

Date: 24th September, 2018

To
The General Manager,
Department of Corporate Services,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001.
Scrip Code : 540692

To
The General Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot No C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051.
Scrip Symbol : APEX

Dear Sir's,

Sub: Intimation of proceedings and details of the voting results of the 6th Annual General Meeting of the Company - reg.

Ref: Regulation 30 and 44(3) of SEBI (LODR) Regulations, 2015.

Pursuant to Reg. 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith submitting the details regarding proceedings of the 6th Annual General Meeting (AGM) of the Company held on Saturday, 22nd September 2018 at 10.30 A.M at Hotel Grand Kakinada by GRT Hotels, D.No: 11-3-11, Veterinary Hospital road, Ramaraopeta, Kakinada -533004, Andhra Pradesh.

Further pursuant to Reg. 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith submitting the details regarding the voting results of the business transacted at the Annual General Meeting.

We are also enclosing the Scrutinizer Report on e-voting and voting through Ballot at the Annual General Meeting. You are requested to take note of the above information on record.

Thanking you,

Yours faithfully,
for Apex Frozen Foods Limited



S.Sarojini,
Company Secretary & Compliance officer
Encl: a/a



Name of the Company : APEX FROZEN FOODS LIMITED

Date of the AGM : 22nd September 2018

Total number of shareholders on record date : 40990

Cut-off date : 15th September 2018

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group : 5

Public : 68

No. of Shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group : Nil

Public : Nil

Results of the Meeting:

Item No.	Type of Resolution	Description of the Resolution	Mode of voting	Remarks
1	Ordinary	Adoption of Annual Accounts and Reports thereon for the financial year ended 31 st March 2018	Remote e-voting and Ballot at the AGM	Passed with requisite majority
2	Ordinary	To declare final dividend of Rs. 2.00/- (20%) per equity Share of Rs. 10/- each to the shareholders for the FY 2017-18.	Remote e-voting and Ballot at the AGM	Passed with requisite majority
3	Ordinary	Re-appointment Mr. K. Subrahmanya Chowdary as director, who retires by rotation and is eligible for re-appointment	Remote e-voting and Ballot at the AGM	Passed with requisite majority
4	Ordinary	To ratify the appointment of Statutory Auditors of the company for the FY 2018-19	Remote e-voting and Ballot at the AGM	Passed with requisite majority



Resolution No. 1 Ordinary Resolution

Adoption of annual Accounts and Reports thereon for the financial year ended 31st March 2018

Promoters/ Public	No. of shares held (1)	No. of votes polled (physical & evoting) (2)	% of Votes polled on outstanding Shares (3)=(2/1)*100	No. of votes cast - in favour (4)	No. of votes cast -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	2,26,54,232	2,26,25,632	99.87	2,26,25,632	0	100	0
Public - Institutional Holders	18,24,042	16,62,659	91.17	16,62,659	0	100	0
Public - Others	67,71,726	59,774	0.88	59,774	0	100	0
Total	3,12,50,000	2,43,48,065	77.91	2,43,48,065	0	100	0

Resolution No. 2 Ordinary Resolution

To declare final dividend of Rs. 2.00/- (20%) per equity Share of Rs. 10/- each to the shareholders for the FY 2017-18.

Promoters/ Public	No. of shares held (1)	No. of votes polled (physical & e-voting) (2)	% of Votes polled on outstanding Shares (3)=(2/1)* 100	No. of votes cast - in favour (4)	No. of votes cast - 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	2,26,54,232	2,26,25,632	99.87	2,26,25,632	0	100	0
Public - Institutional Holders	18,24,042	16,62,659	91.17	16,62,659	0	100	0
Public - Others	67,71,726	59,774	0.88	59,623	151	99.75	0.25
Total	3,12,50,000	2,43,48,065	77.91	2,43,47,914	151	100	0



Resolution No. 3 Ordinary Resolution

Re-appointment Mr. K. Subrahmanya Chowdary as director, who retires by rotation and is eligible for re-appointment

Promoters/ Public	No. of shares held (1)	No. of votes polled (physical & e-voting) (2)	% of Votes polled on outstanding Shares (3)=(2/1)*100	No. of votes cast - in favour (4)	No. of votes cast - 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	2,26,54,232	-	-	-	-	-	-
Public - Institutional Holders	18,24,042	16,62,659	91.17	16,62,659	0	100	0
Public - Others	67,71,726	59,774	0.88	59,714	60	99.90	0.10
Total	3,12,50,000	17,22,433	5.51	17,22,373	60	99.99	0.01

Resolution No. 4 Ordinary Resolution

To Ratify the appointment of Statutory Auditors of the company for the FY 2018-19

Promoters/ Public	No. of shares held (1)	No. of votes polled (physical & evoting) (2)	% of Votes polled on outstanding Shares (3)=(2/1)*100	No. of votes cast - in favour (4)	No. of votes cast - 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	2,26,54,232	2,26,25,632	99.87	2,26,25,632	0	100	0
Public - Institutional Holders	18,24,042	16,62,659	91.17	16,62,659	0	100	0
Public - Others	67,71,726	59,774	0.88	59,774	0	100	0
Total	3,12,50,000	2,43,48,065	77.91	2,43,48,065	0	100	0

for Apex Frozen Foods Ltd.

