



July 12, 2019

The Manager
Listing Department
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai - 400001

Scrip Code: 526899
Symbol: HFIL

Sub: Submission of revised Outcome of voting results of Postal Ballot

Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report on Postal Ballot Voting Process and E-Voting Process

Dear Sir/ Madam,

Further to our letter dated June 4, 2019 enclosing Notice along with Explanatory Statement seeking consent of Shareholders, we are pleased to notify that the below Resolution as stated in the Postal Ballot Notice dated May 30, 2019 has been passed by the Shareholders by requisite majority:

1. Special Resolution to issue and allot Equity Shares on Preferential basis.
2. Special Resolution to issue and allot Share warrants on Preferential basis.

Pursuant to provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the details regarding Postal Ballot Results in the prescribed format alongwith report and clarification letter of the Scrutinizer issued by Mr. Himanshu Sharma of M/s. Himanshu Sharma & Associates, Company Secretaries.

Request you to take the same on record.

Thanking You,

Yours faithfully,

For Himalaya Food International Ltd.


Surabhi Maheshwari
Company Secretary & Compliance Officer



Encl: as above


Himalaya Food International Ltd.

CIN : L70102DL1992PLC047399 Formerly known as Himalya International Ltd.

Contact@HimalayaFoodCompany.com

www.HimalayaFoodCompany.com

Registered Office :

118, 1st Floor, 12 Gagandeep Building
Rajendra Place New Delhi-110008
Tel.: +91-11-45108609

Plants

Shubhkhera, Paonta Sahib,
Himachal Pradesh - 173 025
Tel.: +91-1704-223494, Fax:225178

Vadnagar, Mehsana
Gujarat - 384 355
Telefax.: +91-2761-305030

Himalaya Food International Limited

Outcome of Voting of Postal Ballot (Pursuant to Regulation 44 of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015)

Resolution-1

Date of Declaration of Results of Postal Ballot	July 11, 2019
Total no. of shareholders as on record date	17128
Cut off Date	May 24, 2019
No. of shareholders who casted their votes	37
No.of votes casted in favour	28931036
Promoter & Promoter Group	28909027
Public	22009

Resolution-2

Date of Declaration of Results of Postal Ballot	July 11, 2019
Total no. of shareholders as on record date	17128
Cut off Date	May 24, 2019
No. of shareholders who casted their votes	37
No.of votes casted in favour	25819879
Promoter & Promoter Group	25797870
Public	22009
Invalid Votes	3111157



Himalaya Food International Limited								
Resolution required: (Ordinary / Special)				1. Special Resolution to issue and allot Equity Shares on Preferential Basis				
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	E-Voting	28964742	28909027	99.8076	28909027	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	28964742	28909027	99.8076	28909027	0	100.0000	0.0000
Public- Institutions	E-Voting	600	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	600	0	0.0000	0	0	0.0000	0.0000
Public- Institutions Non	E-Voting	28907542	21061	0.0729	21009	52	99.7531	0.2469
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		1000	0.0035	1000	0	100.0000	0.0000
	Total	28907542	22061	0.0763	22009	52	99.7643	0.2357
Total	Total	57872884	28931088	49.9907	28931036	52	99.9998	0.0002



Himalaya Food International Limited									
Resolution required: (Ordinary / Special)				Special Resolution to issue and allot Share Warrants on Preferential Basis					
Whether promoter/promoter group are interested in the agenda/resolution?				Yes					
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	Invalid votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	28964742	25797870	89.0665	25797870	0	100.0000	0.0000	3111157
	Poll		0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	28964742	25797870	89.0665	25797870	0	100.0000	0.0000	3111157
Public-Institutions	E-Voting	600	0	0.0000	0	0	0	0	0
	Poll		0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	600	0	0.0000	0	0	0.0000	0.0000	0
Public- Non Institutions	E-Voting	28907542	21061	0.0729	21009	52	99.7531	0.2469	0
	Poll		0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		1000	0.0035	1000	0	100.0000	0.0000	0
	Total	28907542	22061	0.0763	22009	52	99.7643	0.2357	0
Total	Total	57872884	25819931	44.6149	25819879	52	99.9998	0.0002	0



HIMANSHU SHARMA & ASSOCIATES

1531, Wazir Nagar, Ground Floor, Infront of PT College Bus Stand, Defence Colony Kotla Mubarakpur, New Delhi-110003; Mob: - 9650115121; 9654281449

FORM NO- MGT-13

SCRUTINIZER'S REPORT

(Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
HIMALAYA FOOD INTERNATIONAL LIMITED
118, 1st Floor, 12 Gagandeep Building,
Rajendra Place New Delhi-110008

