MISHTANN FOODS LIMITED
C-808, Ganesh Meridian, Opp. Gujarat High Court,
SG Highway Ahmedabad-380060 Gujarat
Ph.: 079- 40023116 | Fax: 079-40033116 | E-mail: cs@mishtann.com
CIN: L15400GJ1981PLC004170

Notice

Members of Mishtann Foods Limited are hereby given notice for the 39th Annual General Meeting of the Company, the schedule of which and the business to be transacted there at, are given below:

Day and Date: Thursday, September 26, 2019

Time: 11:30 A.M. (IST)

Venue: Hotel Aloft, 147/1 Opposite Bhagwat Vidhya Peeth, Sarkhej-Gandhinagar Hwy, Sola, Ahmedabad-380061, Gujarat.

ORDINARY BUSINESS:

1. Adoption of Standalone Audited Financial Statements of the Company:

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2019, together with the Reports of the Board of Directors and Auditors thereon.

2. Declaration of Dividend:

To declare final dividend on equity shares for the financial year ended March 31, 2019 of Rs. 0.002/- per Equity Share (0.2%) on Equity Share of Face Value Rs. 1/-each.

3. Appointment of Mr. Navinchandra D. Patel (DIN: 05340874), who retires by rotation and being eligible, offers himself for re-appointment:

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:-

RESOLVED THAT pursuant to Section 152 (6) and other applicable provisions, if any, of the Companies Act, 2013, Mr. Navinchandra D. Patel (DIN: 05340874), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as the Director of the Company.

4. To appoint Statutory Auditor's:

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force) and pursuant to recommendation of the Audit Committee and the Board of Directors, **M/s. J. M. Patel & Bros.**, Chartered Accountants, (ICAI Firm Registration No. 107707W) be and are hereby appointed as Statutory Auditors of the Company in place of, M/s Rahul Kakani & Associates, Chartered Accountants (ICAI Registration No. 130198W), whose tenure expires at the ensuing Annual General Meeting, at such remuneration plus reimbursement of out-of pocket, travelling and living expenses etc., as may be mutually agreed between the Board of Directors (including its Committee thereof) of the Company and the said Auditors."

"RESOLVED FURTHER THAT M/s. J. M. Patel & Bros., Chartered Accountants, if appointed as the Statutory Auditors of the Company, shall hold office for a period of five years, from the conclusion of this Thirty Ninth Annual General Meeting till the conclusion of Forty-Third Annual General Meeting of the Company."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

SPECIAL BUSINESS

5. Appointment of Mrs. Himaben Patel (DIN: 08399809), as an Independent Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**;

"RESOLVED THAT Mrs. Himaben Janakkumar Patel (DIN: 08399809) who was appointed as an Additional Independent Director by the Board of Directors under Section 161 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 17 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015 (‘Listing Regulations’) and based on the recommendations of the Nomination & Remuneration Committee and the Board of Directors of the Company and subject to regulatory approvals, if any, with effect from March 25, 2019 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as the Independent Director of the Company for a term of five consecutive years.”

“RESOLVED FURTHER that the Board be and is hereby authorised to do all such acts, deeds and things, including authorising any official of the Company to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

6. Appointment of Mr. Utpalbhai Dineshbhai Raval (DIN: 08498407), as an Independent Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**;

“RESOLVED THAT Mr. Utpalbhai Dineshbhai Raval (DIN: 08498407) who was appointed as an Additional Independent Director by the Board of Directors under Section 161 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 17 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) and based on the recommendations of the Nomination & Remuneration Committee and the Board of Directors of the Company and subject to regulatory approvals, if any, with effect from July 03, 2019 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as the Independent Director of the Company for a term of five consecutive years.”