S. Sarojini,
Company Secretary & Compliance officer





Form No. MGT - 13

REPORT OF SCRUTINIZER

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2)
of the Companies (Management and Administration) Rules, 2014

To,

The Chairman

of 6th Annual General Meeting of **Apex Frozen Foods Limited**, held on Saturday, 22nd day of September, 2018 at 10.30 A.M at Hotel Grand Kakinada by GRT Hotels, D.No: 11-3-11, Veterinary Hospital road, Ramaraopeta, Kakinada -533004, Andhra Pradesh.

Dear Sir,

I, A.S.Ram Kumar, Company Secretary in Practice, Partner of M/s. A. S. Ramkumar & Associates, Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of **Apex Frozen Foods Limited**, ("the Company") for the purpose of scrutinizing the e-voting & poll process in a fair and transparent manner and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014 for the resolutions as contained in the Notice of 6th Annual General Meeting (AGM) of the members of the Company, held on Saturday, 22nd day of September, 2018 at 10.30 a.m..

I submit my report as under:

a) E-Voting:

1. The e-Voting commenced on September 19, 2018 (9.00 a.m.) and was closed on September 21, 2018 (5.00 p.m).
2. The notice dated August 13, 2018 convening the 6th Annual General Meeting of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders on August 30, 2018 in respect of the below mentioned resolutions to be passed at the said Annual General Meeting.
3. The Management of the Company is responsible for the compliance of Section to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes casted in favour or against for respective Resolution(s).

A. S. Ram



4. The e-Voting Result was unblocked from the CDSL website www.evotingindia.com and the file containing the Result was opened in the presence of two (2) witnesses, Mr.P.Bikshapathi and Mr. V.Sravani who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



P.Bikshapathi



V.Sravani

5. Thereafter, the details containing inter alia, list of shareholders, who voted "for" or "against" for the resolutions as set out in the notice of the 6th Annual General Meeting of the Company that were put to vote, were generated from the e-voting website of CDSL.
6. All the relevant records of electronic voting were sealed and handed over to the Company Secretary for safe keeping.

b) Poll at AGM:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company, M/s. Bigshare Services Pvt. Ltd, Mumbai and the authorizations / proxies lodged with the Company.
3. All the poll papers received were valid and complete (except that the Promoter voting abstained from the interested resolutions).
4. The poll papers and all other relevant records were sealed and handed over to the Compliance Officer for safe keeping.

Consolidated Report:

Consolidated report of both remote e-Voting and Poll results with details of votes "For" and "Against" for each resolution is herewith attached as Annexure.

A.S. - Recee



Recommendation:

All the resolutions were passed with requisite majority. The Chairman may accordingly declare the result of voting.

Thanking you,
for **A.S.Ramkumar & Associates**
Company Secretaries

A.S. Ram Kumar



A.S.Ram Kumar
Partner,
CP No. 9228
M.NO: FCS 8149

Place: Hyderabad
Date: 24.09.2018

Consolidated Report
Result of Voting (through e-voting and insta-poll)

Annexure

Reso- lution No.	Description	Type of Resolution	Type of Voting	Valid Votes						Invalid / Abstained Votes	
				Voted in Favour			Voted Against			No. of members voted	No. of votes casted
				No. of members Voted	No. of votes casted	% of valid votes	No. of members Voted	No. of votes casted	% of valid votes		
				1	2	3	4	5	6	7	8
1	Adoption of Annual Accounts and Reports thereon for the financial year ended 31 st March 2018	Ordinary	Poll	49	22682113	100.00	0	0	0	0	0
			Electronic	38	1665952	100.00	0	0	0	0	0
			Total	87	24348065	100.00	0	0	0	0	0
2	To declare final dividend of Rs. 2.00/- (20%) per equity Share of Rs. 10/- each to the shareholders for the FY 2017-18.	Ordinary	Poll	48	22682013	100.00	1	100	100	0	0
			Electronic	36	1665901	100.00	2	51	100	0	0
			Total	84	24347914	100.00	3	151	100	0	0
3	Re-appointment Mr. K. Subrahmanya Chowdary as director, who retires by rotation and is eligible for re-appointment	Ordinary	Poll	49	56481	100.00	0	0	0	5	22625632
			Electronic	35	1665892	100.00	3	60	100	0	0
			Total	84	1722373	100.00	3	60	100	5	22625632
4	To ratify the appointment of Statutory Auditors of the company for the FY 2018-19	Ordinary	Poll	49	22682113	100.00	0	0	0	0	0
			Electronic	38	1665952	100.00	0	0	0	0	0
			Total	87	24348065	100.00	0	0	0	0	0

A. B. Ram Reddy

