

JFL/NSE-BSE/2024-25/38

August 29, 2024

BSE Ltd.
P.J. Towers, Dalal Street
Mumbai – 400001

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra(E), Mumbai – 400051

Scrip Code: 533155

Symbol: JUBLFOOD

Sub: Proceedings and Voting Results of the 29th Annual General Meeting of Jubilant FoodWorks Limited

Ref: Regulation 30 & 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Dear Sir/ Madam,

We wish to inform that the 29th Annual General Meeting ('AGM') of Jubilant FoodWorks Limited ('the Company') was held today i.e. Thursday, August 29, 2024 which commenced at 11:00 a.m. (IST) through Video Conferencing/Other Audio Visual Means ('VC/OAVM') and concluded at 12:35 p.m. (IST). All resolutions as set out in AGM Notice dated August 3, 2024 were passed with requisite majority.

Pursuant to provisions of Regulation 30 and 44 of the Listing Regulations, please find attached the following:

1. Summary of proceedings of the AGM as "**Annexure – 1**";
2. Results of remote e-voting and e-voting at AGM as "**Annexure-2**"; and
3. Consolidated Scrutinizer Report dated August 29, 2024, on remote e-voting and e-voting at AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as "**Annexure-3**".

The above documents are being uploaded on the Company's website at <https://www.jubilantfoodworks.com/investors-governance-shareholder-meetings> and National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.

This is for your information and records.

Thanking you,
For **Jubilant FoodWorks Limited**

Mona Aggarwal
Company Secretary and Compliance Officer
Investor E-mail id: investor@jublfood.com
Encl: A/a

Annexure -1

Summary of Proceedings of the 29th Annual General Meeting

The 29th Annual General Meeting ('AGM') of the members of the Jubilant FoodWorks Limited ('the Company') was held today i.e. Thursday, August 29, 2024 at 11:00 a.m. (IST) through Video Conferencing/Other Audio Visual Means ('VC/OAVM') in accordance, with the relevant circulars issued by Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI').

The said AGM commenced at 11:00 a.m. (IST) and concluded at 12:35 p.m. (IST) (including time allowed for e-Voting at AGM). A total 96 Members attended the AGM through VC/OAVM.

The following Directors were present:

S.No.	Name	Designation	Place of attending AGM through VC
1	Mr. Shyam S. Bhartia	Chairman & Director	Noida
2	Mr. Hari S. Bhartia	Co-Chairman & Director	Noida
3	Mr. Sameer Khetarpal	CEO & Managing Director	Noida
4	Mr. Amit Jain	Independent Director and Chairman of Risk Management Committee	San Francisco
5	Mr. Ashwani Windlass	Independent Director and Chairman of Audit Committee	Delhi
6	Mr. Berjis M. Desai	Independent Director	Mumbai
7	Ms. Deepa M. Harris	Independent Director and Chairperson of Sustainability and Corporate Social Responsibility Committee	Goa
8	Mr. Vikram S. Mehta	Independent Director and Chairman of Stakeholders Relationship Committee	Delhi
9	Mr. Shamit Bhartia	Non-Executive Director	Delhi
10	Ms. Aashti Bhartia	Non-Executive Director	Mumbai

In attendance:

S. No.	Name	Designation	Place of attending AGM through VC
1	Ms. Suman S. Hegde	EVP & Chief Financial Officer	Noida
2	Mr. Arvind Chokhany	Group Chief Financial Officer - Jubilant Bhartia Group	Noida
3	Ms. Mona Aggarwal	Company Secretary	Noida

Invitees:

S.No.	Name	Designation	Place of attending AGM through VC
1	Mr. Rajesh Kumar Agarwal	Partner of M/s Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditor	Gurugram
2	Mr. Rupesh Agarwal	Managing Partner of M/s Chandrasekaran Associates, Practicing Company Secretaries, Secretarial Auditor and Scrutinizer	Delhi

Mr. Shyam S. Bhartia, Chairman & Director of the Company chaired the meeting. He welcomed all the members who joined the meeting through VC. The requisite quorum being present, the meeting was called to Order. The Chairman introduced the Directors, Key Managerial Personnel and invitees who participated in the meeting through VC. He informed that Mr. Abhay P. Havaldar, Independent Director & Chairman of Nomination, Remuneration and Compensation Committee ('NRC Committee') could not attend the meeting due to unavoidable reasons and authorized Mr. Vikram S. Mehta, member of NRC Committee to answer shareholder queries, if any, on his behalf. Members were informed that the Company has taken necessary steps as per the provisions of law, to enable the Members to participate at this meeting through VC and vote on the resolutions set forth in the notice convening the AGM.

