



TDSL/COMP-22/2022-23

November 17, 2022

To,
Corporate Relationship Department,
Bombay Stock Exchange
Limited –SME Platform
PhirozeJeejeebhoy Towers
Dalal Street,
Mumbai- 400001

Ref: Scrip Code- 540955, ISIN: INE773Y01014

Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting (at EGM) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Extra Ordinary General Meeting held on Wednesday, November 16, 2022 at 02:00 p.m. through video conferencing ('VC') / other audio visual means ('OAVM')

Dear Sir/ Madam,

The Extra Ordinary General Meeting ("EGM") (01/2022-23) of Tasty Dairy Specialities Limited held on Wednesday, November 16, 2022 at 02:00 p.m. and concluded along with e-voting at 02:33 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") at the Registered Office of the Company.


The consolidated report of the Scrutinizer on remote e-voting prior and e-voting during the Extra Ordinary General Meeting of the Company is attached herewith. The above are also being uploaded on the Company's website www.tastydairy.com.

Kindly take the same on record and display the same on the website of your exchange.

Thanking you.

Yours faithfully

For TASTY DAIRY SPECIALITIES LIMITED



NISHI
Company Secretary & Compliance Officer
Membership no. ACS 50043

Enclosed: As stated above

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Tasty Dairy Specialities Limited
D-3, UPSIDC Industrial Area, Jainpur,
Kanpur Dehat-209 311
Uttar Pradesh

Reg: Extra-Ordinary General Meeting of TASTY DAIRY SPECIALITIES LIMITED (CIN: L15202UP1992PLC014593) held on Wednesday, 16th day of November, 2022 at 02:00 PM. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the EGM venue. The venue of the EGM shall be deemed to be the Registered Office of the Company At D-3, UPSIDC Industrial Area, Jainpur, Kanpur Dehat-209311

I, Saket Sharma, Partner - GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of Scrutinizing the remote e-voting and e-voting system for casting vote during Extra-Ordinary General Meeting on resolutions contained in the Notice dated 15th October, 2022 thereto for Extra-Ordinary General Meeting of Tasty Dairy Specialities Limited (hereinafter referred to as the Company), held on Wednesday, 16th day of November, 2022 at 02:00 P.M. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the EGM venue pursuant to General Circular No. 02/2022 dated May 05, 2022, 21/2021 dated December 14, 2021, 19/2021 dated December 08, 2021, 02/2021 dated 13th January, 2021 read with General Circular No. 20/2020 dated 5th May, 2020, 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020 issued by Ministry of Corporate Affairs and Circular dated 13th May, 2022, Circular dated 15th January, 2021 issued with Circular dated



Tasty Dairy Specialities Limited

Saket Sharma
Director

12th May, 2020 issued by Securities and Exchange Board of India (SEBI), submit my report as under:

- (i) The members of the Company as on the cut-off date i.e. 09th day of November, 2022 were entitled to vote on the resolutions (Special Businesses being Item Nos. 1 and 2 as set out in the Notice of Extra-Ordinary General Meeting of the Company).
- (ii) The remote e-voting period remained open from Sunday, 13th day of November, 2022 (09:00 A.M.) till Tuesday, 15th day of November, 2022 (05:00 P.M.). Further, the company provided the facility of e-voting for the members attending the meeting and who have not exercised their right to vote through remote e-voting.
- (iii) The votes casted by remote e-voting were unblocked on 16th November, 2022 at 02:36 P.M. in presence of 2 witnesses who are not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Signature: *ABajpai*

Name: Anirudh Bajpai

Address: 19/125 Ram Narayan Bazar,

Phoolbagh Kanpur-208001

Signature: *Priyan*

Name: Priyan Agarwal

Address: 80/71 Cooper Ganj

Kanpur-208001

Below is provided the consolidated summary of results of remote e-voting and voting at Extra-Ordinary General Meeting through e-voting:

SPECIAL BUSINESSES

a) Resolution No.1(Ordinary)

Increase in Authorised Share Capital and Consequent Alteration of Memorandum of Association.

