



25  
YEARS  
OF HERITAGE

**Ref: SECT: STOC: 72 – 17**

09<sup>th</sup> November, 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: Outcome of the Board Meeting – reg:-**

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

In Continuation of our letter dated 18<sup>th</sup> October, 2017 the Board of Directors of the Company at their meeting held on 09<sup>th</sup> November, 2017 taken on record/approved the following:

1. Un-Audited Financial Results for the Quarter/Half Year ended 30<sup>th</sup> September, 2017, as reviewed and recommended by the Audit Committee.
2. Limited Review Report of the Statutory Auditors of the Company on the Un-Audited Financial Results (Standalone & Consolidated) for the Quarter/Half Year ended 30<sup>th</sup> September, 2017.
3. To acquire the entire (100%) Equity Share Capital of M/s VAMAN MILK FOODS PVT LTD, CIN:U15203PB2015PTC039374 having its registered office at #609, Sector – 91, Mohali-160071, Punjab, India from its Shareholders. Details pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 regarding the purchase is attached in Annexure-1.

The meeting of the Board of Directors commenced at 03:30 PM (IST) and concluded at 06.25 PM (IST)

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**



**Annexure-1**

Details purchase of assets pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 are as follows:

Sl No	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.	M/s. Vaman Milk Foods Pvt. Ltd is a Company incorporated on 10 <sup>th</sup> April, 2015 and having its registered office at #609, Sector – 91, Mohali-160071, Punjab, India with an annual turnover of Rs.1,296.16 Lakhs as on 31 <sup>st</sup> March, 2017.
2	Whether the transaction would fall within related party transactions and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	It's not a related party transaction. Transaction is on an arm's length basis
3	Industry to which the entity being acquired belongs	M/s. Vaman Milk Foods Pvt. Ltd is engaged in the business of Processing and Packing of Milk and Milk Products.
4	Objects and effects of acquisition	The objective of the transaction is, to expand the dairy business to meet future market growth.
5	Brief details of any governmental or regulatory approvals required for the transaction.	No regulatory approvals are required for the acquisition.
6	Indicative time period for completion of the transaction;	It is estimated to take around 30 days.
7	Nature of consideration - whether cash consideration or share swap and details of the same	Consideration will be paid in cash
8	Cost of acquisition or the price at which the shares are acquired (if any);	The Company will acquire the entire shares of M/s. Vaman Milk Foods Pvt Ltd from its shareholders and the consideration will be paid in cash.



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Sl No	Particulars	Details						
9	Percentage of shareholding / control acquired and / or number of shares acquired (if any);	Company will acquire the entire 100% shareholding of M/s. Vaman Milk Foods Pvt Ltd						
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>The company is purchasing the entire Equity Shares M/s. VAMAN MILK FOODS PVT LTD, CIN:U15203PB2015PTC039374 incorporated on 10<sup>th</sup> April, 2015, having its registered office at #609, Sector – 91, Mohali-160071, Punjab, India with an annual turnover of Rs.1.296.16 Lakhs as on 31<sup>st</sup> March, 2017</p> <p>The last three Financial year turnover of M/s VAMAN MILK FOODS PVT LTD, is as follows:</p> <p style="text-align: center;"><b>Rs in Lakhs</b></p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th>FY17</th> <th>FY16</th> <th>FY15</th> </tr> </thead> <tbody> <tr> <td>1,296.16</td> <td>453.47</td> <td>-</td> </tr> </tbody> </table>	FY17	FY16	FY15	1,296.16	453.47	-
FY17	FY16	FY15						
1,296.16	453.47	-						

For HERITAGE FOODS LTD

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



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