



October 01, 2020

TDSL/CS/BSE/18 /2020-21

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 Report on remote e –voting conducted pursuant to the provision of Section 108 and 109 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Rule 21 of the Companies (Management and Administration) Rules, for 28<sup>th</sup> Annual General Meeting of Tasty Dairy Specialities Ltd. held on Wednesday, September 30, 2020 at 02:30 P.M. through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM').**

Dear Sir/ Madam,

The 28<sup>th</sup> Annual General Meeting ("AGM") of Tasty Dairy Specialities Limited held on Wednesday, 30<sup>th</sup> September, 2020 at 02:30 p.m. through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM") at Administrative office of the company.

The consolidated report of the Scrutinizer on remote e-voting prior and during the 28<sup>th</sup> Annual General Meeting of the company is attached herewith. The above are also being uploaded on the Company's website [www.tastydairy.com](http://www.tastydairy.com).

Kindly take note of the same on records.

Thanking you.

**Yours faithfully**

**For TASTY DAIRY SPECIALITIES LIMITED**

*For Tasty Dairy Specialities Limited*

*Nishi*  
*Company Secretary*

**NISHI**

**Company Secretary & Compliance Officer**  
**Membership no. ACS 50043**



**Enclosed: As stated above**

# SECRUTINIZER REPORT

OF

## TASTY DAIRY SPECIALITIES LIMITED

(AGM HELD ON 30<sup>TH</sup> DAY OF SEPTEMBER, 2020)

**GSK & Associates**  
Company Secretaries

**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: 28<sup>th</sup> Annual General Meeting of TASTY DAIRY SPECIALITIES LIMITED held on Wednesday, 30<sup>th</sup> day of September, 2020 at 02:30 p.m. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue. The venue of the AGM shall be deemed to be the Administrative Office of the Company at 117/H-1/365, Pandu Nagar, Kanpur-208 005, Uttar Pradesh

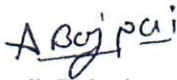
I, Saket Sharma, Partner - GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of Scrutinizing the remote e-voting and e-voting system for casting vote during Annual General Meeting on resolutions contained in the Notice dated 04<sup>th</sup> September, 2020 thereto for Annual General Meeting of Tasty Dairy Specialities Limited (hereinafter referred to as the Company), held on Wednesday, 30<sup>th</sup> day of September, 2020 at 02:30 p.m. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue pursuant to General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020 and General Circular No. 17/2020 dated 13<sup>th</sup>




14 Ratan Mahal, 15/197, Civil Lines, Kanpur-208 001  
Y-65 Ground Floor, Hauz Khas, New Delhi-110 016  
E-mail: cssaket.associates@gmail.com

April, 2020 issued by Ministry of Corporate Affairs and Circular dated 12<sup>th</sup> 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. 23<sup>rd</sup> day of September, 2020 were entitled to vote on the resolutions (Ordinary Businesses being Item Nos. 1 and 2 and Special Businesses being Item Nos. 3 to 6 as set out in the Notice of 28<sup>th</sup> Annual General Meeting of the Company).
- (ii) The remote e-voting period remained open from Sunday, 27<sup>th</sup> day of September, 2020 (09:00 a.m.) upto Tuesday, 29<sup>th</sup> day of September, 2020 (05:00 p.m.). Further, the company provided the facility of remote e-voting/e-voting system for the members attending the meeting and who have not exercised their right to vote through remote e-voting.
- (iii) All the shareholders present and entitled to vote at the Annual General Meeting, voted through e-voting process.
- (iv) The votes cast by remote e-voting were unblocked on 30<sup>th</sup> September, 2020 at 03:45 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:   
Name: Anirudh Bajpai  
Address: 19/125 Ram Narayan Bazar,  
Phoolbagh Kanpur-208001

Signature:   
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 Annual General Meeting through e-voting:

### **ORDINARY BUSINESSES**

#### **Resolution No.1**

To consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended on March 31, 2020 together with the Report of the Board of Directors and report of the Auditor thereon and other reports.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	15258000	0	0	
E- Voting at Venue	737	0	0	
<b>Total</b>	<b>15258737</b>	<b>0</b>	<b>0</b>	<b>100</b>

#### **Resolution No.2**

To re-appoint a director Mr. Mahendra Kumar Singh (DIN: 02727150) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	15258000	0	0	
E- Voting at Venue	737	0	0	
<b>Total</b>	<b>15258737</b>	<b>0</b>	<b>0</b>	<b>100</b>



## SPECIAL BUSINESSES

### Resolution No.3 (Ordinary)

Ratification of Remuneration of Cost Auditors for the year 2020-21.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
Remote E-voting	15258000	0	0	
E- Voting at Venue	737	0	0	
<b>Total</b>	<b>15258737</b>	<b>0</b>	<b>0</b>	<b>100</b>

