

To,

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort, Mumbai– 400 001

Scrip Code: 524202

Dear Sir/Madam,

Subject: Disclosure of Voting Results of the of 32nd Annual General Meeting of Lactose India Limited (“Company”) held on 07th September, 2023.

This is with reference to our earlier communication regarding the Annual General Meeting (“AGM”) of the Company. Please note that, in accordance with relevant circulars of the Ministry of Corporate Affairs (“MCA”), the Securities and Exchange Board of India (“SEBI”) and applicable provisions of the Companies Act, 2013 (“CA 2013”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 32nd AGM of the Company was held on i.e., 07th September, 2023 through Video Conference (“VC”) / Other Audio Video Means (“OAVM”).

As per the requirements of the Companies Act, 2013, the Listing Regulations and relevant Circulars issued by the, the Company had provided remote e-voting facility and e-voting facility at the AGM to its shareholders for voting on the businesses transacted at the AGM. The Company had appointed Mrs. Priti Jajodia, Practising Company Secretary as the Scrutiniser to scrutinise the remote e-voting and e-voting process at the AGM in a fair and transparent manner.

Pursuant to Regulation 30 and 44(3) of the Listing Regulations, please find enclosed the consolidated results of remote e-voting and e-voting at the AGM, as “Annexure A” along with the consolidated Scrutinizer’s Report attached as “Annexure B”.

As per the consolidated results of the remote e-voting and e-voting conducted during the 32nd AGM all the Resolutions as set out in the Notice of 32nd AGM have been duly approved by the Shareholders with requisite majority.

You are requested to kindly take above information on your records.

Thanking you,

Yours truly,

FOR LACTOSE INDIA LIMITED

Ritesh Pandey

Company Secretary & Compliance Officer

Date: 08th September, 2023

Place: Mumbai

ANNEXURE-A

DISCLOSURE OF VOTING RESULTS AT 32nd AGM

(AS PER REGULATION 44(3) of LISTING REGULATIONS)

Date of AGM	07 th September 2023
Record date	31 st August 2023
Total no. of shareholders as on Book closure date/record date	16145
No. of Members present in the meeting either in person or through proxy	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable
No. of Members attended the meeting through Video Conferencing	
Promoters & Promoter Group	7
Public	32

Agenda wise disclosure:
Agenda-1

Resolution required (Ordinary / Special)			Ordinary Resolution: To consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2023, the Reports of the Board of Directors and Auditors thereon.					
Whether promoter / promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on Outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(,;2)]*100
Promoter and Promoter Group	E-voting	6771425	4410183	65.1293	4410183	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	6771425	4410183	65.1293	4410183	0	100	0
Public Institutions	E-voting	77920	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	77920	0	0	0	0	0	0
Public- Non Institutions	E-voting	5739655	661358	11.5226	656154	5204	99.2131	0.7869
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						

	Total	5739655	661358	11.5226	656154	5204	99.2131	0.7869
Total		12589000	5071541	40.2855	5066337	5204	99.8974	0.1026

Shareholding as on 31st August, 2023

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

Agenda-2

Resolution required (Ordinary / Special)			Ordinary Resolution: - To appoint a director in place of Mrs. Sangita Maheshwari (DIN: 00369898), who retires by rotation and being eligible, offers herself for re-appointment					
Whether promoter / promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held# [1]	No. of votes polled [2]	% of Votes Polled on Outstanding shares (3)=[(2)/ (1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter and Promoter Group	E-voting	6771425	2870273	42.3880	2870273	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		Not Applicable					
	Total		6771425	2870273	42.3880	2870273	0	100
Public Institutions	E-voting	77920	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)		Not Applicable					
	Total		77920	0	0	0	0	0
Public- Non Institutions	E-voting	5739655	661358	11.5226	656154	5204	99.2131	0.7869
	Poll*		0	0	0	0	0	0

	Postal Ballot (if applicable)		Not Applicable					
	Total	5739655	661358	11.5226	656154	5204	99.2131	0.7869
Total		12589000	3531631	28.0533	3526427	5204	99.8526	0.1474

Shareholding as on 31st August, 2023

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

Agenda-3

Resolution required (Ordinary / Special)			Special Resolution: To re-appoint Mrs. Sangita Maheshwari (DIN: 00369898) as Whole-time Director for a term of 5 year.					
Whether promoter / promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held# [1]	No. of votes polled [2]	% of Votes Polled on Outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6771425	2870273	42.3880	2870273	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		Not Applicable					
	Total		6771425	2870273	42.3880	2870273	0	100
Public Institutions	E-voting	77920	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0