The Chairman delivered his speech on the performance of the Company which is enclosed herewith.

The Chairman informed the members that, since the Integrated Annual Report for FY 2023-24 containing the Boards' report, financial statements along with notice of this AGM were already circulated to members at their registered email address in accordance with circulars issued by MCA & SEBI, they were taken as read. Since, the Statutory Auditor's Report and Secretarial Auditor's Report for financial year 2023-24 does not contain any qualification, observation, adverse remark or disclaimer, the same were not required to be read in the meeting.

Ms. Mona Aggarwal, Company Secretary apprised the members that the Company had provided the remote e-Voting facility to the members through National Securities Depository Limited ('NSDL') (which started at 09.00 a.m. (IST) on Monday, August 26, 2024 and concluded at 05.00 p.m. (IST) on Wednesday, August 28, 2024) to cast their vote electronically on all the resolutions as set forth in the AGM Notice. Members who had not cast their votes through remote e-Voting and were participating in the AGM were provided an opportunity to cast their votes through e-Voting at the AGM. She also mentioned that the Statutory Registers and other relevant documents referred to in the AGM Notice and explanatory statement are available for electronic inspection during the AGM.

The following items as stated in the AGM Notice dated August 3, 2024 were considered at this AGM:

Item no.	Particulars	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of the Auditors thereon	Ordinary
2.	To declare dividend on equity shares for the financial year ended March 31, 2024	Ordinary
3.	To appoint a Director in place of Mr. Hari S. Bhartia (DIN: 00010499), who retires by rotation and, being eligible, offers himself for re-appointment	Ordinary
Special Business		
4.	To approve payment of Commission to Non-Executive Directors of the Company	Ordinary
5.	To authorise creation of security/charge over the assets/undertakings of the Company	Special

Thereafter, Members who had pre-registered themselves as speakers were given the opportunity to ask questions and express their views. The management responded to their queries and provided clarifications.

The Company Secretary informed that e-Voting on the NSDL platform will continue for next 30 minutes. She further informed that the Board of Directors have appointed Mr. Rupesh Agarwal, Managing Partner, Chandrasekaran Associates, Practicing Company Secretaries, as the scrutinizer to supervise the e-Voting process in a fair and transparent manner. It was informed that the consolidated result of remote e-Voting and e-Voting at the AGM shall be declared within prescribed timelines and the same, along with the Scrutinizer's Report, shall be placed on the website of the Company (www.jubilantfoodworks.com), NSDL (www.evoting.nsdl.com) and shall be communicated to Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited.

The meeting concluded with a vote of thanks to the Chair.

After conclusion of the meeting, the Scrutinizer carried out scrutiny of the votes and submitted his Consolidated Scrutinizer Report to the Chairman. The Chairman authorised the Company Secretary to accept and countersign the Report and declare the results. As per Consolidated Scrutinizer Report on remote e-voting and e-voting at AGM, all resolutions embodied in the Notice of AGM were passed with requisite majority.

JUBILANT FOODWORKS LIMITED – 29th ANNUAL GENERAL MEETING

Speech by Mr. Shyam S. Bhartia, Chairman

Dear Fellow Shareholder,

I take great pleasure in welcoming all shareholders to our 29th Annual General Meeting.

“Stronger Together” is a guiding principle that has shaped our journey. It reminds us that our greatest achievements are not the result of solitary efforts but of collective endeavours. It is through our combined strengths, shared visions and mutual support that we have been able to delight consumers, surpass their expectations, overcome challenges, reach new heights and in the process have built India’s largest foodservice Company that stands resilient and adaptable to the changing market dynamics.

In this context, fiscal year 2023-24 will be remembered as a landmark year in our corporate history. The acquisition of DP Eurasia catapults us from being India’s largest foodservice Company to also chart our course for becoming one of the leading emerging markets’ foodservice Company. The JFL Group Store Network, across six markets and five brands, is now 3,050+ stores strong.

When viewed from the lens of sustainable long-term growth potential, through our choices of market selection, we are in a position to potentially serve ~22% of the world’s population.

Our strategically curated cuisine segments matched with some of the best global portfolio of franchised and own-brands is one of the biggest competitive advantages for the JFL group. We are progressing efficiently to serve consumers in each of the sub-categories viz. Pizza, Chicken, Coffee and Indo-Chinese. We are also excited about how the combined effects of a portfolio of brands - albeit at different stages of brand development - will play out in the future when viewed from the perspective of gaining share of meal occasions within the growing emerging market consumer base, while benefiting all stakeholders.

On top of it, the complementarity of the business model with corporate and franchise stores puts us in a unique position to grow competitively and profitably.

The fiscal year also marks the unification of two Domino’s markets – India and Turkey – both of which incidentally opened their first stores in 1996. Through early and strategic investments in own commissaries and technology stack, these two markets have evolved together to create a dominant and profitable pizza franchise. By leading these two large

emerging market opportunities globally for Domino's, we have further deepened our relationship with the brand.

JFL group now operates 2,800+ Domino's stores and we have podium positions across all territories. We have reviewed the potential of all territories and are confident to profitably scale Domino's network to 5,500+ stores.

We are also happy to share that we have received the prestigious Gold Franny Award for Domino's India and Domino's Turkey. This prestigious recognition of the two key markets by Domino's Pizza Inc is a testament to the exceptional operational performance, store growth and organisational dedication.

With the opening of 356 stores at the group level in FY'24, we are proud to announce that we have achieved a record milestone of averaging one store opening per day. The JFL Group network strength is now 2,991 stores. For Domino's, we opened 240 stores in the year.

Revenue from Operations of Rs. 56,541 million increased by 9.6%. Gross Profit was Rs. 43,130 million, increased by 10.3%. Gross margin stood at 76.3%. Op. EBITDA came in at Rs. 11,435 million and Op. EBITDA margin was 20.2%. For continuing operations, Profit after tax came in at Rs. 4,008 million with PAT margin at of 7.1%.

To better appreciate the scale of our business, the overall revenue with DP Eurasia for full year would have been Rs. 69,289 million and the normalised constant currency growth including DP Eurasia even in FY'23 base would have been 10.8%.

The Board of Directors of the Company has recommended a dividend of Rs. 1.2 per equity share of the face value of Rs. 2 each, amounting to Rs. 792 million, subject to shareholders' approval at the Annual General Meeting.

Let me now share the progress we have made against our strategic priorities.

The first set of priorities relates to Customer and Market First.

- Despite a challenging demand environment, our sharp focus on delivering value to the consumers helped us limit decline in Domino's LFL to -1.2% in FY'24. I am pleased to announce that LFL growth accelerated to 3% in Q1FY'25.
- We have successfully launched a brand refresh for Domino's India on lines of - It Happens Only with Pizza. This initiative is aimed to strengthen brand's association as the go-to companion for every joyful moment for the new generation, while also driving an increase in the share of pizza occasions.

- We are very enthusiastic with the potential of new brands in our portfolio. Crossing 100 COFFY stores in Turkey and 50 Popeyes stores in India is a step to realize our multi-brand multi-country growth strategy.

The next set of priority is driving Operational Excellence.

- The Group places inordinate focus on continuous improvement and FY'24 was no exception.
- With 2,000+ Domino's India stores, the existing four regions in India were managing a very large portfolio with ever growing complexity which comes with network densification. To meet our medium-term ambition of Domino's India stores and the runway beyond, we have invested in three new regions to transition to a seven-region structure in Domino's.
- We launched several efficiency enhancement programmes aimed at process simplification and productivity improvement. Christened, as Project Vijay, we have made this an organisation-wide programme. We dialled up sourcing efficiency and our efforts to localise ingredients, resulting in improved cost base without impacting the quality of ingredients.
- We also commissioned our largest commissary in Bengaluru this year. With each new commissary we are advancing and pushing the limits of back-end efficiencies.

The next set of priority is focus on Data and Technology Forward.

