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

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)

Item 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. Bhuvaneswari 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 (1)	No. of votes polled (2)	% of Votes polled on outstanding (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes- in 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			NIL				
Public Institutional holders							
Public-others							
Total							