	Postal Ballot (if applicable)		Not Applicable					
	Total	77920	0	0	0	0	0	0
Public- Non Institutions	E-voting	5739655	661358	11.5226	656154	5204	99.2131	0.7869
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)		Not Applicable					
	Total	5739655	661358	11.5226	656154	5204	99.2131	0.7869
Total		12589000	3531631	28.0533	3526427	5204	99.8526	0.1474

Shareholding as on 31st August, 2023

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

Agenda-4

Resolution required (Ordinary / Special)			Ordinary Resolution: To appoint of M/s. Kirit Mehta & Co., Cost Accountants, Mumbai as Cost Auditors for financial year 2023-24.					
Whether promoter / promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held# [1]	No. of votes polled [2]	% of Votes Polled on Outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6771425	4410183	65.1293	4410183	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		Not Applicable					



LACTOSE (INDIA) LIMITED

CIN : L15201GJ1991PLC015186

	Total	6771425	4410183	65.1293	4410183	0	100	0
Public Institutions	E-voting	77920	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)		Not Applicable					
	Total	77920	0	0	0	0	0	0
Public- Non-Institutions	E-voting	5739655	661358	11.5226	656154	5204	99.2131	0.7869
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)		Not Applicable					
	Total	5739655	661358	11.5226	656154	5204	99.2131	0.7869
Total		12589000	5071541	40.2855	5066337	5204	99.8974	0.1026

Shareholding as on 31st August, 2023

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

Agenda-5

Resolution required (Ordinary / Special)			Special Resolution: To Consider Approval of Related transaction(s).					
Whether promoter / promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held# [1]	No. of votes polled [2]	% of Votes Polled on Outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-voting	6771425	4410183	65.1293	4410183	0	100	0
	Poll		0	0	0	0	0	0

G-02, Gr. Floor, “A” Wing, Navbharat Estate, Zakaria Bunder Road, Sewri (W), Mumbai - 400015, India,
 Tel. : +91-22-2411 7030 ● Email : lil@lactoseindialimited.com ● Website : www.lactoseindialimited.com
 Regd. Off. & Factory : Survey No. 5,6 & 7A, Village Poicha (Rania), Taluka Savli, Dist. Vadodara, Gujarat - 391780.



LACTOSE (INDIA) LIMITED

CIN : L15201GJ1991PLC015186

Promoter Group	Postal Ballot (if applicable)		Not Applicable					
	Total	6771425	4410183	65.1293	4410183	0	100	0
Public Institutions	E-voting	77920	0	0	0	0	0	0
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)		Not Applicable					
	Total	77920	0	0	0	0	0	0
Public- Non Institutions	E-voting	5739655	661358	11.5226	655354	6004	99.0922	0.9078
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)		Not Applicable					
	Total	5739655	661358	11.5226	655354	6004	99.0922	0.9078
Total		12589000	5071541	40.2855	5065537	6004	99.8816	0.1184

Shareholding as on 31st August, 2023

*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

JAJODIA AND ASSOCIATES

OFFICE NO. 30, LAXMI NIWAS, 2ND PANJRAPOLE LANE, C.P. TANK, MUMBAI - 400 004.
EMAIL : jajodiaassociate@gmail.com • Telephone No.: 022-22426755/7074

To,

Lactose India Limited

Survey No. 5,6 &7A Village Poicha (Rania),

Savli Vadodara, Gujarat – 391780

Dear Sir,

Re: Consolidated Scrutinizer’s Report on remote e-voting and e-voting 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 and in accordance Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 32nd Annual General Meeting of Lactose India Limited held on Thursday, 07th September 2023 at 12.00 noon (IST) through video conferencing (“VC”)/ other Audio visual means (“OAVM”)

I, Priti Jajodia, Practicing Company Secretary (Membership No:- 36944 /C.P. No. 19900) was appointed as Scrutinizer by the Board of Directors 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 in accordance Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of Scrutinizing the remote e-Voting and Voting through electronic voting during the AGM in respect of the below mentioned resolutions proposed at the 32nd Annual General Meeting (“AGM”) of Lactose (India) Limited on Thursday , 07th September, 2023 at 12.00 noon (IST) through VC/OAVM but due to technical glitch it was commenced at 12:09 P.M. with the requisite quorum.

The notice dated 27th July, 2023, convening the AGM, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered

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OFFICE NO. 30, LAXMI NIWAS, 2ND PANJRAPOLE LANE, C.P. TANK, MUMBAI - 400 004.

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with the Company/ Depositories on 11th August, 2023, in compliance with the Ministry of Corporate Affairs circulars dated 05th May, 2020 and 13th January, 2021 read with circulars dated 08th April,

2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated 12th May, 2020 and 15th January, 2021.

