

To
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Code: 524202

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Dear Sir / Madam,

Sub: Disclosure of voting results of the 30th Annual General Meeting (AGM) of the Company along with the Scrutinizers Report

We wish to inform you that the 30th Annual General Meeting (AGM) of the members of Lactose (India) Limited was held on Thursday, 30th September, 2021 commenced at 12:00 noon through Video Conferencing/ Other Audio-Visual Means, where all the resolutions as set out in the Notice convening the said AGM have been transacted and passed with requisite majority by the members.

Pursuant to Regulation 30 and 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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".

Kindly take the same on record.

For Lactose (India) Limited



Ritesh Pandey
Company Secretary & Compliance Officer
Membership No.: A45942

Date: 01st October, 2021

Place: Mumbai

ANNEXURE-A

DISCLOSURE OF VOTING RESULTS AT 30TH AGM
(AS PER REGULATION 44(3) of LISTING REGULATIONS)

Date of AGM	30 th September, 2021
Record date for voting	23 rd September, 2021
Total no. of shareholders as on Book closure date/record date	15909
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	07
Public	28

Agenda wise disclosure:

Agenda-1

Resolution required (Ordinary / Special)		Ordinary Resolution:- To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021, 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	5619425	3906294	69.5141	3906294	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3906294	69.5141	3906294	0	100.00	0
Public Institutions	E-voting	77920	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	5739655	774593	13.4955	769206	5387	99.3045	0.6955
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		774593	13.4955	769206	5387	99.3045	0.6955
Total		11437000	4680887	40.9276	4675500	5387	99.8849	0.1151

Shareholding as on 22nd September, 2021

*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 Mr. Shyamsunder Toshniwal (DIN:01223515), who retire by rotation, and offers himself 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	5619425	3906294	69.5141	3906294	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3906294	69.5141	3906294	0	100.00	0
Public Institutions	E-voting	77920	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	5739655	774593	13.4955	768985	5608	99.2760	0.7240
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		774593	13.4955	768985	5608	99.2760	0.7240
Total		11437000	4680887	40.9276	4675279	5608	99.8802	0.1198

Shareholding as on 22nd September, 2021

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

Agenda-3

Resolution required (Ordinary / Special)			Special Resolution:- Approval of Related Party Transactions					
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	5619425	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 Institutions	E-voting	77920	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- Institutions Non	E-voting	5739655	774593	13.4955	768985	5808	99.2502	0.7498
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		774593	13.4955	768785	5808	99.2502	0.7498
Total		11437000	774593	6.7727	768785	5808	99.2502	0.7498

Shareholding as on 22nd September, 2021

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

Agenda-4

Resolution required (Ordinary / Special)		Special Resolution:- Payment of Remuneration to Mrs. Sangita Maheshwari, Whole-time Director for the period from 01st February,2022 to 31st January, 2024						
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	5619425	3906294	69.5141	3906294	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3906294	69.5141	3906294	0	100.00	0
Public Institutions	E-voting	77920	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- Institutions Non	E-voting	5739655	774593	13.4955	768985	5608	99.2760	0.7240
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		774593	13.4955	768785	5608	99.2760	0.7240
Total		11437000	4680887	40.9276	4675279	5608	99.8802	0.1198

Shareholding as on 22nd September, 2021

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

Agenda-5

Resolution required (Ordinary / Special)			Special Resolution:- Payment of Remunartion to Mr.Atul Maheshwari,Managing Director for the period from 01st October,2022 to 30th September,2024					
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	5619425	3906294	69.5141	3906294	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3906294	69.5141	3906294	0	100.00	0
Public Institutions	E-voting	77920	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	5739655	774593	13.4955	768985	5608	99.2760	0.7240
	Poll*		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		774593	13.4955	768785	5608	99.2760	0.7240
Total		11437000	4680887	40.9276	4675279	5608	99.8802	0.1198

Shareholding as on 22nd September, 2021

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



NISHANT BAJAJ

Practicing Company Secretaries

Off. Add.: C-2201, Kanakia Levels, Rani Sati Marg, Malad East, Mumbai 400097
Mobile No.: +91 7738669898; Email Id.: nishantbajajcs@gmail.com

To,

Lactose (India) Limited

Survey No. 6, Village Poicha (Rania),

Savli Baroda, 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 30th Annual General Meeting ("AGM") of Lactose (India) Limited held on Thursday, 30th September, 2021 At 12.00 Noon. (IST) through video conferencing ("VC")/ other Audio visual means ("OAVM")

I, Nishant Bajaj, Practicing Company Secretary (Membership No:- 28341/C.P. No. 21538) 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 30th AGM of Lactose (India) Limited held on Thursday, 30th September, 2021 At 12.00 Noon. (IST) through VC/OAVM.