Tasty Dairy Specialities Limited

A. K. Singh
Director



| Method of voting | Votes in favour of the resolution | Votes against the resolution | Invalid | Percentage of Total favorable vote cast (valid) |
|------------------|-----------------------------------|------------------------------|----------|---|
| Remote E-voting | 15148243 | 305 | 0 | ---- |
| E- Voting at EGM | 0 | 0 | 0 | --- |
| Total | 15148243 | 305 | 0 | 99.998 |

b) Resolution No.2 (Special)

To approve Issue of Optionally Convertible Preference Shares on preferential basis to Lenders pursuant to Restructuring of Debt of the Company.

| Method of voting | Votes in favour of the resolution | Votes against the resolution | Invalid | Percentage of Total favorable vote cast (valid) |
|------------------|-----------------------------------|------------------------------|----------|---|
| Remote E-voting | 15148243 | 305 | 0 | ---- |
| E- Voting at EGM | 0 | 0 | 0 | --- |
| Total | 15148243 | 305 | 0 | 99.998 |

I am pleased to submit my report for your appropriate action and doing needful in the matter.

Thanking You
Yours' Faithfully
For GSK & Associates
Company Secretaries
FRN: P2014UP036018

Saket Sharma
(Partner)

M. No.: F4229

C. P. No.: 2565

PR No: 2072/2022

UDIN: F004229D001812365

Date: 17.11.2022

Place: Kanpur

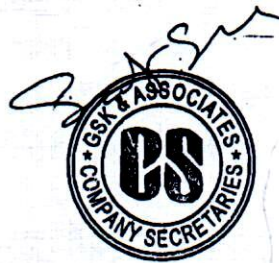


Tasty Dairy Specialities Limited

[Signature]
Director

Consolidated Working

| Resolutions | remote e-voting | | | | | | e-voting at EGM | | | | | | |
|--|-----------------------|----------------|--------------------|----------------|--------------------|--------------------|-----------------------|----------------|--------------------|----------------|--------------------|----------------|--------------------|
| | No. of members voting | No. of members | No. of shares held | No. of members | No. of shares held | No. of shares held | No. of members voting | No. of members | No. of shares held | No. of members | No. of shares held | No. of members | No. of shares held |
| Resolution No. 1 Increase in Authorised Share Capital and Consequent Alteration of Memorandum of Association. | 29 | 27 | 15148243 | 2 | 305 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Resolution No. 2 To approve issue of Optionally Convertible Preference Shares on Preferential basis to Lenders pursuant to Restructuring of Debt of the Company | 29 | 27 | 15148243 | 2 | 305 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |



Tasty Dairy Specialities Limited

[Signature]
Director

FORM No. MGT-13
Report of Scrutinizer
[E-Voting at Extra-Ordinary General Meeting]
[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
Tasty Dairy Specialities Limited
D-3, UPSIDC Industrial Area, Jainpur,
Kanpur Dehat-209 311
Uttar Pradesh

Reg: Extra-Ordinary General Meeting of TASTY DAIRY SPECIALITIES LIMITED (CIN: L15202UP1992PLC014593) held on Wednesday, 16th day of November, 2022 at 02:00 PM. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the EGM venue. The venue of the EGM shall be deemed to be the Registered Office of the Company At D-3, UPSIDC Industrial Area, Jainpur, Kanpur Dehat-209311

Dear Sir,

I, Saket Sharma, Partner- GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of the poll taken through e-voting on the below mentioned resolutions, at the Extra-Ordinary General Meeting of Tasty Dairy Specialities Limited, held on Wednesday, 16th day of November, 2022 at 02:00 P.M. through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the EGM venue which shall be deemed at the Registered Office of the Company at D-3, UPSIDC Industrial Area, Jainpur, Kanpur Dehat-209311 submit my report as under:

1. Members attended the meeting through VC or OAVM have been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.
2. The meeting was attended by 16 (Sixteen) members.