“RESOLVED FURTHER that the Board be and is hereby authorised to do all such acts, deeds and things, including authorising any official of the Company to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

7. Appointment of Mr. Ajitkumar Narayanbhai Patel (DIN: 08121392), as an Independent Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**;

“RESOLVED THAT Mr. Ajitkumar Narayanbhai Patel (DIN: 08121392) who was appointed as an Additional Independent Director by the Board of Directors under Section 161 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 17 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and based on the recommendations of the Nomination & Remuneration Committee and the Board of Directors of the Company and subject to regulatory approvals, if any, with effect from July 03, 2019 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as the Independent Director of the Company for a term of five consecutive years."

"**RESOLVED FURTHER** that the Board be and is hereby authorised to do all such acts, deeds and things, including authorising any official of the Company to do all such acts, deeds and things as may be necessary to give effect to this resolution."

By Order of the Board of Directors
For **Mishtann Foods Limited**

Date: August 14, 2019
Place: Ahmedabad

Sd/-
Sonu Jain
Company Secretary

Registered Office:
C-808, Ganesh Meridian, Opp. Gujarat High Court,
S.G. Highway, Ahmedabad-380060
CIN: L15400GJ1981PLC004170
E-mail Id.: cs@mishtann.com

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THAT THE PROXY NEED NOT BE A MEMBER.

   Proxy form has been annexed to this Notice.

   A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten (10) percent of the total paid-up share capital of the Company. A member holding more than ten (10) percent of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other member.
2. The proxy, in order to be effective, must be duly completed, stamped and signed and should be deposited at the Registered Office of the Company not less than forty eight (48) hours before the commencement of the meeting.
3. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of special businesses at Item No. 5, 6 and 7 is annexed hereto.
4. During the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged with the Company during normal business hours [9.00 a.m. (IST) to 6.00 p.m. (IST)] at the registered office of the Company, provided that a requisition for the same from the Member is received in writing not less than 3 days before the commencement of the Meeting.
5. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board resolution authorising their representative to attend and vote on their behalf at the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

E-VOTING FACILITY

8. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).
9. The facility for voting is also be made available at the meeting and members

attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.

10. The Members who have cast their votes through remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their votes again. However, in case a Member casts his/her vote both by voting at the AGM and by remote e-voting, then voting done through remote e-voting shall be considered and voting done at the AGM will be treated as invalid.
11. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on closure of the working hours of the cut-off date i.e. Thursday, September 19, 2019 shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.

Please refer to the below instructions and general instructions relating to voting through electronic means which are being sent along with the Annual Report.

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/
Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.

3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**

a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:

a) Click on “**Forgot User Details/Password**?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password**?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN,your name and your registered address.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

8. Now, you will have to click on “Login” button.

9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.

3. Select EVEN of Mishatnn Foods Limited.

4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

6. Upon confirmation, the message “Vote cast successfully” will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to kshahcs@yahoo.co.in with a copy marked to evoting@nsdl.co.in.

2. To take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

12. The remote e-voting period commences on Monday, September 23, 2019 at 9.00 a.m. (IST) and ends on Wednesday, September 25, 2019 at 5.00 p.m. (IST). During this period, the Members of the Company holding shares in physical form or in dematerialized form, as on the cut-off date being Thursday, September 19, 2019 may cast their vote by electronic means in the manner and process set out herein above. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further, the Members who have casted their vote electronically shall not vote by way of poll, if held at the Meeting.
13. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, August 19, 2019.
14. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 20th September, 2019 to Thursday, 26th September, 2019 (both days inclusive).
15. Members who hold shares in the dematerialized form are requested to write their DP ID and Client ID and those holding shares in physical form are requested to write their folio number in the attendance slip and hand it over at the entrance of the meeting hall.

