



Ref: SECT: STOC: 39 - 13

17th July 2013

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: **Disclosure of voting results of the 21st Annual General Meeting of Heritage Foods Limited held on 17th July, 2013, as per the requirement of Clause 35A of the Listing Agreement.**

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

The 21st Annual General Meeting ("AGM") of Heritage Foods Limited held on 17th July, 2013 at 10.30 A.M at National Institute for Micro, Small and Medium Enterprises, Yousufguda, Hyderabad - 500 045.

The details of the voting results at the AGM are enclosed in the format prescribed under Clause 35A of the Listing Agreement.

Kindly take note of the same on record.

Thanking you,

Yours Faithfully,

For **HERITAGE FOODS (INDIA) LTD**

UMAKANTA BARIK
Company Secretary

Encls: a/a



HERITAGE FOODS (INDIA) LTD.

AN ISO: 22000 CERTIFIED COMPANY



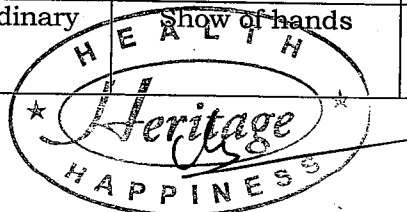


DETAILS OF VOTING RESULTS

SLNO	DESCRIPTION					
A	DATE OF AGM		17-07-2013			
B	BOOK CLOSURE DATE		21-06-2013 TO 24-06-2013 (BOTH DAYS INCLUSIVE)			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		7819			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		77			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	5	2	7	46,00,513	39.66
	PUBLIC	62	8	70	2104308	18.14
	TOTAL	67	10	77	6754821	57.80
E	No. of shareholders attended the meeting through Video conferencing _____, No video conferencing facility was made available.					

(Agenda-wise)

Ite m No.	Details of Agenda	Resolution required (Ordinary / Special)	Mode of Voting (Show of hands / poll / Postal ballot / E-voting)	Remark
ORDINARY BUSINESS				
1	Adoption of Audited Balance Sheet as at 31/03/2013, Statement of Profit & Loss, Cash Flow Statement for the year ended on that date and Report of the Directors and Auditors thereon.	Ordinary	Show of hands	Passed Unanimously
2	Declaration of Dividend on Equity Shares (Rs. 3/- per Share (30%) face value of Rs.10/- each	Ordinary	Show of hands	Passed Unanimously
3	Re-appointment of Sri.D. Seetharamaiah, Director retiring by rotation	Ordinary	Show of hands	Passed Unanimously
4	Re-appointment of Sri. N.P. Rama Krishna, Director retiring by rotation	Ordinary	Show of hands	Passed Unanimously
5	Re-appointment of Statutory Auditors & authorize Board of Directors to fix the remuneration.	Ordinary	Show of hands	Passed Unanimously





SPECIAL BUSINESS				
6	To increase of Authorized Capital of the Company.	Ordinary	Show of hands	Passed Unanimously
7	To Alter the Article No. 5 of Articles of Association of the Company regarding alteration of share capital clause in the AOA	Special	Show of hands	Passed Unanimously
8	To Alter the Article No. 160 of Articles of Association of the Company regarding Capitalization of profits	Special	Show of hands	Passed Unanimously
9	Alteration of Name Clause of the Company in MOA and AOA	Special	Show of hands	Passed Unanimously
10	Re-appointment of Smt. N. Bhuvanewari as Vice Chairperson & Managing Director	Ordinary	Show of hands	Passed Unanimously
11	Regularization of Additional Director	Ordinary	Show of hands	Passed Unanimously
12	Re-appointment of Smt. N. Brahmani as an Executive Director	Ordinary	Show of hands	Passed Unanimously

In case of Poll / Postal ballot / E-voting: Not Applicable

Promoter / Public	No. of Shares held	No. of votes polled	% of Votes polled on outstanding	No. of Votes in favour	No. of Votes- in against	% of Votes- in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group							
Public Institutional holders							
Public-others							
Total							



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Regd. Off: 6-3-541/C, Panjagutta, Hyderabad - 500 082. Andhra Pradesh, INDIA. Tel.: +91-40-23391221, 23391222 Fax: 30685458 website : www.heritagefoods.co.in