- Offering the best value to consumers with tech-based convenience has been the cornerstone of the JFL group's success over the years and we will continue to build on this foundation as we grow our portfolio of brands.
- We have made significant changes in the Domino's app which has led to record high customer conversion.
- We are delighted and equally humbled by the response received for our loyalty programme – Domino's Cheesy Rewards which now have ~25 million enrolled members.
- The continuous digitization of operations through dedicated Rider App, app for store managers, and introduction of Tablet POS ordering were some of the key initiatives introduced with a single-minded-objective of helping store teams serve consumers better.

We have also made significant progress against our sustainability targets shared with you last year.

- Notably, we now have one of the largest own-EV fleet with 12,500+ e-bikes which is around 50% of our overall fleet.

- The successful implementation of India's first No-antibiotics-ever in poultry sourcing sets up a firm building block as we scale up chicken offerings.
- We also signed Power Purchasing Agreements to procure ~14 million units combined from renewable sources for our commissaries in Bangalore and Greater Noida. This will help us significantly enhance the renewable energy mix.
- Approximately 35% of our workforce are now women and we will continue to find ways and means to actively promote the importance of diversity and inclusion within our workforce.

As we reflect on our journey, let us remember that our success is a testament to what we can achieve when we work together. It is a reminder that our collective potential far exceeds the sum of our individual capabilities. Together, we have achieved remarkable milestones and together, we will continue to reach new heights with the support of all of you, our valued shareholders.

Thank you.

Annexure-2

Name of the Company	Jubilant FoodWorks Limited
Date of AGM	Thursday, August 29, 2024
Total number of shareholders as on record date (i.e August 22, 2024- Cut-off date for e-voting)	3,99,072
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	5
Public	91
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	Not Applicable
Public	

1 Details of Agenda		To receive, consider and adopt: a)the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon; and b)the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of the Auditors thereon.						
Resolution Required : (Ordinary / Special)		Ordinary Business - Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda / resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes- against	% of Votes in favour on Votes polled	% of Votes against on Votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting*	27,67,32,485	27,67,32,485	100.0000	27,67,32,485	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	27,67,32,485	27,67,32,485	100.0000	27,67,32,485	0	100.0000	0.0000
Public - Institutions	E-voting*	33,76,07,943	30,23,48,692	89.5562	30,20,14,555	3,34,137	99.8895	0.1105
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	33,76,07,943	30,23,48,692	89.5562	30,20,14,555	3,34,137	99.8895	0.1105
Public - Non Institutions	E-voting*	4,55,04,772	10,94,061	2.4043	10,94,022	39	99.9964	0.0036
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	4,55,04,772	10,94,061	2.4043	10,94,022	39	99.9964	0.0036
TOTAL		65,98,45,200	58,01,75,238	87.9260	57,98,41,062	3,34,176	99.9424	0.0576

*this includes both remote e-voting and e-voting at the AGM
The resolution has been passed with requisite majority.

2 Details of Agenda		To declare dividend on equity shares for the financial year ended March 31, 2024.						
Resolution Required : (Ordinary / Special)		Ordinary Business - Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda / resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes- against	% of Votes in favour on Votes polled	% of Votes against on Votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting*	27,67,32,485	27,67,32,485	100.0000	27,67,32,485	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	27,67,32,485	27,67,32,485	100.0000	27,67,32,485	0	100.0000	0.0000
Public - Institutions	E-voting*	33,76,07,943	30,25,04,222	89.6022	29,90,19,923	34,84,299	98.8482	1.1518
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	33,76,07,943	30,25,04,222	89.6022	29,90,19,923	34,84,299	98.8482	1.1518
Public - Non Institutions	E-voting*	4,55,04,772	10,94,011	2.4042	10,93,905	106	99.9903	0.0097
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	4,55,04,772	10,94,011	2.4042	10,93,905	106	99.9903	0.0097
TOTAL		65,98,45,200	58,03,30,718	87.9495	57,68,46,313	34,84,405	99.3996	0.6004

*this includes both remote e-voting and e-voting at the AGM
The resolution has been passed with requisite majority.

