



Ref: SECT: STOC: 92-25

July 31, 2025

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 33rd Annual General Meeting held on Thursday, July 31, 2025

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

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the proceedings of the 33rd Annual General Meeting ("AGM") of the Company (enclosed herewith as Annexure) held on Thursday, July 31, 2025 at 10.00 a.m. and concluded at 11:50 a.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 : H.No. 8-2-293/82/A/1286 , Plot No. 1286, Road No. 1 & 65, Jubilee Hills, Hyderabad - 500033, Telangana, INDIA.

Tel. : +91-40-23391221, 23391222, Fax: 23326789, 23318090 Email : hfl@heritagefoods.in, Website : www.heritagefoods.in





Annexure

Proceedings of 33rd Annual General Meeting

The 33rd Annual General Meeting (AGM) of the Members of Heritage Foods Limited was held on Thursday, July 31, 2025 at 10.00 am through Video Conferencing ("VC") / Other Audio Video Means ("OAVM") and concluded at 11:50 am

Members Present through Video Conferencing: 83

Directors Present at the venue

(i.e. Registered Office of the Company at H. No. 8-2-293/82/A/1286, Plot No. 1286, Road No. 1 & 65, Jubilee Hills, Hyderabad-500033)

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S. No	Name	Designation
1	Sri. A V Girija Kumar	Chairperson, Non-Executive Independent Director
2	Smt. N. Bhuvaneswari	Vice Chairperson & Managing Director
3	Smt. N. Brahmani	Executive Director
4	Dr. M. Sambasiva Rao	Whole-Time Director

Directors Present through Video Conferencing:

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S. No	Name	Designation	Location
1	Sri. Rajesh Thakur Ahuja	Non-Executive Independent Director	Guwahati
2	Smt. Aparna Surabhi	Non-Executive Independent Woman Director	Hyderabad
3	Sri. M P Vijay Kumar	Non-Executive Independent Director	Chennai

KMP Present at the Meeting Venue- Registered Office of the company at Registered Office of the Company at H.No. 8-2-293/82/A/1286, Plot No. 1286, Road No. 1 & 65, Jubilee Hills, Hyderabad-500033:

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Sl.No	Name	Designation
1	Sri. Srideep N Kesavan	Chief Executive Officer
2	Sri A. Prabhakara Naidu	Chief Financial Officer
3	Sri. Umakanta Barik	Company Secretary & Compliance Officer

Auditors' Present through Video Conferencing:

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S.No	Name	Designation	Location
1	Sri. Sumesh E	Statutory Auditor	Chennai
2	Smt. Khusboo Laxmi Bhagat	Scrutinizer	Hyderabad

- Sri Umakanta Barik, Company Secretary & Compliance Officer of the company welcomed all the members to the 33rd Annual General Meeting of the company and confirmed that the convening of the virtual Annual General Meeting was in compliance



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with the circulars issued by the Ministry of Corporate Affairs (MCA), Government of India and the Securities and Exchange Board of India (SEBI) and rules made there under. He informed the members that the registered office of the Company shall be deemed as the venue for this 33rd AGM and the proceedings of this AGM shall be deemed to be convened thereat. He further informed the members that the company has appointed National Securities Depository Limited (NSDL) to conduct the voting by way of remote e-voting and e-voting during the AGM.

- Sri A. V. Girija Kumar, Chairperson and Non-Executive Independent Director of the Company, presided over the meeting, welcomed the members and conducted the proceedings.
- The Company had taken all the requisite steps to enable Members to participate and vote on the items of businesses considered at the 33rd AGM.
- Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable. Further, the Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection in electronic mode.
- As the requisite quorum was present, the Chairperson called the meeting to order. The Chairperson welcomed all the Directors and confirmed the presence of the respective Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee, and Risk Management Committee at the AGM.
- The Chairperson requested the Directors and Key Executives of the Company attending the meeting to introduce themselves from their respective location.
- The Chairperson acknowledged the presence of Sri. Sumesh E, Partner from M/s. Walker Chandiok & Co LLP, Chartered Accountants, Statutory Auditor of the Company and Smt. Khusboo Laxmi Bhagat from M/s. KLB & Associates, Practicing Company Secretaries, who is acting as Scrutinizer for the voting in the Meeting to verify and validate the voting results.
- With the permission of the members, the Chairperson took the Notice of the 33rd Annual General Meeting, the Boards' Report along with Annexures and the Financial Statements for the year ended March 31, 2025 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.



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- The Chairperson outlined a comprehensive roadmap for growth, emphasizing the Company's unwavering commitment to executing a strategy sharply focused on strengthening its core businesses, accelerating innovation, and unlocking efficiencies while concurrently exploring new opportunities. He further emphasized the company's dedication to robust Corporate Governance, comprehensive Environmental, Social, and Governance (ESG) practices, and a proactive Enterprise Risk Management (ERM) framework. These, he noted, are fundamental to our long-term success, resilience, and ability to create sustainable value for all our stakeholders.
- Smt. N Brahmani, Executive Director of the Company explained the business performance and growth of the Company during FY 2024-25. She also explained about the business performance and growth of the Wholly Owned Subsidiary Company (i.e. Heritage Nutrivet Limited) and Subsidiary Company (i.e. Heritage Novandie Foods Private Limited).
- The Chairperson thereafter gave the opportunity to the Members to ask questions or seek clarifications on the Business performance and the Annual Report of the Company.
- The Members asked certain questions regarding operations of the Company, future plans, etc. and thereafter the Executive Director, Whole-Tome Director, CFO and CEO of the company responded to the queries raised by the Members.
- The Chairperson thanked the Members for their continuous support and for attending and participating in the Meeting.
- The Executive Director of the Company extended vote of thanks to the Chairperson and all the Members.
- Thereafter it was informed to the members that those who have not exercised their vote at the Remote E-Voting which was opened from 9:00 AM on Monday, July 28, 2025 to 5:00 PM on Wednesday, July 30, 2025 can exercise their vote after this meeting for another 15 minutes.

It was informed to the Members that the Combined results of the remote e-voting and e-voting (Insta-poll) shall be placed at the Company's website i.e www.heritagefoods.in as well as websites of the stock exchanges where the shares of the company are listed and also would be uploaded on the website of NSDL by the end of the day.



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The Following items were discussed at the 33rd AGM of the Company:

Sl No	Resolutions	Resolution Type
Ordinary Business		
(1)	To receive, consider and adopt: The Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, the Reports of the Board of Directors and Auditor's thereon;	Ordinary
(2)	To declare final dividend on equity shares 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 March 31, 2025	Ordinary
(3)	Re-appointment of Director Retiring by Rotation in accordance with the provisions of Section 152(6) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and not opted for re-appointment.	Ordinary
Special Business		
(4)	Increase in borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013	Special
(5)	Creation / modification of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings under Section 180(1)(a) of the Companies Act, 2013	Special
(6)	Appointment of Secretarial Auditor of the Company	Ordinary

All the resolutions as set forth in the 33rd AGM notice are deemed to be passed on July 31, 2025, subject to receipt of requisite majority.

The 33rd Annual General Meeting was concluded at 11:50 am (1ST)

Thanking You

For HERITAGE FOODS LIMITED

Umakanta Barik

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



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