My responsibility as a Scrutinizer for the remote e-Voting and voting through electronic voting system during the AGM is restricted in making a consolidated scrutinizer's report on the votes cast 'IN FAVOUR' or 'AGAINST' the resolutions, set out in the Notice of 32nd AGM based on the reports generated from the e-Voting system provided by Bigshare Services Private Limited, the authorised agency to provide remote e-Voting facilities before and e voting during the AGM, engaged by the Company.

Further, to the above, I submit my report as under:

The Company has provided the remote e -Voting facility through Bigshare Services Private Limited. The Company had uploaded all the items of businesses to be transacted on the website of the Company, Bigshare Services Private Limited and also on the website of the stock exchange i.e. BSE Limited to facilitate their Shareholders to cast their vote through remote e-voting.

The Notice of AGM and Annual Report was sent through e-mail to the Members whose names appeared in Register of Members of the Company as on Friday, 11th August, 2023 and whose e-mail addresses were registered with the Company/their respective Depository Participants, containing the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and MCA circulars.

As prescribed in the said Rules and the MCA Circulars, the Company has also published advertisements in newspapers on Tuesday, 15th August, 2023 in Business Standards and Vadodara Samachar (in Gujrati) and Thursday, 17th August, 2023 in Business Standards and Vadodara Samachar (in Gujrati). It carried all the required information as specified in the said rules and MCA circulars.

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The persons who were the Members of the Company as on the "Cut-off" date i.e. Thursday, 31st August, 2023 were entitled to vote on the businesses (item nos. 1 to 5) as set out in the Notice of the 32nd AGM.

The Company Secretary at the 32nd AGM held on Thursday, 07th September, 2023 announced that the Members who have not exercised their votes through remote e-Voting may, if they wish to, exercise their votes through electronic voting system being provided during the meeting.

The remote e-voting period commenced on Monday, 04th September, 2023 (IST 09:00 a.m.) and ends on Wednesday, 06th September, 2023 (IST 05:00 p.m.) and Bigshare Services Private Limited e-voting platform was blocked thereafter and then reopened during the AGM and kept opened during the AGM.

The votes cast under e-voting facility were thereafter unblocked. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Bigshare Services Private Limited e-voting system.

My consolidated report on the results of remote e-voting and voting through electronic means during the AGM is as under:

Resolution No. 1 as an Ordinary Resolution:

To consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023, the Reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	61	5066337	0	0	61	5066337	99.89

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Dissent	1	5204	0	0	1	5204	0.11
Total	62	5071541	0	0	62	5071541	100

Resolution No. 2 as an Ordinary Resolution:

To appoint a Director in place of Mrs. Sangita Maheshwari(DIN: 00369898), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	61	3526427	0	0	61	5066337	99.85
Dissent	1	5204	0	0	1	5204	0.15
Total	62	3531631	0	0	62	3531631	100

Resolution No. 3 as a Special Resolution:

To re-appoint Mrs. Sangita Maheshwari (DIN: 00369898) as Whole-time Director for a term of 5 year.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	61	3526427	0	0	61	5066337	99.85
Dissent	1	5204	0	0	1	5204	0.15
Total	62	3531631	0	0	62	3531631	100

Resolution No. 4 as an Ordinary Resolution:

To appoint M/s. Kirit Mehta & Co., Cost Accountants, Mumbai as Cost Auditors for financial year 2023-24.

JAJODIA AND ASSOCIATES

OFFICE NO. 30, LAXMI NIWAS, 2ND PANJRAPOLE LANE, C.P. TANK, MUMBAI - 400 004.

EMAIL : jajodiaassociate@gmail.com • Telephone No.: 022-22426755/7074

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	61	5066337	0	0	61	5066337	99.89
Dissent	1	5204	0	0	1	5204	0.11
Total	62	5071541	0	0	62	5071541	100

Resolution No. 5 as a Special Resolution:

To Consider Approval of Related transaction(s).

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	60	5065537	0	0	60	5065537	99.88
Dissent	2	6004	0	0	2	6004	0.12
Total	62	5071541	0	0	62	5071541	100

Thanking You,
Yours Faithfully,

Counter Signed By:
FOR LACTOSE INDIA LIMITED

Priti Nikhil Jajodia
Practicing Company Secretary
Membership No. 36944
COP No. 19900
Date: 08th September 2023
Place: Mumbai
UDIN: A036944E000973253

Ritesh Pandey
Company Secretary & Compliance officer
Date: 08th September 2023
Place: Mumbai