3	Details of Agenda		To appoint a Director in place of Mr. Hari S. Bhartia (DIN: 00010499), who retires by rotation and, being eligible, offers himself for re-appointment					
Resolution Required : (Ordinary / Special)			Ordinary Business - Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes-against	% of Votes in favour on Votes polled	% of Votes against on Votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting*	27,67,32,485	27,67,32,485	100.0000	27,67,32,485	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	27,67,32,485	27,67,32,485	100.0000	27,67,32,485	0	100.0000	0.0000
Public - Institutions	E-voting*	33,76,07,943	302504222	89.6022	285932557	16571665	94.5218	5.4782
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	33,76,07,943	30,25,04,222	89.6022	28,59,32,557	1,65,71,665	94.5218	5.4782
Public - Non Institutions	E-voting*	4,55,04,772	1093984	2.4041	957823	136161	87.5537	12.4463
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	4,55,04,772	10,93,984	2.4041	9,57,823	1,36,161	87.5537	12.4463
TOTAL		65,98,45,200	58,03,30,691	87.9495	56,36,22,865	1,67,07,826	97.1210	2.8790

*this includes both remote e-voting and e-voting at the AGM
The resolution has been passed with requisite majority.

4	Details of Agenda		To approve payment of Commission to Non-Executive Directors of the Company					
Resolution Required : (Ordinary / Special)			Special Business - Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes-against	% of Votes in favour on Votes polled	% of Votes against on Votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting*	27,67,32,485	27,67,32,485	100.0000	27,67,32,485	0	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	27,67,32,485	27,67,32,485	100.0000	27,67,32,485	0	100.0000	0.0000
Public - Institutions	E-voting*	33,76,07,943	284823624	84.3652	151216537	133607087	53.0913	46.9087
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	33,76,07,943	28,48,23,624	84.3652	15,12,16,537	13,36,07,087	53.0913	46.9087
Public - Non Institutions	E-voting*	4,55,04,772	1093997	2.4041	946029	147968	86.4746	13.5254
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	4,55,04,772	10,93,997	2.4041	9,46,029	1,47,968	86.4746	13.5254
TOTAL		65,98,45,200	56,26,50,106	85.2700	42,88,95,051	13,37,55,055	76.2277	23.7723

*this includes both remote e-voting and e-voting at the AGM
The resolution has been passed with requisite majority.

5	Details of Agenda	To authorise creation of security/charge over the assets/undertakings of the Company						
Resolution Required : (Ordinary / Special)			Special Business - Special Resolution					
Whether promoter/promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes- against	% of Votes in favour on Votes polled	% of Votes against on Votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting*	27,67,32,485	27,67,32,485	100.0000	27,67,32,485	0	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	27,67,32,485	27,67,32,485	100.0000	27,67,32,485	0	100.0000	0.0000
Public - Institutions	E-voting*	33,76,07,943	285566828	84.5853	276877944	8688884	96.9573	3.0427
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	33,76,07,943	28,55,66,828	84.5853	27,68,77,944	86,88,884	96.9573	3.0427
Public - Non Institutions	E-voting*	4,55,04,772	1093996	2.4041	1093334	662	99.9395	0.0605
	Poll		-	-	-	-	-	-
	Postal ballot(if applicable)		-	-	-	-	-	-
	Total	4,55,04,772	10,93,996	2.4041	10,93,334	662	99.9395	0.0605
TOTAL		65,98,45,200	56,33,93,309	85.3826	55,47,03,763	86,89,546	98.4576	1.5424

*this includes both remote e-voting and e-voting at the AGM
The resolution has been passed with requisite majority.

**Scrutinizer's Report on Remote E-voting and E-voting at the
29th Annual General Meeting of JUBILANT FOODWORKS LIMITED**

To,
The Chairman
JUBILANT FOODWORKS LIMITED
Plot No. 1A, Sector-16A,
Gautam Buddha Nagar, Noida-201301, Uttar Pradesh

Date of Meeting: August 29, 2024
Day of Meeting: Thursday
Time of Meeting: 11:00 a.m. (IST)
Mode of Meeting: Through Video Conferencing ("VC")/ Other Audio-Visual Means
("OAVM")
Deemed Venue: Plot No. 1A, Sector-16A, Gautam Buddha Nagar, Noida-201301, Uttar
Pradesh

Dear Sir,

I, Rupesh Agarwal, Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of **Jubilant Foodworks Limited ("the Company")** for Remote E-voting and E-voting ("**electronic voting**") at the 29th Annual General Meeting ("**the Meeting/AGM**") of the Company convened through VC / OAVM in respect of the below mentioned resolutions considered at the AGM held on August 29, 2024 as per notice dated August 03, 2024.

