



25
YEARS
OF HERITAGE

Ref: SECT: STOC: 71-20

August 28, 2020

To

The Secretary
BSE Limited
Phiroze.Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra Kurla Complex,
Bandra (East), Mumbai-400 051

Scrip Code: 519552

Scrip Code: HERITGFOOD

Sub: Proceedings of 28th Annual General Meeting held on Friday, August 28, 2020

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/ Madam,

Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the details regarding the proceedings of the 28th Annual General Meeting ("AGM") of the Company (enclosed herewith as Annexure) held on Friday, August 28, 2020 at 10.30 a.m. and concluded at 12.20 p.m. through Video Conferencing (VC) / Other Audio Video Means (OAVM) at the registered office of the Company.

This is for your information and records

Yours Faithfully

For Heritage Foods Limited


Umakanta Barik
Company Secretary & Compliance Officer
M. No.: FCS-6317

Encl: as above



HERITAGE FOODS LIMITED

CIN : L15209TG1992PLC014332

AN ISO: 22000 CERTIFIED COMPANY

Regd. Off: # 6-3-541/C, Panjagutta, Hyderabad - 500 082. Telangana, INDIA. Tel.: +91-40-23391221, 23391222, Fax: 23326789, 23318090

Email: hfl@heritagefoods.in, Website : www.heritagefoods.in





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Annexure

Proceedings of 28th Annual General Meeting

The 28th Annual General Meeting (AGM) of the Members of Heritage Foods Limited was held on Friday, August 28, 2020 at 10.30 am through Video Conferencing ("VC") / Other Audio Video Means ("OAVM") and concluded at 12.20 pm.

TOTAL NUMBER OF SHAREHOLDERS AS ON RECORD DATE: 24038

MEMBERS PRESENT THROUGH VIDEO CONFERENCING: 59

- Smt N. Bhuvanewari, Vice- Chairperson & Managing Director of the Company, occupied the Chair and on being satisfied that sufficient quorum was present at the meeting, ordered for commencement of the proceedings.
- The Chairperson welcomed the members and their representatives present and introduced the Directors, Statutory Auditor, Secretarial Auditor, President of the Company, Chief Financial Officer and Company Secretary present at the meeting.
- The Chairperson informed the Members that the Meeting was held through VC/ OAVM in compliance with the Ministry of Corporate Affairs Circular No.20/2020 dated May 05,2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No.17/2020 dated April 13, 2020 (hereinafter referred to as "MCA Circulars"), Government of India, and Securities and Exchange Board of India.
- With the permission of the members, the Chairperson took the Notice of the 28th Annual General Meeting as read.
- With the permission of the members, the Chairperson took the Directors' Report along with Annexures and the Financial Statements for the year ended March 31, 2020 along with the Statutory Auditors' Report and Secretarial Auditors Report as read, as the report of Statutory Auditors and the Secretarial Auditors were unqualified and without any adverse observations or comments in their respective reports.
- The Chairperson thereafter, addressed the Members on the Business and Economic environment and explained about the performance of the Company during the Financial Year ended March 31, 2020.
- The Chairperson covered the items of Ordinary Business before the Meeting, as listed under Item Nos. 1 to 3 below and gave the opportunity to the Members, who registered themselves as Speaker shareholders to ask questions or seek clarifications on the Annual Report of the Company.
- The Speaker-shareholders asked certain questions regarding operations of the Company, future plans, etc. and thereafter the Chairperson responded to the queries raised by the Members. All questions/clarifications of Members have been satisfactorily addressed.

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- The Chairperson informed the Members that Smt. Savita Jyoti, Practicing Company Secretary (CP No.: 1796), was appointed by the Board of Directors as the Scrutinizer for conducting the AGM voting process in a fair and transparent manner
- The Chairperson further informed the Members that pursuant to the provisions of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting through the e-voting portal of Kfin Technologies Fintech Private Limited (formerly known as Kfintech Private Limited) from Tuesday, August 25, 2020 at 9.00 am to Thursday, August 27, 2020 at 5.00 pm., and the said facility was also operational at the Meeting till all the resolutions proposed in the Notice were considered and voted upon by the members who were attending the Meeting and have not already cast their vote(s) through remote e-voting.
- After Scrutiny of votes polled through e-voting at Annual General Meeting, Smt. Savita Jyoti, Scrutinizer has submitted her report to the Chairperson.
- The scrutinizers report was received and accordingly, the Chairperson has declared that all the following resolutions as set out in the Notice of 28th Annual General Meeting were passed with requisite majority:

Sl No	Resolutions	Details
	Ordinary Business:	
(1)	To receive, consider and adopt: a. The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020, the Reports of the Board of Directors and Auditor's thereon; and b. The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the Auditors' report thereon.	Passed with requisite majority
(2)	To declare a dividend at the rate of (50%) i.e. Rs.2.50/- per equity share of face value of Rs.5/- each for the financial year ended on March 31, 2020.	Passed with requisite majority
(3)	To appoint a Director in place of Dr. V Nagaraja Naidu (DIN: 00003730) who retires by rotation and being eligible, offers himself for re-appointment.	Passed with requisite majority

All the Resolutions as per the Notice of 28th AGM were passed by the Members with requisite majority through remote e-voting and voting by ballot and are deemed to be passed on the date of the 28th AGM i.e. August 28, 2020

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The poll results will be notified to the Stock Exchanges in the format specified under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the details of the said results will also be available on the Company's website.

Notes:

- (i) The Company will further separately intimate the results of e-voting to the stock exchanges.
- (ii) This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.
- (iii) The dividend declared at the Meeting will be credited to the members on Friday, September 4, 2020, whose names appear on the Company's Register of Members as on the Record Date and physical warrants shall be dispatched upon normalisation of postal services.

Thanking You

For Heritage Foods Limited

Umakanta Barik
Company Secretary & Compliance Officer
M. No.: FCS-6317



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