16. Payment of dividend as recommended by the Board of Directors in their Meeting held on April 29, 2019, if approved at the 39th Annual General Meeting Meeting, will be made to those members whose names are on the Company's Register of Members as at on the close of Business hours on Thursday, September 19, 2019 and those whose names appear as Beneficial Owners as at the close of the business hours on Thursday, September 19, 2019 as per the details to be furnished by the Depositories, viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.
17. Members seeking clarifications on the Annual Report are requested to send the queries to the Company (cs@mishtann.com) at least one week before the date of the Meeting. This would enable the Company to compile the information and provide the replies at the Meeting.
18. Pursuant to Section 107 of the Act read with Rule 20 the Companies (Management and Administration) Rules, 2014, there will not be any voting by show of hands on any of the agenda items at the Meeting and the Company will conduct polling at the Meeting.
19. The Board of Directors has appointed Kamlesh M. Shah, Practising Company Secretary (ACS 8356, CP 2072), as Scrutinizer for conducting the voting process in a fair and transparent manner.
20. The Scrutinizer shall submit his / her report, to the Chairman / Managing Director, on the voting in favour or against, if any, within a period of two working days from the date of conclusion of the Meeting.
21. The results declared along with the consolidated Scrutinizer's Report shall be placed on the website of the Company www.mishtann.com. The results shall simultaneously be communicated to the Stock Exchanges.
22. Please refer the route map giving directions to the venue of the Meeting.
23. Members / Proxies are requested to bring the attendance slip along with their copy of the Annual Report to the Meeting.
24. Members holding shares in physical form are requested to notify / send the following to the Company's Registrar and Transfer Agents to facilitate better service:

a) Any change in their address
b) Particulars of their bank accounts in case the same have not been sent earlier, for dividend payment through electronic mode and
c) Share certificate(s) held in multiple accounts in identical names or joint accounts in the same order of the names for consolidation of such holdings into one account.

25. Members holding shares in electronic form are advised that address / bank details as furnished to the Company by the respective Depositories, viz. NSDL and CDSL will be printed on the dividend payment instrument. Members are requested to inform the concerned Depository Participants of any change in address, dividend mandate, etc.
26. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the

Act, are requested to submit details to the Registrar and Transfer Agents of the Company, in the prescribed Form SH-13 for this purpose.

27. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses with the Company's Registrar and Transfer Agents or the Company at its Registered Office for receiving communication from the Company in electronic form.
28. All documents referred to in the accompanying notice requiring the approval of the members at the meeting shall be available for inspection at the Registered Office of the Company on all working days between 11:00 a.m. to 5:00 p.m. except Saturday prior to the date of Annual General Meeting i.e. on Thursday, September 26, 2019. The notice and the Annual Report are available on the Company's website www.mishtann.com
29. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or Registrar & Share Transfer Agent MCS Share Transfer Agent Limited.

    In case of joint holders attending the meeting, only such joint holder who is higher in the order of names, will be entitled to vote, provided the votes are not already cast by remote e-voting by the first holder.
30. Any person who acquires shares after dispatch of Notice and holding shares as on the cut-off date i.e. September 19, 2019 may obtain login Id and password by sending an e-mail to cs@mishtann.com. However, if a person is already registered with NSDL for remote e-voting then existing user Id can be used for casting vote.

Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013, setting out the material facts concerning each item of special business:

Agenda Item No.	**3**
Name	Navinchandra Dahyalal Patel
Age	52 Years
Date of Birth	01/06/1967
DIN	05340874
Qualifications	Bachelor of commerce
Brief Profile including expertise	Mr. Navinchandra Patel is having more than 25 years of experience in the field of Agriculture Industry. He is the Promoter and Director of Mishtann Foods Limited. His association with the company added immense value to the Company's Financial Stability.
Directorship in other companies	NIL
Names of the listed companies in which holds the directorship and the membership of Committees Board	NIL
Relationship with other Directors and KMP	NIL
Shareholding in Mishtann Foods Limited	3,26,20,000 Shares
Attendance in the meetings in the last financial year	Disclosed in the Corporate Governance section.

Agenda Item No.: 4

As per the provisions of the Companies Act, 2013 the tenure of Statutory Auditors i.e. M/s Rahul Kakani & Associates (FRN: 130198W), Chartered Accountants of the Company expires and therefore, the Company is required to appoint Statutory Auditor u/s 139(1) of the Companies Act, 2013.