### Resolution No.4 (Special)

Re-appointment of Shri Atul Mehra (DIN-00811607) as a Whole Time Director of the company and as a Whole Time KMP and Chairman 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	13755000	0	0	
E- Voting at Venue	737	0	0	
<b>Total</b>	<b>13755737</b>	<b>0</b>	<b>0</b>	<b>100</b>

### Resolution No. 5 (Special)

Re-appointment of Mr. Narendra Shankar Sathe (DIN- 07195257) as an Independent Director 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	15256500	0	0	
E- Voting at Venue	737	0	0	
<b>Total</b>	<b>15257237</b>	<b>0</b>	<b>0</b>	<b>100</b>



**Resolution No. 6 (Special)**

Re-appointment of Mr. Neeraj Kanodia (DIN- 07195262) as an Independent Director 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	15258000	0	0	
E- Voting at Venue	737	0	0	
<b>Total</b>	<b>15258737</b>	<b>0</b>	<b>0</b>	<b>100</b>

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: P2014UP036000


Saket Sharma

(Partner)

M. No.: F4229

C. P. No.: 2565

Date:01.10.2020

Place: Kanpur

UDIN: F004229B000832309

Tasty Dairy Specialities Ltd.

  
Authorised Signatory

D

## Consolidated Working

Resolutions	e-voting							e-voting at venue						
	No. of members voting	For		Against		Invalid		No. of members voting	For		Against		Invalid	
		No. of members	No. of shares held	No. of members	No. of shares held	No. of members	No. of shares held		No. of members	No. of shares held	No. of members	No. of shares	No. of members	No. of shares held
<b>Resolution No. 1</b> To consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended on March 31, 2020 together with the Report of the Board of Directors and report of the Auditor thereon and other reports.	15	15	15258000	0	0	0	0	1	1	737	0	0	0	0
<b>Resolution No. 2</b> To re-appoint a director Mr. Mahendra Kumar Singh (DIN: 02727150) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.	15	15	15258000	0	0	0	0	1	1	737	0	0	0	0
<b>Resolution No. 3</b> Ratification of Remuneration of Cost Auditors for the year 2020-21.	15	15	15258000	0	0	0	0	1	1	737	0	0	0	0
<b>Resolution No. 4</b> Re-appointment of Shri Atul Mehra (DIN-00811607) as a Whole Time Director of the company and as a Whole Time KMP and Chairman of the Company	13	13	13755000	0	0	0	0	1	1	737	0	0	0	0
<b>Resolution No. 5</b> Re-appointment of Mr. Narendra Shankar Sathe (DIN-07195257) as an Independent Director of the Company.	14	14	15256500	0	0	0	0	1	1	737	0	0	0	0
<b>Resolution No. 6</b> Re-appointment of Mr. Neeraj Kanodia (DIN-07195262) as an Independent Director of the Company.	15	15	15258000	0	0	0	0	1	1	737	0	0	0	0



Tasty Dairy Specialities Ltd.

*[Signature]*  
Authorised Signatory



**FORM No. MGT-13**  
**Report of Scrutinizer**

[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: 28<sup>th</sup> Annual General Meeting of TASTY DAIRY SPECIALITIES LIMITED held on Wednesday, 30<sup>th</sup> day of September, 2020 at 02:30 p.m. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue. The venue of the AGM shall be deemed to be the Administrative Office of the Company at 117/H-1/365, Pandu Nagar, Kanpur-208 005, Uttar Pradesh

Dear Sir,

I, Saket Sharma, Partner- GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 28<sup>th</sup> Annual General Meeting of Tasty Dairy Specialities Limited, held on Wednesday, 30<sup>th</sup> day of September, 2020 at 02:30 p.m. through Video Conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue which shall be deemed at the Administrative Office of the Company at 117/H-1/365, Pandu Nagar, Kanpur-208 005, Uttar Pradesh, submit my report as under:

1. Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.
2. The meeting was attended by 13 (Thirteen) members
3. All the shareholders present and entitled to vote, voted through e-voting process
4. The result of the poll is as under:



## ORDINARY BUSINESSES

### a) Resolution No.1

To consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended on March 31, 2020 together with the Report of the Board of Directors and report of the Auditor thereon and other reports.

#### (i) Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	737	100

#### (ii) Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

#### (iii) **Invalid** votes:

Total number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

### b) Resolution No. 2

To re-appoint a director Mr. Mahendra Kumar Singh (DIN: 02727150) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

#### (i) Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	737	100

#### (ii) Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0



(iii) **Invalid votes:**

Total number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

**SPECIAL BUSINESSES**

c) **Resolution No. 3(Ordinary)**

Ratification of Remuneration of Cost Auditors for the year 2020-21.