Tasty Dairy Specialities Limited

[Signature]

Director



3. The meeting alongwith e-voting (open for 15 minutes) concluded at 02:33 p.m.
4. No votes were cast during the voting time provided at Extra Ordinary General Meeting.

Thanking you

Yours faithfully

For GSK & Associates
Company Secretaries
FRN: P2014UP036000



Saket Sharma
(Partner)
M. No.: F4229
C. P. No.: 2565
PR No: 2072/2022
UDIN: F004229D001812365

Date: 17.11.2022

Place: Kanpur

Tasty Dairy Specialities Limited


Director

**REPORT OF SCRUTINIZER
[REMOTE E-VOTING]**

**[Pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rule, 2014 as amended by the Companies
(Management and Administration) Amendment Rules, 2015]**

To,
The Chairman
Tasty Dairy Specialities Limited
D-3, UPSIDC Industrial Area, Jainpur,
Kanpur Dehat-209 311
Uttar Pradesh

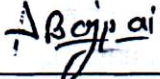
Reg: Extra-Ordinary General Meeting of TASTY DAIRY SPECIALITIES LIMITED
(CIN: L15202UP1992PLC014593) held on Wednesday, 16th day of November, 2022 at 02:00
PM. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without
physical presence of members at the EGM venue. The venue of the EGM shall be deemed to
be the Registered Office of the Company at D-3, UPSIDC Industrial Area, Jainpur, Kanpur
Dehat-209311

Dear Sir,

I, Saket Sharma, Partner - GSK & Associates, Company Secretaries, appointed as Scrutinizer for the Extra-Ordinary General Meeting of Tasty Dairy Specialities Limited, held on Wednesday, 16th day of November, 2022 at 02:00 PM. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the EGM venue for the purpose of scrutinizing the remote E-Voting Process in a fair and transparent manner and ascertaining the requisite majority on remote E-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and General Circular No.02/2022 dated May 05, 2022, 21/2021 dated December 14, 2021, 19/2021 dated December 08, 2021, 02/2021 dated 13th January, 2021 read with General Circular No. 20/2020 dated 5th May, 2020, 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020 issued by Ministry of Corporate Affairs and Circular dated 13th May, 2022, Circular dated 15th January, 2021 issued with Circular dated 12th May, 2020 issued by Securities and Exchange Board of India (SEBI), on the below mentioned resolutions, submit my report as under:



1. The remote E-Voting period remained open from Sunday, 13th day of November, 2022 at 09:00 A.M. till Tuesday, 15th day of November, 2022 at 05:00 P.M.
2. The shareholders holding shares either in physical form or in dematerialised form as on the "cut-off" date, i.e. Wednesday, 09th day of November, 2022 were entitled to vote electronically on the proposed resolutions as mentioned in the Notice of the Extra-Ordinary General Meeting of "Tasty Dairy Specialities Limited".
3. The votes were unblocked on 16th November, 2022 at 02:36 p.m. in the presence of two witnesses, namely Mr. Anirudh Bajpai, R/o 19/125 Ram Narayan Bazar, Phoolbagh Kanpur-208001 and Mr. Priyan Agarwal, R/o 80/71 Cooper Ganj Kanpur-208001 who are not in the employment of Tasty Dairy Specialities Limited. They have signed below in confirmation of the votes being unblocked in their presence.


 (Anirudh Bajpai)


 (Priyan Agarwal)

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from E-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>).
5. The result of the poll through remote e-voting is as under (the percentage in decimal has been rounded off):

SPECIAL BUSINESSES

a) Resolution No.1 (Ordinary)

Increase in Authorised Share Capital and Consequent Alteration of Memorandum of Association.