Dear Sir,

Sub: Scrutinizer's Report on E-voting and Postal ballot conducted for Members of HIMALAYA FOOD INTERNATIONAL LIMITED(Formerly known as Himalya International Limited)

Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 for ascertaining the E-voting and Postal ballot for passing the below mentioned resolution

I, Himanshu Sharma, Proprietor of Himanshu Sharma & Associates, Company Secretaries Firm (M.N. FCS 9529, C.P. No. 11553) having its office at 1531, Wazir Nagar, Ground Floor, In front of PT College Bus Stand, Defence Colony Kotla Mubarakpur -New Delhi-110003, has been appointed as a Scrutinizer of **Himalya Food International Limited** ("the Company") pursuant to, Section 108 and Section 110 of the Companies Act, 2013 and rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of Scrutinizing the **E-voting and Postal ballot** in a fair and transparent manner and ascertaining the requisite majority on e **E-voting and Postal ballot** carried out as per the provision of Companies Act, 2013 on the below mentioned resolution(s). We submit our report as under:

1. The e-voting period remained open from 07-06-2019 (9:00 a.m.) to 06-07-2019 (5:00 p.m.).
2. The Shareholders holding shares as on the "cut off" date i.e. 24th May 2019 were entitled to vote on the proposed resolutions (item no. 1 and 2 as set out in the Notice of **E-voting and Postal ballot dated 30/05/2019**).
3. The votes cast by e-voting were unblocked on 11th July 2019 in the presence of two people who are not employee of the Company.
4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website **M/s Central Depository Services Limited**.
5. The total numbers of Ballots received were 1 Postal ballot of having no. of shares 1000.



6. The results of the voting is as under:

A) RESOLUTION 1: -Preferential Allotment of Equity Shares

(i) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast	% of total number of valid votes cast
E-voting	35	28930036	100%
Postal ballot	1	1000	100%
Total	36	28931036	100%

(ii) Voted against the resolution:

	Number of Members voted	Number of votes cast	% of total number of valid votes cast
E-voting	1	52	0%
Postal ballot	NIL	NIL	NIL
Total	1	52	0%

(iii) Invalid Votes:

Total number of members whose voted were declared Invalid	Total numbers of votes cast by them
NIL	NIL

B) RESOLUTION 2: Preferential Issue of Convertible Share Warrants*

	Number of Members voted	Number of votes cast	% of total number of valid votes cast
E-voting	33	25818879	100%
Postal ballot	1	1000	100%
Total	34	25819879	100%

(i) Voted against the resolution:

	Number of Members voted	Number of votes cast	% of total number of valid votes cast
E-voting	1	52	0%
Postal ballot	NIL	NIL	NIL
Total	1	52	0%

(ii) Invalid Votes:

Total number of members whose voted were declared Invalid	Total numbers of votes cast by them
2	3111157



***As Mr.Man Mohan Malik having Share in value 899200 and Doon Valley Foods (P) LTD. Having Share in value 2211957 are interested in Resolution no. 2 .Hence there votes are consider as invalid and ignored.**

I have handed over, all other papers and relevant records relating to electronic voting and Postal ballot to the Company Secretary for safe keeping. The Company has not complied the Rule 22(3) and (4) of the Companies (Management and Administration) Rules, 2014 in the said process. You may accordingly declare the result.

Thanking you

**Yours Faithfully
For Himanshu Sharma & Associates**

**Himanshu Sharma
Scrutinizer**

**Place: New Delhi
Dated: 11/07/2019**



HIMANSHU SHARMA & ASSOCIATES

1531, Wazir Nagar, Ground Floor, Infront of PT College Bus Stand, Defence
Colony Kotla Mubarakpur, New Delhi-110003; Mob: - 9650115121

To,
The Chairman
HIMALAYA FOOD INTERNATIONAL LIMITED
118, 1st Floor, 12 Gagandeep Building,
Rajendra Place New Delhi-110008

Sub: Clarification in regard to Scrutinizer Report

Dear Sir,

It is for your Record Purpose that due to technical/clerical error my Scrutinizer report dated 06/07/2019 based on downloaded report from CDSL should be ignored and report dated 11/07/2019 which is based on downloaded Final report after finalization of E-Voting result details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", downloaded from the e-voting website **M/s Central Depository Services Limited** should be considered final for submission to all appropriate authorities.

Thanks

Yours truly

Himanshu Sharma

Dated: 11/07/2019

Place: New Delhi

