



**Ref: SECT: STOC: 104-21**

November 25, 2021

To  
The Secretary  
**BSE Limited**  
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

**Scrip Code: 519552**

**Scrip Code: HERITGFOOD**

**Sub: Intimation of Results of Postal Ballot notice dated October 21, 2021 through remote e-voting and Scrutinizer's Report**

**Ref: Regulation 30, 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir / Madam,

Further to our letter dated, October 21, 2021 & October 25, 2021 and pursuant to Regulation 30, 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Notice of Postal Ballot dated October 21, 2021, we are submitting herewith the voting results of the Postal Ballot conducted through remote e-voting for seeking approval of Members of the Company to approve the following item as circulated in the Postal Ballot notice dated October 21, 2021 together with the Scrutinizer's Report issued by Mrs. Savita Jyoti, Partner of M/s. Savita Jyoti Associates, Practicing Company Secretaries (M No: FCS -3738) (CP No: 1796), the Scrutinizer:

Item No.1- Ordinary Resolution:

To appoint Mr. Muthu Raju Paravasa Raju Vijay Kumar (DIN:05170323) as a Non-Executive Independent Director of the company for a term of 5 (five) consecutive years with effect from November 01, 2021 (i.e. from November 01, 2021 to October 31, 2026)

The Company had conducted the Postal Ballot through remote e-voting ('E-voting') Pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 ("the Act") and Rules 20 and 22 of the Companies (Management and Administration Rules), 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings (SS-2) to the extent applicable read with the General Circular No. 14/ 2020 dated April 8, 2020 and General Circular No. 17/ 2020 dated April 13, 2020, in relation to "Clarification on passing of Ordinary Resolutions by Companies under the Act and the Rules made thereunder on account of the threat posed by COVID -19" and the General Circular No. 22/2020 dated June 15, 2020, General Circular No.33/2020 dated September 28, 2020, General Circular No.39/2020 dated December 31, 2020 and General Circular No.10/2021 dated June 23, 2021 in relation to extension of the framework provided in the aforementioned circulars up to December 31, 2021, issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and any other applicable laws and regulations and any amendments thereto.



**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





The Scrutinizer carried out the scrutiny of the votes polled electronically up to 5:00 p.m. on Wednesday, November 24, 2021 and submitted her report to the Vice Chairperson & Managing Director of the Company on Thursday, November 25, 2021. Based on the scrutinizer Report, Smt. N. Bhuvaneshwari, (DIN: 00003741), Vice Chairperson & Managing Director of the Company, declared the following results of voting for the Resolutions on Thursday, November 25, 2021 at the registered office of the Company.

We are pleased to inform that the Shareholders have approved the aforesaid resolution with requisite majority (99.9996 % in favour of item circulated in the Postal Ballot Notice dated October 21, 2021). The approval is deemed to have been received on the last date of e-voting i.e. on Wednesday, November 24, 2021.

Further the disclosure pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pertaining to the voting result of Postal ballot through remote e- voting is enclosed.

<b>Company Name</b>	HERITAGE FOODS LIMITED
<b>Date of the Postal Ballot Result</b>	November 25, 2021
<b>Total number of shareholders on record date (October 22, 2021)</b>	30,170
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable

**Resolution 1:** To appoint Mr. Muthu Raju Paravasa Raju Vijay Kumar (DIN:05170323) as a Non-Executive Independent Director of the company for a term of 5 (five) consecutive years with effect from November 01, 2021 (i.e. from November 01, 2021 to October 31, 2026)

**Resolution Required:** Ordinary Resolution

**Manner of Voting:-** E-voting

**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	18309063	18171692	99.2497	18171692	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>18309063</b>	<b>18171692</b>	<b>99.2497</b>	<b>18171692</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public-Institutions	E-Voting	8302430	6248583	75.2621	6248583	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>8302430</b>	<b>6248583</b>	<b>75.2621</b>	<b>6248583</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public-Non-Institutions	E-Voting	19786507	6681110	33.7660	6680991	119	99.9982	0.0018
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>	<b>19786507</b>	<b>6681110</b>	<b>33.7660</b>	<b>6680991</b>	<b>119</b>	<b>99.9982</b>	<b>0.0018</b>
<b>Total</b>		<b>46398000</b>	<b>31101385</b>	<b>67.0317</b>	<b>31101266</b>	<b>119</b>	<b>99.9996</b>	<b>0.0004</b>



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The number of votes in favour of the Ordinary Resolution is 99.9996%, thus the Ordinary Resolution is therefore approved by the shareholders with requisite majority.

The above shall also be treated as the proceedings of the Extra Ordinary General Meeting conducted through postal ballot by remote e-voting as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

We are enclosing a copy of scrutinizers report for your reference. The same will also be made available on the Company's website at [www.heritagefoods.in](http://www.heritagefoods.in)

Kindly take the same on record and display the same on the website of your exchange.

Thanks & Regards,

**For HERITAGE FOODS LIMITED**

**UMAKANTA BARIK**

Company Secretary & Compliance Officer

M. No: FCS-6317

Enc: a/a

**About the Company:**

Heritage Foods founded in the year 1992 is one of the fastest growing Private Sector Enterprises in India, with two business divisions viz., Dairy and Renewable Energy under its flagship company Heritage Foods Limited and Cattle feed business through its subsidiary, Heritage Nutrivet Limited (HNL). Presently Heritage's milk and milk products have market presence in Andhra Pradesh, Telangana, Karnataka, Kerala, Tamil Nadu, Maharashtra, Odisha, NCR Delhi, Haryana, Uttar Pradesh and Uttarakhand. It has total renewable energy generation capacity of 10.39 MW from both Solar and Wind for captive consumption of its dairy factories.



