

AS NARAYANAN
COMPANY SECRETARY IN PRACTICE
ACS M.No.6972 CP 8147

PUNAKKATTIL BUILDING
GROUND FLOOR EAST KADUNGALLOOR
U C COLLEGE PO ALUVA- 683102

SCRUTINIZER'S REPORT

To
The Chairman,
Innovative Foods Limited,
Chakolas Habitat, A Block 1C,
Thevara Ferry Road, Kochi -682013

Dear Sir,

34th Annual General Meeting of the Equity Shareholders of Innovative Foods Limited (CIN:U51909KL1989PLC005465) held on Friday the Twenty Seven October 2023(27/10/2023) through video conferencing at 11.00 AM.

I, A S Narayanan, Company Secretary in Practice, appointed as Scrutinizer vide resolution of the Board of Directors of the Company, for the purpose of scrutinizing the remote e-voting and voting at the Annual General Meeting on the resolutions contained in the Notice dated 04/10/2023, submit my report as under:

- i. The members of the company as on the cut-off date i.e. 20/10/2023 were entitled to vote on the resolutions (Ordinary Resolutions being Item Nos. 1 & 2 and under Special Business- Ordinary Resolution being Item Nos.3,4 & 10 and Special Resolutions 5,6,7,8 & 9) as set out in the Notice of the Annual General Meeting of the Company.
- ii. The remote e-voting period remained open from 9.00 am on Tuesday,24.10.2023 till 5.00 pm on Thursday, 26.10.2023. As the meeting was held through video conferencing (VC) mode, voting at the venue was made available.
- iii. The Company had appointed National Securities Depository Limited (NSDL) as the Operating agency for E-voting purposes. The Company had also appointed Integrated Enterprises (India) Ltd., as Registrars and Share Transfer Agents with EVEN-126887 had been allotted for e-voting at the Company's Annual General Meeting.

- iv. The votes cast through electronic means/remote e- voting were unblocked on 28/10/2023 in the presence of one witness, viz., Mr. K V Sunil Kumar, who is not in the employment of the company.
- v. Final voting report on E-voting was generated from the official e-voting website www.evoting.nsdl.com, following the prescribed procedure, which was duly checked and validated by me. From the said report, a Consolidated Voting Report was prepared, which is attached and which forms part of this Report

Given below is the consolidated summary of results of remote e-voting and voting at general meeting through e-voting:

ORDINARYBUSINESS

Item No. 1: -

OrdinaryResolution

To receive, consider and adopt the audited Profit and Loss account for the year ended 31.03.2023 and the Balance Sheet of the company as at 31.03.2023 together with the Reports of Directors' and Auditors' thereon.

Method of Voting	Voted infavour of the resolution	Voted against the resolution	Abstained/Invalid	Total votes
Remote E-voting	108168903	NIL	NA	108168903
Voting at General Meeting				
By ballot-	NIL	NIL	NA	NA
Total votes	108168903	NIL	NA	108168903
RESULT	Passed by Majority votes			

ItemNo. 2:-

OrdinaryResolution

To appoint a Director in place of Mr. P. Manoj Kumar, who retires by rotation and being eligible, offers himself for re- appointment

Method of Voting	Voted infavour of the resolution	Voted against the resolution	Abstained/Invalid	Total votes
Remote E-voting	108168893	10	NA	108168903
Voting at General Meeting				
By ballot-	NIL	NIL	NA	NA
Total votes	108168893	10	NA	108168903
RESULT	Passed by Majority votes			

SPECIALBUSINESS

Item No. 3: -

Ordinary Resolution

Appointment of Mr. Pranav Kumar Suresh (DIN: 08380082), as Nominee Director of the Company.

Method of Voting	Voted infavour of the resolution	Voted against the resolution	Abstained/Invalid	Total votes
Remote E-voting	108168793	110	NA	108168903
Voting at General Meeting				
By ballot-	NIL	NIL	NA	NIL
Total votes	108168793	110	NA	108168903
RESULT	Passed by Majority votes			

Item No. 4 :-

Ordinary Resolution

Appointment of Mr. Saurabh Vijay Saxena (DIN: 10098297), as Executive Director of the Company.

