

AS NARAYANAN
COMPANY SECRETARY IN PRACTICE
ACS M. 6972, CP.8147

KANNAMKULATHU BUILDING 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,

Annual General Meeting of the Equity Shareholders of Innovative Foods Limited (CIN: U51909KL1989PLC005465) held on Friday the Twenty Eighth October 2022 (28/10/2022) 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 Revised Notice dated 05/10/2022, submit my report as under:

- i. The members of the company as on the cut-off date i.e.21/10/2022 were entitled to vote on the resolutions (Ordinary Resolutions being Item No. 1 &2 and under Special Business, Ordinary Resolution being Item Nos.3 and Special Resolutions 4, 5, 6, 7 and 8) as set out in the Revised Notice of the Annual General Meeting of the Company.
- ii. The remote e-voting period remained open from 9.00 am on Tuesday, 25.10.2022 till 5.00 pm on Thursday, 27.10.2022. 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 Registry Management Services Private Limited as Registrar and Share Transfer Agents. EVEN -122662 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 29/10/2022 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 voting and voting at general meeting through e-voting:

ORDINARYBUSINESS

Item No. 1: -

Ordinary Resolution

To receive, consider and adopt the audited Profit and Loss account for the year ended 31.03.2022 and the Balance Sheet of the company as at 31.03.2022 together with the Reports of Directors and Auditors thereon.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Abstained/Invalid | Total votes |
|---------------------------|--|-------------------------------------|--------------------------|--------------------|
| Remote E-voting | 108188813 | 4 | NA | 108188817 |
| Voting at General Meeting | | | | |
| By ballot- | NIL | NIL | NA | NA |
| Total votes | 108188813 | 4 | NA | 108188817 |
| RESULT | Passed by Majority votes | | | |

ItemNo. 2:-

Ordinary Resolution

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

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Abstained/Invalid | Total votes |
|---------------------------|--|-------------------------------------|--------------------------|--------------------|
| Remote E-Voting | 20212 | 108168605 | NA | 108188817 |
| Voting at General Meeting | | | | |
| By ballot- | NIL | NIL | NA | NA |
| Total votes | 20212 | 108168605 | NA | 108188817 |
| RESULT | Resolution defeated | | | |

SPECIAL BUSINESS

Item No. 3: -

Ordinary Resolution

Re-appointment of Mr. Mohamed Mansoor Ahamed (DIN: 06992067), as Independent Director of the Company for the 2nd Term.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Abstained/Invalid | Total votes |
|---------------------------|-----------------------------------|------------------------------|-------------------|-------------|
| Remote E-Voting | 108188713 | 104 | NA | 108188817 |
| Voting at General Meeting | | | | |
| By ballot- | NIL | NIL | NA | NA |
| Total votes | 108188713 | 104 | NA | 108188817 |
| RESULT | Passed by Majority votes | | | |

Item No. 4 :-

Special Resolution

To approve the increase of the remuneration payable to Mr. MithunAppaiah, CEO and Director of the Company.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Abstained/Invalid | Total votes |
|---------------------------|-----------------------------------|------------------------------|-------------------|-------------|
| Remote E-voting | 20112 | 108168715 | NA | 108188827 |
| Voting at General Meeting | | | | |
| By ballot- | NIL | NIL | NA | NIL |
| Total votes | 20112 | 108168715 | NA | 108188827 |
| RESULT | Resolution defeated | | | |

Item No. 5 :-

Special Resolution

To approve remuneration payable to Mr. Mithun Appaiah, Chief Executive Officer and Director of the Company.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Abstained/Invalid | Total votes |
|---------------------------|-----------------------------------|------------------------------|-------------------|-------------|
| Remote E-voting | 20112 | 108168715 | NA | 108188827 |
| Voting at General Meeting | | | | |
| By ballot- | NIL | NIL | NA | NIL |
| Total votes | 20112 | 108168715 | NA | 108188827 |
| RESULT | Resolution defeated | | | |

Item No. 6 :-

Special Resolution

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

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Abstained/Invalid | Total votes |
|---------------------------|-----------------------------------|------------------------------|-------------------|-------------|
| Remote E-Voting | 108188713 | 114 | NA | 108188827 |
| Voting at General Meeting | | | | |
| By ballot- | NIL | NIL | NA | NIL |
| Total votes | 108188713 | 114 | NA | 108188827 |
| RESULT | Passed by Majority votes | | | |

Item No. 7 :-

Special Resolution

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

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Abstained/Invalid | Total votes |
|---------------------------|-----------------------------------|------------------------------|-------------------|-------------|
| Remote E-voting | 108188713 | 114 | NA | 108188827 |
| Voting at General Meeting | | | | |
| By ballot- | NIL | NIL | NA | NIL |
| Total votes | 108188713 | 114 | NA | 108188827 |
| RESULT | Passed by Majority votes | | | |

Item No. 8 :-

Special Resolution

To approve the increase of the remuneration payable to Mr. Pradeepta Kumar Jena, Chief Financial Officer of the Company.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Abstained/Invalid | Total votes |
|---------------------------|-----------------------------------|------------------------------|-------------------|-------------|
| Remote E-Voting | 108188713 | 114 | NA | 108188827 |
| Voting at General Meeting | | | | |
| By ballot- | NIL | NIL | NA | NIL |
| Total votes | 108188713 | 114 | NA | 108188827 |
| RESULT | Passed by Majority votes | | | |

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Resolution numbers 1,3,6,7 & 8 have been carried with majority votes. Resolution numbers 2,4 & 5 have been defeated.

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

UDIN: A006972D001479201

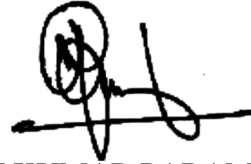
Thank you.

Yours faithfully,



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

Scrutinizer: A S Narayanan
Scrutinizer Entity ID: 79732
04.11.2022



MANOJ KUMAR PARAMESWARAN
Chairman of the Meeting
DIN: 03527923