



25
YEARS
OF HERITAGE

Ref: SECT: STOC: 57 - 17

26th September, 2017

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 Results of Postal Ballot - reg

Ref: Stock Code: 519552 / HERITGFOOD

This has reference to our letter dated August 10, 2017 enclosing the postal ballot notice along with the explanatory statement seeking the consent of the members by way of ordinary resolution vide postal ballot / electronic voting with respect to the following items of business:

1. Sub-division of equity shares of the Company.
2. Amendment of Memorandum of Association of the Company.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Resolutions 1 & 2 as mentioned above have been passed by the members of the company with requisite majority.


Please find enclosed the voting results and scrutinizer's report. The same will also be made available on the Company's website at www.heritagefoods.in

Kindly take note of the same on record.

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



Company Name	HERITAGE FOODS LIMITED
Date of the AGM/EGM/Postal Ballot Result	26 th September, 2017
Total number of shareholders on record date	20378
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution required: (Ordinary/ Special)	ORDINARY - Sub-division of equity shares of the Company							
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	9256396	9256396	100.0000	9256396	0	100.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	3297284	1429192	43.3445	1429192	0	100.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	10645320	3581776	33.6465	3581717	59	99.9984	0.0016
	Postal Ballot		9999	0.0939	9899	100	98.9999	1.0001
	Total	23199000	14277363	61.5430	14277204	159	99.9989	0.0011

Resolution required: (Ordinary/ Special)	ORDINARY - Amendment of Memorandum of Association of the Company							
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	9256396	9256396	100.0000	9256396	0	100.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	3297284	1429192	43.3445	1429192	0	100.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	10645320	3581776	33.6465	3581723	53	99.9986	0.0014
	Postal Ballot		9597	0.0902	9297	300	96.8741	3.1259
	Total	23199000	14276961	61.5413	14276608	353	99.9975	0.0025

SAVITA JYOTI ASSOCIATES

COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

SCRUTINIZER'S REPORT

[Pursuant to section 110 of the Companies Act, 2013 and rule 22 read with rule 20 of the Companies (Management and Administration) Amendment Rules, 2014]

To
The Chairman
Heritage Foods Limited
#6-3-541/C, Panjagutta,
Hyderabad-500082, Telangana
CIN: L15209TG1992PLC014332

Dear Sir,

Sub: Passing of resolutions through Postal Ballot.

Pursuant to the resolution passed by the Board of Directors of M/s. Heritage Foods Limited (Herein after called HFL) on 10th August 2017, we have been appointed as scrutinizer to receive process and scrutinize the postal ballot papers (both Physical & Remote e-Voting) in respect of the Ordinary resolutions as circulated in the postal ballot notice dated 10th August 2017.

The Company had made arrangements with the system provider, Karvy Computershare Private Limited, Hyderabad to provide platform for recording votes of shareholders electronically through Remote e-voting. Karvy Computershare Private Limited has set up the Remote e-voting facility on the Karvy e-voting website: <http://evoting.karvy.com>

We report that the postal ballot notice dated 10th August 2017, under section 110 of the Companies Act, 2013 read with the relevant rules dispatched to shareholders in physical form by Courier along with self-addressed prepaid business reply envelope on 24th August 2017 for the following resolutions.

S.No	Description of Ordinary Resolutions
1	Sub-division of equity shares of the Company
2	Amendment of Memorandum of Association of the Company

In addition to the above, postal ballot notices were also sent on 24th August 2017, via electronic mode by RTA to all shareholders at their e-mail addresses registered with the Depository participants as per the data downloaded from the CDSL and NSDL as on 18th August 2017 (cut off date).

we report that, we have received the postal ballot forms from the shareholders during the period starting from 24th August 2017 to 23rd September 2017 up to 5:00 PM. All the postal ballot forms together with all votes cast by Remote e-voting through Karvy Computershare Private Limited received up to 23rd September 2017 being the last date fixed by the Company for receipt of the ballot forms/e-voting were considered for our scrutiny.

On scrutiny, we report that 92 shareholders exercised their vote through e-voting and 38 shareholders exercised their votes through postal ballot forms in physical mode in Resolution 1 and 2.

A. J.



SAVITA JYOTI ASSOCIATES

COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

The details of the Voting are as under:

1) Result of Postal Ballot Sub-division of equity shares of the Company:

Details of Resolution	Ordinary Resolution for Sub-division of equity shares of the Company
Resolution Required	Ordinary Resolution
Mode of Voting	Physical/E-Voting
Date of Postal Ballot Notice	10 th August 2017
Cut-off date for reckoning voting rights	18 th August 2017
Date of dispatch of Notice	24 th August 2017
Total no. of Shareholders on cut-off date	20378

(i) Voted in **favour** of the resolution:

No. of members		No. of votes cast in favor of Resolution	% of total no. of valid votes cast
a) Voted by physical ballot	34	9899	0.070
b) Voted by Electronic mode	89	14267305	99.93
Total	123	14277204	100

(ii) Voted in **against** of the resolution:

No. of members		No. of votes cast in against of Resolution	% of total no. of valid votes cast
a) Voted by physical ballot	1	100	0
b) Voted by Electronic mode	3	59	0
Total	4	159	0

(iii) **Invalid & Abstain** votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
3	401



SAVITA JYOTI ASSOCIATES

COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

2) Result of Postal Ballot for Amendment of Memorandum of Association of the Company:

Details of Resolution	Ordinary Resolution for Amendment of Memorandum of Association of the Company
Resolution Required	Ordinary Resolution
Mode of Voting	Physical/E-Voting
Date of Postal Ballot Notice	10 th August 2017
Cut-off date for reckoning voting rights	18 th August 2017
Date of dispatch of Notice	24 th August 2017
Total no. of Shareholders on cut-off date	20378

(i) Voted in **favour** of the resolution:

No. of members		No. of votes cast in favor of Resolution	% of total no. of valid votes cast
c) Voted by physical ballot	30	9297	0.07
d) Voted by Electronic mode	88	14267311	99.93
Total	118	14276608	100

(ii) Voted in **against** of the resolution:

No. of members		No. of votes cast in against of Resolution	% of total no. of valid votes cast
c) Voted by physical ballot	2	300	0
d) Voted by Electronic mode	4	53	0
Total	6	353	0

(iii) **Invalid & Abstain** votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
6	803

The register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballots (physical) will remain in our custody until the Chairman considers, approves and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you

For SAVITA JYOTI ASSOCIATES
Practicing Company Secretaries

Savita Jyoti

C.S. SAVITA JYOTI
Scrutinizer
CP No- 1796
M No- FCS 3738

Place: Hyderabad
Date: 26-09-2017