The Board on the recommendation of the Audit Committee approves the appointment of M/s J.M. Patel & Bros., Chartered Accountants, having FRN: 107707W [Peer Reviewed Firm] located at Ahmedabad, subject to approval of shareholders of the Company at the Annual General Meeting. The Fees Payable and the terms of appointment are mutually agreed between the Board of Directors (including its Committee thereof) of the Company and the said Auditors. There is no material change in the fee payable to such auditor from that paid to the outgoing auditor.

Agenda Item No.	**5**
Name	Mrs. Himaben Janakkumar patel
Age	31 Years
Date of Birth	07/09/1988
DIN	08399809
Qualifications	Bachelor of commerce
Brief Profile including expertise	Mrs. Himaben Patel, w/o Janakkumar Patel is a Homemaker having excellent academics.
Directorship in other companies	None
Names of the listed companies in which holds the directorship and the membership of Committees Board	None
Relationship with other Directors and KMP	None
Shareholding in Mishtann Foods Limited	NIL
Attendance in the meetings in the last financial year	Disclosed in the Corporate Governance section.

Agenda Item No.	**6**
Name	Mr. Utpalbhai Dineshbhai Raval
Age	33 Years
Date of Birth	25/05/1986
DIN	08498407
Qualifications	Bachelor of commerce
Brief Profile including expertise	Mr. Utpalbhai Raval, s/o Dineshbhai Raval is engaged in food business having profound expertise of over 7 Years.
Directorship in other companies	None
Names of the listed companies in which holds the directorship and the membership of Committees Board	None
Relationship with other Directors and KMP	None
Shareholding in Mishtann Foods Limited	31200 Equity Shares
Attendance in the meetings in the last financial year	Appointed with effect from July 03, 2019

Agenda Item No.	**7**
Name	Mr. Ajitkumar Narayanbhai Patel
Age	37 Years
Date of Birth	21/08/1981
DIN	08121392
Qualifications	Bachelor of commerce
Brief Profile including expertise	Mr. Ajitkumar Patel, s/o Narayanbhai Patel is running his own business in Agriculture related activities having experience of more than 10 Years.
Directorship in other companies	1
Names of the listed companies in which holds the directorship and the membership of Committees Board	None
Relationship with other Directors and KMP	None
Shareholding in Mishtann Foods Limited	52540 Equity Shares
Attendance in the meetings in the last financial year	Appointed with effect from July 03, 2019

By Order of the Board of Directors
For **Mishtann Foods Limited**

Date: August 14, 2019
Place: Ahmedabad

Sd/-
Sonu Jain
Company Secretary

Registered Office:
C-808, Ganesh Meridian, Opp. Gujarat High Court,
S.G. Highway, Ahmedabad-380060
CIN: L15400GJ1981PLC004170
E-mail Id.: cs@mishtann.com

MISHTANN

limitless happiness...

MISHTANN FOODS LIMITED

REGD. OFFICE: C-808, Ganesh Meridian, Opp. Gujarat High Court, Sola, SG Highway, Ahmedabad-380060

TEL NO.: 91 079 4002 3116; **FAX:** 4003 3116

WEBSITE: www.mishtann.com; **E-MAIL:** cs@mishtann.com

ATTENDANCE SLIP

I/We hereby record my/our presence at the Thirty-Ninth Annual General meeting of Mishtann Foods Limited to be held on Thursday, September 26, 2019 at 11.30 a.m. (IST) at Hotel Aloft, 147/1 Opposite Bhagwat Vidhya Peeth, Sarkhej-Gandhinagar Hwy, Sola, Ahmedabad-380061, Gujarat

Name of the Shareholder/Proxy (in Block Letters)	
Shareholder's Folio No./DP ID – Client ID No.	
Signature of the Shareholder/Proxy	

Notes:

1. Please write the Name, Folio No./DP ID-Client ID No. and sign this attendance slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall.