The notice dated 30th August, 2021, 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 with the Company/ Depositories, 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.





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Practicing Company Secretaries

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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 30th AGM based on the reports generated from the e-Voting system provided by Central Depository Services (India) Limited ("CDSL"), 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 Central Depository Services (India) Limited ("CDSL"). The Company had uploaded all the items of businesses to be transacted on the website of the Company, Central Depository Services (India) Limited ("CDSL") 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, 03rd September, 2021 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 Saturday, 04th September, 2021 in Business Standards and Vadodara Samachar (in Gujarati). It carried all the required information as specified in the said rules and MCA circulars.

The persons who were the Members of the Company as on the "Cut-off" date i.e. Thursday, 23rd September, 2021 were entitled to vote on the businesses (item nos. 1 to 5) as set out in the Notice of the 30th AGM.

The Company Secretary at the 30th AGM held on Thursday, 30th September, 2021 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.





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The remote e-voting period commenced on Sunday, 26th September, 2021 (IST 9:00 a.m.) and ends on Wednesday, 29th September, 2021 (IST 5:00 p.m.) and Central Depository Services (India) 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 venue voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) 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:

Considered and adopted the Audited Financial Statements of the Company for the financial year ended 31st March 2021, together with the Reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percent age (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	55	4675500	0	0	55	4675500	99.8849
Dissent	3	5387	0	0	3	5387	0.1151
Total	58	4680887	0	0	58	4680887	100

Resolution No. 2 as an Ordinary Resolution:

Appointment of director in place of Mr. Shyamsunder Toshniwal (DIN: 01223515), who retires by rotation and being eligible, seeks re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	55	4675279	0	0	55	4675279	99.8802
Dissent	3	5608	0	0	3	5608	0.1198
Total	58	4680887	0	0	58	4680887	100





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Resolution No. 3 as a Special Resolution:

Approval of Related transaction(s).

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	47	768785	0	0	47	768785	99.2502
Dissent	3	5808	0	0	3	5808	0.7498
Total	50	774593	0	0	50	774593	100

Resolution No. 4 as a Special Resolution:

Payment of Remuneration to Mrs. Sangita Maheshwari, Whole-Time Director, for the period from
01st February 2022 to 31st January, 2024.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	55	4675279	0	0	55	4675279	99.8802
Dissent	3	5608	0	0	3	5608	0.1198
Total	58	4680887	0	0	58	4680887	100

Resolution No. 5 as a Special Resolution:

Payment of Remuneration to Mr. Atul Maheshwari, Managing Director, for the Period From
01st October, 2022 to 30th September, 2024

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	55	4675279	0	0	55	4675279	99.8802
Dissent	3	5608	0	0	3	5608	0.1198
Total	58	4680887	0	0	58	4680887	100

Based on the forgoing, the Resolution No. (s) 1 to 5 as stated in the Notice dated 30th August, 2021, of the Annual General Meeting held on 30th September, 2021 shall be deemed to be passed with the requisite Majority.





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Practicing Company Secretaries

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Mobile No.: +91 7738669898; Email Id.: nishantbajajcs@gmail.com

The Electronic data and other relevant records relating to e-voting are under my safe custody until the Chairman considers, approves and signs the minutes of the AGM. Thereafter, I shall handover the aforesaid records to the Company.

Thanking You,

Yours Faithfully,

Nishant Bajaj

Practicing Company Secretary

Membership No. 28341

COP No. 21538

Date: 01st October, 2021

Place: Mumbai

UDIN: A028341C001065212



Counter Signed By:

FOR LACTOSE (INDIA) LIMITED

RITESH KUMAR PANDEY
Digitally signed by
RITESH KUMAR PANDEY
Date: 2021.10.01 17:27:32
+05'30'

Ritesh Pandey

Company Secretary & Compliance officer

Date: 01st October, 2021

Place: Mumbai