



A G R O
D U T C H
I N D U S T R I E S
L I M I T E D

(Formerly Agro Dutch Foods Limited)

**REF: ADIL/CHD/CS/2014-15/
01.10.2015**

1. National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051
2. The Bombay Stock Exchange Ltd.
Floor 25th PJ Tower, Dalal Street,
Mumbai 400 001

Subject: Declaration of Result of E-voting and Poll of 23rd Annual General Meeting held on 30th September, 2015.

Dear Sir/s,

Pursuant to the provisions of Section 108 of the Companies Act, 2013 (read with Companies Management & Administration Rules, 2014), the Company had provided e-voting facility to its members entitled to cast their vote at the Annual General Meeting. The e-voting process was carried out by the Company from 9:00 AM on 27th September, 2015 to 5:00 PM on 29th September, 2015 with cut off date for determining shareholders being 23rd September, 2015. The Company has also provided the ballot voting of all the resolutions at the AGM held on 30.09.2015.

Mr. Kanwaljit Singh, Practicing Company Secretary, who was appointed as a scrutinizer for e-voting as well as voting through ballot process has submitted consolidated report to the Chairman.



A G R O
D U T C H
INDUSTRIES
L I M I T E D

(Formerly Agro Dutch Foods Limited)

Based on the Report of the Scrutinizer , the following Resolutions have been duly approved by the shareholders by the requisite majority.

Sr. No.	Particulars of Resolution	Type of Resolution
1.	To receive, consider and adopt the Financial Statements as at 31st March 2015 including the Audited Balance Sheet as at 31st March 2015, the statement of Profit & Loss for the year ended on that date together with the Reports of the Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in place of Sh. Harpreet Singh Nagra, who retire by rotation & being eligible, offer himself for re-appointment	Ordinary
3.	Ratification of Appointment of Statutory Auditors	Ordinary
4.	Appointment of Ms. Navpreet Kaur as Independent (Woman) Director	Ordinary
5.	Appointment of Mr. Malvinder Singh as Executive Chairman and Director	Ordinary

The Scrutinizer report submitted is enclosed herewith for your kind reference.

Thanking you,
For Agro Dutch Industries Limited

Seema

Seema Saini
(Company Secretary)

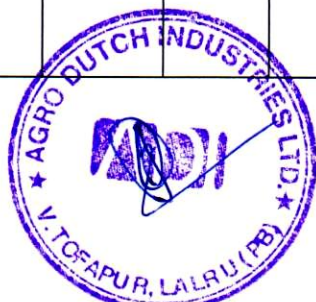


ISO 22000:2005 **CERTIFIED COMPANY**



**Consolidated Result on E-voting and Poll at 23rd Annual General Meeting
Of M/s Agro Dutch Industries Ltd.**

Sr. No	Particulars		Number of			No. of Votes contained in			Percentage
			E-votes	Poll	Total	E-votes	Poll	Total	
1.	Adoption of Audited Financial Statements for the FY 2014-15	Assent	6	109	115	30504314	60868	30565182	99.89%
	Ordinary Resolution	Dissent	-	5	5	-	121	121	0.000%
		Invalid	-	4	4	-	1025	1025	0.01%
		Total	6	118	124	30504314	61114	30565428	100%
2.	Re-appointment of Mr. Harpreet Singh Nagra who liable to retire by rotation. Ordinary Resolution	Assent	6	109	115	30504314	60868	30565182	99.89%
		Dissent	-	5	5	-	121	121	0.000%
		Invalid	-	4	4	-	1025	1025	0.01%
		Total	6	118	124	30504314	61114	30565428	100%
3.	Ratification of Appointment of Statutory Auditors	Assent	6	109	115	30504314	60868	30565182	99.89%



	Ordinary Resolution								
		Dissent	-	5	5	-	121	121	0.000%
		Invalid	-	4	4	-	1025	1025	0.01%
		Total	6	118	124	30504314	61114	30565428	100%
4.	Appointm ent of Ms. Navpreet Kaur as Indepe nde nt (Woman) Director	Assent	6	109	115	30504314	60868	30565182	99.89%
		Dissent	-	5	5	-	121	121	0.000%
		Invalid	-	4	4	-	1025	1025	0.01%
		Total	6	118	124	30504314	61114	30565428	100%
5.	Appointm ent of Mr. Malvinder Singh as Executive Chairman and Director	Assent	6	109	115	30504314	60868	30565182	99.89%
		Dissent	-	5	5	-	121	121	0.000%
		Invalid	-	4	4	-	1025	1025	0.01%
		Total	6	118	124	30504314	61114	30565428	100%

All the resolutions have been passed by requisite majority.