2. Only Member(s) or their Proxies with the attendance slip will be allowed entry to the Meeting. Shareholders/Proxy holders are requested to tender their attendance slips (annexed to the Notice), along with a valid identity proof such as the PAN card, passport, AADHAAR card, at the registration counters at the venue of the Meeting and seek registration before entering the Meeting hall.

   Only bonafide Shareholders/Proxy holders of the Company whose names appear on the Register of Members/ Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the Meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the Meeting.

3. Members holding shares in physical form are requested to advise the change in their address, if any, to MCS Share Transfer Agent Limited, quoting their Folio No(s). Members holding shares in electronic form may update such details with their respective Depository Participant(s).

4. Members/Proxies are requested to bring this slip along with them as duplicate slips will not be issued at the venue of the Meeting.

5. Please read carefully the instructions given in the Notice of the Thirty-Ninth Annual General Meeting under the heading 'E-Voting Facility'.

Form No. MGT-11

PROXY FORM

Thirty-Ninth Annual General Meeting of Mishtann Foods Limited

Thursday, September 26, 2019 at 11.30 a.m. (IST)

[Pursuant to section 105 (6) of the Companies Act, 2013 and
rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

CIN : L15400GJ1981PLC004170
Name of the Company : Mishtann Foods Limited
Registered Office : C-808, Ganesh Meridian, Opp. Gujarat High Court, SG Highway, Ahmedabad-380060 Gujarat.
Tel No.: 91 079 4002 3116; **Fax:** 4003 3116

Name of the Member(s):	
Registered address:	
E-mail Id:	
Folio No.:	
DP ID-Client ID No.:	

I/We, being the member(s), holding .... shares of the above named company, hereby appoint

1. Name: ....
Address: ....
....
E-mail ....
Id: ....
Signature:..or failing him/her

2. Name: ....
Address: ....
....
E-mail ....
Id: ....
Signature:.. or failing him/her

3. Name: ....
Address: ....
....
E-mail ....

Id: ……....…

Signature:…………………………………………………………………………………..................……

as my/our Proxy to attend and vote (on poll) for me/us and on my/our behalf at the Thirty-Ninth Annual General Meeting of the Company to be held on Thursday, September 26, 2019 at 11.30 a.m. (IST) at Hotel Aloft, 147/1 Opposite Bhagwat Vidhya Peeth, Sarkhej-Gandhinagar Hwy, Sola, Ahmedabad-380061, Gujarat and at any adjournment thereof in respect of such resolutions as are indicated overleaf.

Sr. No.	**Resolutions**	**Optional***	
1	To receive, consider and adopt Audited Financial Statements of the Company for the Financial Year ended March 31, 2019, the Reports of the Board of Director's and Auditor's thereon	For	Against
2	To declare a dividend of Rs. 0.002/- per Equity Share (0.2%) on Equity Share of Face Value Rs. 1/-each for the Financial Year ended March 31, 2019		
3	To appoint a director in place of Mr. Navinchandra D. Patel (DIN: 05340874) who retires by rotation and being eligible, offers himself for re-appointment.		
4	To appoint Statutory Auditor's		
5	Appointment of Mrs. Himaben Patel, as an Independent Director		
6	Appointment of Mr. Utpalbhai Dineshbhai Raval, as an Independent Director		
7	Appointment of Mr. Ajitkumar Narayanbhai Patel, as an Independent Director		

Signed this …………………….. day of …………………….. 2019

Signature of Member(s) …………………………..

Signature of Proxy holder(s) ……………………..

Affix
Re. 1/-
Revenue
Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Twenty-Fourth Annual General Meeting.
3. *It is optional to put a '√' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Please complete all details including details of member(s) in above box before submission.

Map of the venue of the AGM

Venue: Hotel Aloft, 147/1 Opposite Bhagwat Vidhya Peeth, Sarkhej-Gandhinagar Hwy, Sola, Ahmedabad-380061, Gujarat