(i) Voted in favour of the resolution:

| Number of members | Number of votes cast by them | % of total number of valid votes cast |
|-------------------|------------------------------|---------------------------------------|
| 27 | 15148243 | 99.998 |

(ii) Voted against the resolution:

| Number of members | Number of votes cast by them | % of total number of valid votes cast |
|-------------------|------------------------------|---------------------------------------|
| 2 | 305 | 0.002 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



Tasty Dairy Specialities Limited

Director

b) Resolution No. 2(Special)

To approve Issue of Optionally Convertible Preference Shares on preferential basis to Lenders Pursuant to Restructuring of Debt of the Company.

(i) Voted in favour of the resolution:

| Number of members | Number of votes cast by them | % of total number of valid votes cast |
|-------------------|------------------------------|---------------------------------------|
| 27 | 15148243 | 99.998 |

(ii) Voted against the resolution:

| Number of members | Number of votes cast by them | % of total number of valid votes cast |
|-------------------|------------------------------|---------------------------------------|
| 2 | 305 | 0.002 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Extra-Ordinary General Meeting and thereafter the same will be handed over to the Company.

Thanking you

Yours faithfully

For GSK & Associates

Company Secretaries

FRN: P2014UP036000

Saket Sharma
(Partner)

M. No.: F4229

C. P. No.: 2565

PR No: 2072/2022

UDIN: F004229D001812365

Date: 17.11.2022

Place: Kanpur



Tasty Dairy Specialities Limited

[Signature]
Director



TDSL/COMP-23/2022-23

November 17, 2022

To,
**Corporate Relationship Department,
Bombay Stock Exchange
Limited –SME Platform
PhirozeJeejeebhoy Towers
Dalal Street,
Mumbai- 400001**

Ref: Scrip Code- 540955, ISIN: INE773Y01014

Sub: Disclosure of voting results of the Extra Ordinary General Meeting (01/2022-23) of Tasty Dairy Specialities Limited held on 16th November, 2022.

Ref: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Madam,

The Extra Ordinary General Meeting ("EGM") of Tasty Dairy Specialities Limited held on Wednesday, November 16, 2022 at 02:00 p.m. and concluded along with e-voting at 02:33 p.m. (1ST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") at the Registered Office of the Company.

The details of voting results of the Extra Ordinary General Meeting of the Company are enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The above are also being uploaded on the Company's website www.tastydairy.com and the website of NSDL.

Kindly take the same on record and display the same on the website of your exchange

Thanking you.

Yours faithfully

For TASTY DAIRY SPECIALITIES LIMITED


NISHI

Company Secretary & Compliance Officer

Membership no. ACS 50043

Enclosed: As stated above



| Resolution(1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION | | | | |
| 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 | 15114856 | 15114856 | 100 | 15114856 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 15114856 | 15114856 | 100 | 15114856 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 5315144 | 33692 | 0.6339 | 33387 | 305 | 99.0947 | 0.9053 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 5315144 | 33692 | 0.6339 | 33387 | 305 | 99.0947 |
| Total | | 20430000 | 15148548 | 74.1485 | 15148243 | 305 | 99.998 | 0.002 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |



| Resolution(2) | | | | | | | | |
|--|-------------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | Special | | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Description of resolution considered | | | TO APPROVE ISSUE OF OPTIONALLY CONVERTIBLE PREFERENCE SHARES ON PREFERENTIAL BASIS TO LENDER PURSUANT TO RESTRUCTURING OF DEBT OF THE COMPANY | | | | | |
| 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 | 15114856 | 15114856 | 100 | 15114856 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 15114856 | 15114856 | 100 | 15114856 | 0 | 100 |
| Public; Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 5315144 | 33692 | 0.6339 | 33387 | 305 | 99.0947 | 0.9053 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 5315144 | 33692 | 0.6339 | 33387 | 305 | 99.0947 |
| Total | | 20430000 | 15148548 | 74.1485 | 15148243 | 305 | 99.998 | 0.002 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