KANWALJIT SINGH

B. Com., F.C.S.

S.C.O. 64-65, 1st Floor,
Sector 17-A, Madhya Marg,
Chandigarh - 160 017
Ph.: (O) 2701906
Mobile : 99153 43212
E-mail : kanwalcs@gmail.com

Consolidated Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To
The Chairman,
Agro Dutch Industries Limited
SCO 30, 1st Floor,
Sector 33 D, Chandigarh.

23rd Annual General Meeting of the Shareholders of Agro Dutch Industries Limited held on Wednesday, 30th September, 2015 at 9.00 A.M. at PHD Chamber of Commerce & Industry, Sector 31, Chandigarh.

Dear Sir,

1. I, Kanwaljit Singh, Practicing Company Secretary, at S.C.O. 64-65, 1st Floor, Sector 17 A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors Agro Dutch Industries Limited (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the below mentioned resolutions proposed at the 23rd Annual General Meeting of the Shareholders of Agro Dutch Industries Limited held on Wednesday, 30th September, 2015 at 9.00 A.M. at PHD Chamber of Commerce & Industry, Sector 31, Chandigarh.
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the Notice of the 23rd Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Karvy Computershare Private Limited and the report for voting by use of ballots at the meeting.



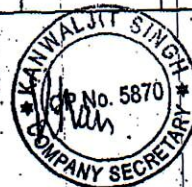
3. The Company had arranged the services of Karvy Computershare Private Limited for extending the facility of remote e-voting to the Members of the Company from 27th September, 2015 (from 9.00 A.M.) to 29th September, 2015 (upto 5.00 P.M.). The remote e-voting results were unblocked by me on 30th September, 2015 in the presence of two witnesses.
4. At the 23rd AGM of the Company held on 30th September, 2015, the Chairman of the meeting announced a Poll through Ballot to facilitate the Members present in the Meeting who has not exercised remote e-voting facility earlier, for exercising their right through the Ballot available at AGM venue. After time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records made by company and Registrar & Share Transfer Agent and the authorization were lodged by the company.
5. I have rendered Scrutinizer's Report separately on the remote e-voting and on use of ballots at the Meeting and I hereby submit Consolidated Report of Scrutinizer pursuant to Rule 20(4)(xii) on all the resolutions contained in the Notice of the aforesaid AGM.

The consolidated results of voting are as under:

Item No.	Resolutions	Votes cast in Favour			Votes cast against			Invalid Votes	
		No. of Members Voted	No. of Votes Cast by them	% of total number of valid Votes Cast	No. of Members Voted	No. of Votes Cast by them	% of total number of valid Votes Cast	Total No. of Members whose Votes were declared Invalid	Total No. of Votes Cast by them
1	To receive, consider and adopt the Financial Statements as at 31st March 2015 Including the Audited Balance Sheet as at 31st March 2015, the statement of Profit & Loss for the year ended	115	30565182	100%	5	121	0.000%	4	1025



Item No.	Resolutions	Votes cast In Favour			Votes cast against			Invalid Votes	
		No. of Members Voted	No. of Votes Cast by them	% of total number of valid Votes Cast	No. of Members Voted	No. of Votes Cast by them	% of total number of valid Votes Cast	Total No. of Members whose Votes were declared invalid	Total No. of Votes Cast by them
	on that date together with the Reports of the Directors and Auditors thereon. (As an Ordinary Resolution)								
2	To appoint a Director in place of Sh. Harpreet Singh Nagra, who retire by rotation & being eligible, offer himself for re-appointment. (As an Ordinary Resolution)	115	30565182	100%	5	121	0.000%	4	1025
3	Ratification of Appointment of Statutory Auditors. (As an Ordinary Resolution)	115	30565182	100%	5	121	0.000%	4	1025
4	Appointment of Ms. Navpreet Kaur as an Independent (Woman) Director. (As an Ordinary Resolution)	115	30565182	100%	5	121	0.000%	4	1025
5	Appointment of Mr. Malvinder Singh, as Executive Director and Chairman. (As an Ordinary Resolution)	115	30565182	100%	5	121	0.000%	4	1025



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		No. of Members Voted	No. of Votes Cast by them	% of total number of valid Votes Cast	No. of Members Voted	No. of Votes Cast by them	% of total number of valid Votes Cast	Total No. of Members whose Votes were declared invalid	Total No. of Votes Cast by them

Based on the votes cast on aforesaid resolutions by remote e-voting and poll, all the resolutions were passed with requisite majority.

6. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and poll is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.

Thanking you,
Yours Sincerely,



Kanwaljit Singh
CP No. 5870
FCS No. 5901
Date: 01-10-2015
Place : Chandigarh