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

**SCRUTINIZER'S REPORT**

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies  
(Management and Administration) Rules, 2014 and the MCA Circulars

To  
The Vice-Chairperson & Managing Director  
Heritage Foods Limited  
#6-3-541/C, Panjagutta,  
Hyderabad-500082, Telangana  
CIN: L15209TG1992PLC014332

Dear Sir/Madam,

**Sub: Passing of resolution through Postal Ballot notice dated October 21, 2021.**

Pursuant to the resolution passed by the Board of Directors of M/s. Heritage Foods Limited (Herein after called HFL) on October 21, 2021, we have been appointed as scrutinizer for conducting the postal ballot through remote e-voting process in fair and transparent manner in respect of the Ordinary Resolution as circulated in the postal ballot notice dated October 21, 2021.

The Company had engaged the services of its Registrars and Transfer Agents viz, KFin Technologies Private Limited, Hyderabad to provide platform for recording votes of shareholders electronically through Remote e-voting. KFin Technologies Private Limited has set up the Remote e-voting facility on the KFinTech e-voting website: <https://evoting.kfintech.com/>

S.No	Description of Ordinary Resolution
1	To appoint Mr. Muthu Raju Paravasa Raju Vijay Kumar (DIN: 05170323) as a Non-Executive Independent Director of the company for a period of five consecutive years with effect from 1 <sup>st</sup> November, 2021 (i.e. from 1 <sup>st</sup> November, 2021 to 31 <sup>st</sup> October 2026)

We report that the postal ballot notice dated October 21, 2021 together with the explanatory statement, under section 110 of the Companies Act, 2013 read with the relevant rules, were sent on 25<sup>th</sup> October 2021, via electronic mode 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 October 22, 2021 (cutoff date) pursuant to the circulars and notification issued by the Ministry of Corporate Affairs, Government of India (the 'MCA') and SEBI Listing Regulations.

In compliance with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to dispatch of Postal Ballot notice and details of the Special Business item set out, through Postal Ballot by remote electronic voting ('e-voting') process was published, in "Financial Express (all India editions)", English Newspaper, and in "Andhra Prabha (Hyderabad edition)", Telugu Newspaper, on October 26, 2021 and the result will be published in one English national daily newspaper circulating throughout India (in English language) and one Telugu daily newspaper circulating in Hyderabad (in vernacular language, i.e. Telugu).

The voting period for remote e-voting were commenced on October 26, 2021 at 09:00 a.m. India Standard Time ('IST') to November 24, 2021 at 05:00 p.m. (IST) both days inclusive. All votes cast by Remote e-voting through KFin Technologies Private Limited were received up to 24<sup>th</sup> November 2021 being the last date fixed by the Company and the platform was blocked thereafter.

On scrutiny, we report that 195 shareholders exercised their vote through e-voting for in Ordinary Resolution 1.

**The details of the Voting are as under:**

- 1) **Result of Postal Ballot to appoint Mr. Muthu Raju Paravasa Raju Vijay Kumar (DIN: 05170323) as a Non-Executive Independent Director of the company - Ordinary Resolution:**

<b>Details of Resolution</b>	<b>To appoint Mr. Muthu Raju Paravasa Raju Vijay Kumar (DIN: 05170323) as a Non-Executive Independent Director of the company for a period of five consecutive years with effect from 1<sup>st</sup> November, 2021 (i.e. from 1<sup>st</sup> November, 2021 to 31<sup>st</sup> October 2026)</b>
Resolution Required	Ordinary Resolution
Mode of Voting	E-Voting
Date of Postal Ballot Notice	21 <sup>st</sup> October 2021
Cut-off date for reckoning voting rights	22 <sup>nd</sup> October 2021
Date of dispatch of Notice through email	25 <sup>th</sup> October 2021
Total no. of Shareholders on cut-off date	30170

- (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
177	3,11,01,266	99.9996

- (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
13	119	0.0004

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

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
5	8,28,863

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

As the number of votes cast in favour of the Resolution exceed the votes cast against the resolution, I report that the Ordinary Resolution as set forth in the Postal Ballot Notice dated October 21, 2021 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date specified for e-voting, i.e. November 24, 2021.

The result of the Postal Ballot will be displayed on the Company's website [www.heritagefoods.in](http://www.heritagefoods.in) as also that of the Service Provider KFIN at <https://evoting.karvy.com>. The results will also be communicated to BSE Limited and the National Stock Exchange of India Limited, being stock exchanges where the shares of the Company are listed.

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

Thanking you

**For SAVITA JYOTI ASSOCIATES**  
*Practicing Company Secretaries*



**C.S. SAVITA JYOTI**

**Scrutinizer**

CP No- 1796;

M No- FCS 3738

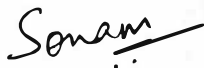
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**SAVITA JYOTI, FCS 3738**  
**Practicing Company Secretary**  
**Certificate of Practice No. 1796**

Place: Hyderabad

Date: 25-11-2021

Witness 1:



Witness 2:

