



**Ref: SECT: STOC: 45 - 16**

22<sup>nd</sup> July, 2016

To  
The Secretary,  
**The Stock Exchange, Mumbai**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

To  
The Manager,  
**Listing Department,**  
**National Stock Exchange of India Limited,**  
Exchange Plaza, C-1,  
G Block, Bandra - Kurla Complex,  
Bandra (East), Mumbai - 400 051

Dear Sir / Madam,

**Sub: Intimation of Publication of Notice of Annual General Meeting**

**Ref: Stock Code: 519552 / HERITGFOOD**

Please find enclosed a copy each of the Notice published on 22<sup>nd</sup> July, 2016 intimating about Notice for 24<sup>th</sup> Annual General Meeting, Book Closure & Remote E-voting Information to Members pursuant to the applicable Regulations in the 'Financial Express' English Newspaper and 'Vishalandhra' Telugu News Paper.

Kindly take the above information on record and acknowledge receipt.

Thanking you,

Yours Faithfully,

**For HERITAGE FOODS LIMITED**

  
**UMAKANTA BARIK**  
Company Secretary  
M. No: FCS-6317



Encl: a/a



**HERITAGE FOODS LIMITED**  
(Formerly known as M/s. Heritage Foods (India) Limited)  
CIN : L15209TG1992PLC014332  
AN ISO: 22000 CERTIFIED COMPANY





## HERITAGE FOODS LIMITED

(FORMERLY KNOWN AS HERITAGE FOODS (INDIA) LIMITED)  
(AN ISO 22000 COMPANY) CIN: L15209TG1992PLC014332

Regd. Office: # 6-3-541/C, Panjagutta, Hyderabad-500082, Telangana Tel:+91-40-23391221/2, Fax:+91-40-30685458  
E-mail: hfl@heritagefoods.in Visit us at: www.heritagefoods.in

### NOTICE FOR 24TH ANNUAL GENERAL MEETING, BOOK CLOSURE & REMOTE E-VOTING INFORMATION TO MEMBERS

**NOTICE** is hereby given that the **24th Annual General Meeting (AGM)** of the Company will be held on **Friday, the 19th August, 2016 at 10.30 a.m at Auditorium Hall, 2nd Floor, Training Block, National Institute for Micro, Small and Medium Enterprises (formerly NISIET), Yousufguda, Hyderabad -500 045, Telangana.** The Notice of the Meeting setting out the Ordinary and Special business to be transacted thereat and the Explanatory Statement attached thereto together with the Audited Standalone and Consolidated Financial Statements, Report of the Board of Directors and the Auditor's Report, etc for the financial year ended March 31, 2016 were sent to the Members at their registered addresses on 20th July, 2016 ("Date of Completion of Dispatch").

**NOTICE** is hereby further given that pursuant to Section 101 and 136 of the Act read with Rule 18 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Annual Report of the Company, including Notice convening the 24th Annual General Meeting ('said Notice'), Board's Report including Management Discussion and Analysis, Corporate Governance Report, Independent Auditors' Report and Audited Financial Statements (Standalone & Consolidated) including Balance sheet as at 31st March, 2016 and Statement of Profit and Loss etc., for the financial year ended 31st March, 2016 had sent on 20th July, 2016 through electronic mode to all the members whose email IDs were registered with the Company / Depository Participants.

**NOTICE** is hereby further given that pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that the Register of Members and Share Transfer Books of the Company will remain closed from **Thursday 11th August, 2016 to Friday 19th August, 2016 (both days inclusive)** for the purpose of the 24th AGM and payment of Dividend.

The Dividend of Rs. 3/- per share (30%) recommended by the Board, and if approved by the Members at the ensuing AGM, will be paid on 26th August, 2016 to the members whose names appear on the Register of Members as on the record date.

**NOTICE** is hereby further given that Sri. Rajesh Thakur Ahuja (DIN: 00371406), who was appointed on 23rd March, 2016 as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 & Rules made thereof and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director of the Company at the aforesaid Annual General Meeting of the Company.

Smt. Savita Jyoti, a Practicing Company Secretary, (C.P. No. 1796) Secunderabad has been appointed as Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner. The Scrutinizer shall after the conclusion of voting at the meeting, will count the votes cast at the Meeting and unblock the votes cast through remote e-voting in the presence of at least two witnesses, not in the employment of the Company and shall make, not later than forty-eight hours of the conclusion of the Annual General Meeting, a consolidated Scrutinizer's Report to be submit to the Chairperson or a person authorized by him in writing, who shall counter sign the same and declare the result. The results declared shall be placed on the website of the Company i.e. www.heritagefoods.in and on the website of Karvy Computershare Private Limited simultaneously be forwarded to the BSE Limited & National Stock Exchange of India Limited, Mumbai.

