
	Sub- Total	20,41,632	19,87,593	97.35	19,87,593	0	100	0
Public- Institutions	Remote E-Voting		0	0	0	0	0	0
	E-voting at the AGM/Poll/Postal Ballot		0	0	0	0	0	0
	Sub- Total	0	0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting	2453868	139980	5.70	139980	0	100	0
	E-voting at the AGM/Poll/Postal Ballot		83250	3.39	83250	0	100	0
	Sub- Total							
TOTAL		24,53,868	2,23,230	9.09	2,23,230	0	100	0
		44,95,500	22,10,823	49.18	22,10,823	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
Promoter and Promoter Group	Remote E-Voting	2041632	1987593	97.35	1987593	0	100	0
	E-voting at the AGM/Poll/Postal Ballot		0	0	0	0	0	0

Shantilal

	Sub- Total	20,41,632	19,87,593	97.35	19,87,593	0	100	0
Public- Institutions	Remote E-Voting		0	0	0	0	0	0
	E-voting at the AGM/Poll/Postal Ballot		0	0	0	0	0	0
	Sub- Total	0	0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting	2453868	139980	5.70	139980	0	100	0
	E-voting at the AGM/Poll/Postal Ballot		83250	3.39	83250	0	100	0
	Sub- Total	24,53,868	2,23,230	9.09	2,23,230	0	100	0
TOTAL		44,95,500	22,10,823	49.18	22,10,823	0	100	0

*There are NIL invalid and abstained votes.

3. Appointment of M/S K.C. Khanna & Co., Chartered Accountants as Statutory Auditor 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
Promoter and Promoter Group	Remote E-Voting	2041632	1987593	97.35	1987593	0	100	0
	E-voting at the AGM/Poll/Postal Ballot		0	0	0	0	0	0
	Sub- Total	20,41,632	19,87,593	97.35	19,87,593	0	100	0
	Remote E-Voting		0	0	0	0	0	0

Sanjit

Public- Institutions	E-voting at the AGM/Poll/Postal Ballot		0	0	0	0	0	0
	Sub- Total	0	0	0	0	0	100	0
Public- Non Institutions	Remote E-Voting	2453868	139980	5.70	139980	0	100	0
	E-voting at the AGM/Poll/Postal Ballot		83250	3.39	83250	0	100	0
Sub- Total		24,53,868	2,23,230	9.09	2,23,230	0	100	0
TOTAL		44,95,500	22,10,823	49.18	22,10,823	0	100	0

*There are NIL invalid and abstained votes.

CONCLUSION: All the **ORDINARY RESOLUTIONS** as per the Notice convening the Annual General Meeting have been **CARRIED WITH REQUISITE MAJORITY.**

For GA & Associates Company Secretaries LLP


Sanchita Bhardwaj
(Partner)
COP No: 20701
PRN: 2485/2022
Membership No: A43096
UDIN: A043096D001075886

Countersigned on behalf of
Cremica Agro Foods Limited


Shilpa Tiwari
(Company Secretary and Compliance Officer)

Date: 29.09.2022
Place: New Delhi