Pursuant to the Circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, and latest one i.e. September 25, 2023, issued by Ministry of Corporate Affairs (MCA) and SEBI circular dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023 and October 07, 2023 (hereinafter referred to as "**relevant circulars**"), the Company had sent the Annual Report including Notice of the 29th AGM on August 06, 2024 only through e-mail in compliance with above-mentioned relevant circulars to those Members whose names appeared in the register of members of the Company as on Friday, July 26, 2024 and whose email IDs were registered with the Company/Registrar and Transfer Agent ("**RTA**")/ Depository Participants ("**DPs**"). The Company has given an additional facility to the Members to register their e-mail addresses with the Company/RTA/DPs by giving newspaper advertisement dated July 29, 2024, in "Mint" and "Rashtriya Sahara" in English and in Hindi language respectively, in terms of relevant circulars. The Company had also given the newspaper advertisement dated August 07, 2024, in "Mint" and "Rashtriya Sahara" in English Language and in Hindi language respectively as per Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, confirming the completion of dispatch of Notice of AGM to the Shareholders.

The Company has appointed National Securities Depository Limited ("**NSDL**") for providing the electronic voting facility for conducting electronic voting at the AGM by the Members of the Company.

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The Remote E-voting period commenced on Monday, August 26, 2024, at 09:00 A.M. (IST) and ended on Wednesday, August 28, 2024, at 05:00 P.M. (IST) and the NSDL Remote E-voting platform was blocked thereafter. Further, the E-voting was opened during the AGM and remained open till 30 minutes after conclusion of AGM for voting purpose.

Further, the E-voting was announced for the Members who attended the meeting but have not cast their vote through Remote E-voting.

The Members holding shares as on "**Cut-off date**" i.e. Thursday, August 22, 2024 were entitled to vote on the proposed resolutions as set out in the Notice of the AGM, and their shareholding as on that date has been reckoned with for the purpose of arriving at the result of the electronic voting for the Meeting.

Subsequently, the electronic voting was unblocked on August 29, 2024, around 12:45 P.M. (IST) in the presence of two witnesses Mr. Mohit Varshney R/o Siddharth Vihar-201009, Ghaziabad and Mr. Ankit Bansal R/o Laxmi Nagar-110091, Delhi who are not in the employment of the Company.

The votes cast through electronic voting, which were incomplete and/ or otherwise found defective, have been treated as invalid, if any.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made thereunder relating to electronic voting on the resolutions contained in the Notice of the Meeting.

My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution in a fair and transparent manner.

Based on the data downloaded from official website of NSDL for the electronic voting, we now submit our consolidated report thereon.

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1. The result of the voting is as under:

1. To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of the Auditors thereon. (Ordinary Resolution):

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
Number of Members & Shares held by them	1173	581706099	5	124	1178	581706223
Less: Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less: Number of Members who abstained from voting	0	0	0	0	0	0
Less: Number of Members who partially exercised their votes	4*	1530985	0	0	4*	1530985*
No. of Valid Votes Cast	1173*	580175114	5	124	1178*	580175238*

*4 (Four) Members Holding 4179989 Equity Shares have partially exercised their votes for 2649004 Equity Shares in favour and have not exercised their votes for 1530985 Equity Shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	1164	579840938	5	124	1169	579841062	99.9424
Against	9	334176	0	0	9	334176	0.0576
Total	1173	580175114	5	124	1178	580175238	100.00

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2. To declare dividend on equity shares for the financial year ended March 31, 2024.
(Ordinary Resolution):

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
Number of Members & Shares held by them	1173	581861579	5	124	1178	581861703
Less: Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less: Number of Members who abstained from voting	0	0	0	0	0	0
Less: Number of Members who partially exercised their votes	4*	1530985*	0	0	4*	1530985*
No. of Valid Votes Cast	1173*	580330594*	5	124	1178*	580330718*

*4 (Four) Members Holding 4179989 Equity Shares have partially exercised their votes for 2649004 Equity Shares in favour and have not exercised their votes for 1530985 Equity Shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	1158	576846189	5	124	1163	576846313	99.3996
Against	15	3484405	0	0	15	3484405	0.6004
Total	1173	580330594	5	124	1178	580330718	100.00