Method of Voting	Voted infavour of the resolution	Voted against the resolution	Abstained/Invalid	Total votes
Remote E-voting	108168793	110	NA	108168903
Voting at General Meeting				
By ballot-	NIL	NIL	NA	NIL
Total votes	108168793	110	NA	108168903
RESULT	Passed by Majority votes			

Item No. 5 :-

Special Resolution

Re-appointment of and remuneration payable to Mr. P Manoj Kumar as Whole-time Director of the Company.

Method of Voting	Voted infavour of the resolution	Voted against the resolution	Abstained/Invalid	Total votes
Remote E-voting	108168793	110	NA	108168903
Voting at General Meeting				
By ballot-	NIL	NIL	NA	NIL
Total votes	108168793	110	NA	108168903
RESULT	Passed by Majority votes			

Item No. 6 :-

Special Resolution

To approve the revision in remuneration payable to Mr. P Manoj Kumar, Whole time Director of the Company.

Method of Voting	Voted infavour of the resolution	Voted against the resolution	Abstained/Invalid	Total votes
Remote E-voting	108168793	110	NA	108168903
Voting at General Meeting				
By ballot-	NIL	NIL	NA	NIL
Total votes	108168793	110	NA	108168903
RESULT	Passed by Majority votes			

Item No. 7 :-

Special Resolution

To approve the revision in remuneration payable to Mr. Saurabh Vijay Saxena, Executive Director of the Company.

Method of Voting	Voted infavour of the resolution	Voted against the resolution	Abstained/Invalid	Total votes
Remote E-voting	108168793	110	NA	108168903
Voting at General Meeting				
By ballot-	NIL	NIL	NA	NIL
Total votes	108168793	110	NA	108168903
RESULT	Passed by Majority votes			

Item No. 8 :-

Special Resolution

To approve remuneration payable to Mr. Saurabh Vijay Saxena, Executive Director of the Company.

Method of Voting	Voted infavour of the resolution	Voted against the resolution	Abstained/Invalid	Total votes
Remote E-voting	108168793	110	NA	108168903
Voting at General Meeting				
By ballot-	NIL	NIL	NA	NIL
Total votes	108168793	110	NA	108168903
RESULT	Passed by Majority votes			

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Item No. 9 :-

Special Resolution

To approve the borrowing limit to the Board of Directors Section as per Section 180(1)(c) of the Companies Act, 2013 to Rs. 50,00,00,000/- (Rupees Fifty Crores).

Method of Voting	Voted infavour of the resolution	Voted against the resolution	Abstained/Invalid	Total votes
Remote E-voting	108168803	100	NA	108168903
Voting at General Meeting				
By ballot-	NIL	NIL	NA	NIL
Total votes	108168803	100	NA	108168903
RESULT	Passed by Majority votes			

Item No. 10 :-

Ordinary Resolution

To approve the increase of the remuneration payable to Mr. Suraj Sampatrao Kamble, Company Secretary of the Company

Method of Voting	Voted infavour of the resolution	Voted against the resolution	Abstained/Invalid	Total votes
Remote E-voting	108168793	110	NA	108168903
Voting at General Meeting				
By ballot-	NIL	NIL	NA	NIL
Total votes	108168793	110	NA	108168903
RESULT	Passed by Majority votes			

Resolution numbers 1 to 10 have been carried with majority votes.

This is for your appropriate action and doing the needful in the matter.

Yours faithfully,




A.S. NARAYANAN
Company Secretary in Practice
ACS M No.6972
CP No.8147

A S Narayanan(Scrutinizer)

UDIN: A006972E001571315




MANOJ KUMAR PARAMESWARAN
Chairman of the Meeting
DIN: 03527923

Place: Aluva
Date:01/11/2023