A copy of the Annual Report is available on the Company's website www.heritagefoods.in and also available on the website of Karvy Computershare Private Limited i.e. <https://evoting.karvy.com>. However, in case a Member wishes to receive a physical copy of the said documents, he/she may send an e-mail to [evoting@karvy.com](mailto:evoting@karvy.com) or to Mr. P A Varghese, Contact No. 040-33215424, duly quoting his/her DP ID and Client ID or Folio No., as the case may be, to enable the Company to comply with the request. The relevant documents will also be available for inspection at the Registered Office of the Company during working hours on all days except Saturdays, Sundays, and Public Holidays up to the date of 24th Annual General Meeting.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Amendment Rules, 2014 amended from time to time, the Company is pleased to offer remote e-voting facility, which will enable the Members to cast their votes electronically on all Resolutions set forth in the said Notice. The remote e-voting period commences on **Tuesday, 16th August, 2016 (9 a.m. IST)** and ends on **Thursday, 18th August, 2016 (5.00 p.m. IST)**. The cut-off date for determining the eligibility of Members for remote e-voting and poll is **Friday, 12th August, 2016**. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting as well as voting through polling paper / electronic mode in the Annual General Meeting (AGM). Remote e-voting shall not be allowed beyond 5 p.m. IST on Thursday, 18th August, 2016.

Voting through polling paper/electronic mode shall also be made available to those Members who attends the AGM and have not already cast their vote by remote e-voting.

Any person who becomes a member of the Company after dispatch of the Notice of AGM and holding shares as on the cut-off date i.e., Friday, 12th August, 2016 may obtain the User ID and Password in the manner mentioned below:

- If the mobile number of the member is registered against Folio No. /DP ID Client ID, the member may send SMS: MYEPWD <space>E-voting Event Number + Folio No. or DP ID Client ID to 9212993399 to receive the password through SMS.  
Example for NSDL: MYEPWD <SPACE>IN12345678  
Example for CDSL: MYEPWD<SPACE>1402345612345678  
Example for Physical: MYEPWD<SPACE>XXXX1234567890
- If e-mail address or mobile number of the member is registered against Folio No. /DP Client ID, then on the home page of <https://evoting.karvy.com>, the member may click "Forgot Password" and enter Folio No or DP ID, Client ID and PAN to generate a Password.
- Member may call Karvy's toll free number 1-800-3454-001

The Members who have already cast their vote by remote e-voting prior to the meeting can attend the Meeting but shall not be entitled to cast their vote again at the AGM.

In case of any queries on remote e-voting, please send an email to Karvy Computershare Private Limited at [evoting@karvy.com](mailto:evoting@karvy.com) quoting your Folio Number/ DP ID & Client ID. Given below are the details of the person responsible to address the grievances connected with facility for remote e-voting.

M R V Subrahmaniam, General Manager, Karvy Computershare Private Limited, UNIT: Heritage Foods Limited, Karvy Selenium Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Hyderabad - 500 032, Tel: 040 6716 2222, Fax: 040 2300 1153

The Shareholders are also requested to update / register their e-mail Ids with the Company in the form sent to them along with Notice of AGM.

For HERITAGE FOODS LIMITED

By order of the Board of Directors

Sd/-

**Umakanta Barik**

Company Secretary  
M. No: FCS - 6317

Place : Hyderabad  
Date : 21.07.2016

**UMAKANTA BARIK**  
Company Secretary  
M.No: FCS 6317

**Note:** A member entitled to attend and vote at the meeting is entitled to appoint Proxy/Proxies to attend and vote instead of himself and the proxy or proxies so appointed need not be a member(s), as the case may be, of the Company. A person shall not act as Proxy for more than 50 members and holding in aggregate not more than ten percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent of the total voting share capital of the Company provided that such person shall not act as a Proxy for any other person or shareholder. The instrument appointing the Proxy and the power of attorney or other authority, if any, under which it is signed or a notarized certified copy of the power of attorney or other authority shall be deposited at the registered office of the Company or at the Company's Share Transfer Agents viz. Karvy Computershare Private Limited, Karvy Selenium, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanankramguda, Hyderabad-500032, Telangana at least 48 hours before the commencement of the meeting.

Please note that duplicate Attendance Slip will not be issued.