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3. To appoint a Director in place of Mr. Hari S. Bhartia (DIN: 00010499) who retires by rotation and, being eligible, offers himself for re-appointment. (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	1180	591281599	4	107	1184	591281706
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members who abstained from voting	0	0	0	0	0	0
Less:	Number of Members who partially exercised their votes	19*	10951015*	0	0	19*	10951015*
	No. of Valid Votes Cast	1180*	580330584*	4	107	1184*	580330691*

*a. 3 (Three) Members Holding 1271052 Equity Shares have partially exercised their Votes for 1093699 Equity Shares in Favour and Votes for 20576 Equity Shares in against and have not exercised their votes for 156777 Equity Shares.

b. 7 (Seven) members holding 6511093 Equity Shares voted twice. Firstly, these members partially exercised their votes for 6161967 Equity Shares in favour and have not exercised their votes for 349126 Equity Shares. Thereafter, these members exercised their votes for 349126 Equity Shares in against. Accordingly, these members and their votes have been counted twice.

c. 1 (One) Member Holding 2908937 Equity Shares has partially exercised its votes for 40580 Equity Shares in favour and votes for 1494149 Equity Shares in against and have not exercised their vote for 1374208 Equity Shares. Accordingly, this member and its votes has been counted twice.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	1014	563622758	4	107	1018	563622865	97.1210
Against	166	16707826	0	0	166	16707826	2.8790
Total	1180	580330584	4	107	1184	580330691	100.00

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4. To approve payment of Commission to Non-Executive Directors of the Company.
(Ordinary Resolution):

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
Number of Members & Shares held by them	1176	572118171	5	124	1181	572118295
Less: Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less: Number of Members who abstained from voting	0	0	0	0	0	0
Less: Number of Members who partially exercised their votes	17*	9468189*	0	0	17*	9468189*
No. of Valid Votes Cast	1176*	562649982*	5	124	1181*	562650106*

*a. 3 (Three) Members holding 1271052 Equity Shares have partially exercised their Votes for 1114275 Equity Shares in against and have not exercised their votes for 156777 Equity Shares.

b. 6 (Six) members holding 5028267 Equity Shares voted twice. Firstly, these members partially exercised their votes for 1179043 Equity Shares in favour and not exercised vote for 3849224 Equity Shares. Thereafter, these members exercised their votes for 3849224 Equity Shares in against. Accordingly, these members and their votes have been counted twice.

c. 1 (One) Member holding 2908937 Equity Shares has partially exercised its votes for 462026 Equity Shares in favour and votes for 1072703 Equity Shares in against and has not exercised its vote for 1374208 Equity Shares. Accordingly, this member and its votes has been counted twice.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	708	428894927	5	124	713	428895051	76.2277
Against	468	133755055	0	0	468	133755055	23.7723
Total	1176	562649982	5	124	1181	562650106	100.00

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5. To authorise creation of security/charge over the assets/ undertakings of the Company.
(Special Resolution):

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
Number of Members & Shares held by them	1174	567520727	5	124	1179	567520851
Less: Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less: Number of Members who abstained from voting	0	0	0	0	0	0
Less: Number of Members who partially exercised their votes	14*	4127542*	0	0	14*	4127542*
No. of Valid Votes Cast	1174*	563393185*	5	124	1179*	563393309*

*a. 4 (Four) Members Holding 4179989 Equity Shares have partially exercised their Votes for 2649004 Equity Shares in Favour and not exercised their votes for 1530985 Equity Shares.

b. 5 (Five) members holding 2596557 Equity Shares voted twice. Firstly, these members have partially exercised their votes for 440416 Equity Shares in favour and not exercised votes for 2156141 Equity Shares. Thereafter, these members exercised their votes for 2156141 Equity Shares in against. Accordingly, these members and their votes have been counted twice.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	1091	554703639	5	124	1096	554703763	98.4576
Against	83	8689546	0	0	83	8689546	1.5424
Total	1174	563393185	5	124	1179	563393309	100.00

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2. The Chairman or any other person authorised by him may accordingly declare the result thereof.
3. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking you,
Yours faithfully,

Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 5715/2024

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Rupesh Agarwal
Managing Partner
Membership No: A16302
CP No.: 5673
UDIN: A016302F001077263

Place: Delhi
Date: August 29, 2024

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Counter-signed by _____
(Chairman or any other person Authorised
by the Chairman of the Company)