(i) **Voted in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	737	100

(ii) **Voted against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid votes:**

Total number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

d) **Resolution No. 4 (Special)**

Re-appointment of Shri Atul Mehra (DIN-00811607) as a Whole Time Director of the Company and as a Whole Time KMP and Chairman of the Company

(i) **Voted in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	737	100



(ii) Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

e) **Resolution No. 5 (Special)**

Re-appointment of Mr. Narendra Shankar Sathe (DIN- 07195257) as an Independent Director of the company.

(i) Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	737	100

(ii) Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

f) **Resolution No. 6 (Special)**

Re-appointment of Mr. Neeraj Kanodia (DIN- 07195262) as an Independent Director of the Company.

(i) Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	737	100



(ii) Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members present and voting whose votes were declared invalid	Total number of votes cast by them
0	0

5. A list of equity shareholders who voted FOR/ AGAINST for each resolution is enclosed.

Thanking you

Yours faithfully

For GSK & Associates  
Company Secretaries  
FRN: P2014UP036000





Saket Sharma  
(Partner)

M. No.: F4229

C. P. No.: 2565

Date: 01.10.2020

Place: Kanpur

UDIN: F004229B000832309

Tasty Dairy Specialities Ltd.

  
Authorised Signatory

**REPORT OF SCRUTINIZER  
[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: 28<sup>th</sup> Annual General Meeting of TASTY DAIRY SPECIALITIES LIMITED held on Wednesday, 30<sup>th</sup> day of September, 2020 at 02:30 p.m. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue. The venue of the AGM shall be deemed to be the Administrative Office of the Company at 117/H-1/365, Pandu Nagar, Kanpur-208 005, Uttar Pradesh

Dear Sir,

I, **Saket Sharma**, Partner - GSK & Associates, Company Secretaries, appointed as Scrutinizer for the 28<sup>th</sup> Annual General Meeting of Tasty Dairy Specialities Limited, held on Wednesday, 30<sup>th</sup> day of September, 2020 at 02.30 p.m. through Video conferencing/Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM 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. 20/2020 dated 5<sup>th</sup> May, 2020 read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020 and General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 issued by Ministry of Corporate Affairs and Circular dated 12<sup>th</sup> May, 2020 issued by Securities and Exchange Board of India (SEBI), on the mentioned resolutions, submit my report as under:

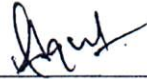


14 Ratan Mahal, 15/197, Civil Lines, Kanpur-208 001  
Y-65 Ground Floor, Hauz Khas, New Delhi-110 016  
E-mail: cssaket.associates@gmail.com

1. The remote E-Voting period remained open from Sunday, 27<sup>th</sup> day of September, 2020 at 09:00 a.m. till Tuesday, 29<sup>th</sup> day of September, 2020 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, 23<sup>rd</sup> day of September, 2020 were entitled to vote electronically on the proposed resolutions as mentioned in the Notice of the Annual General Meeting of "Tasty Dairy Specialities Limited".
3. The votes were unblocked on 30<sup>th</sup> September, 2020 at 03:45 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):

#### ORDINARY BUSINESSES

##### a) Resolution No.1

To consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended on March 31, 2020 together with the Report of the Board of Directors and report of the Auditor thereon and other reports.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
15	15258000	100

(ii) Voted **against** the resolution:

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



(iii) **Invalid** votes:

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

**b) Resolution No. 2**

To re-appoint a director Mr. Mahendra Kumar Singh (DIN: 02727150) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
15	15258000	100

(ii) Voted **against** the resolution:

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

(iii) **Invalid** votes:

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

**SPECIAL BUSINESSES**

**c) Resolution No. 3 (Ordinary)**

Ratification of Remuneration of Cost Auditors for the year 2020-21.

(i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
15	15258000	100

(ii) Voted **against** the resolution:

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





(iii) **Invalid** votes:

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

**d) Resolution No. 4 (Special)**

Re-appointment of Shri Atul Mehra (DIN-00811607) as a Whole Time Director of the company and as a Whole Time KMP and Chairman 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
13	13755000	100

(ii) Voted **against** the resolution:

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

(iii) **Invalid** votes:

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

**e) Resolution No. 5 (Special)**

Re-appointment of Mr. Narendra Shankar Sathe (DIN- 07195257) as an Independent Director 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
14	15256500	100

(ii) Voted **against** the resolution:

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

(iii) **Invalid** votes:

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



f) **Resolution No. 6(Special)**

Re-appointment of Mr. Neeraj Kanodia (DIN- 07195262) as an Independent Director 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
15	15258000	100

(ii) Voted **against** the resolution:

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

(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 Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you

Yours faithfully

For GSK & Associates  
Company Secretaries  
FRN: P2014UP035000



Saket Sharma  
(Partner)  
M. No.: F4229  
C. P. No.: 2565

Date:01.10.2020

Place: Kanpur

UDIN: F004229B000832309

Tasty Dairy Specialities Ltd.

  
Authorised Signatory