

IFB Agro Industries Limited

Plot No. - IND-5, Sector-1,
East Kolkata Township, Kolkata - 700 107
Phone : 033-39849675, Fax : 033-2442-1003
Website : www.ifbagro.in
CIN : L01409WB1982PLC034590

TO ALL STOCK EXCHANGES**BSE LIMITED****NATIONAL STOCK EXCHANGE OF INDIA LIMITED**

July 31, 2014

Dear Sir/ Madam,

Re: Clause No: 35A of the Listing Agreement

In accordance with Clause No: 35A of the Listing Agreement, we inform you that following businesses were transacted at the Annual General Meeting of the Members of the Company held on July 30, 2014:

Sl . No.	Description	Particulars		
A	Date of AGM	July 30, 2014		
B	Book closure Date	July 25, 2014 to July 30, 2014 (both days inclusive)		
C	Total No. of shareholders on the record date	6211		
D	No. of Shareholders present in the meeting either in person or through proxy			
	Shareholders	In person	Proxy	Total
	Promoters & Group	6	-	6
	Public	104	13	117
	Total	110	13	123
E	No. of Shareholders attended the meeting through Video Conferencing			
	Shareholders	In person	Proxy	Total
	Promoters & Group	-	-	-
	Public	-	-	-
	Total	-	-	-



Outcome of the Annual General Meeting of the Members of the Company.

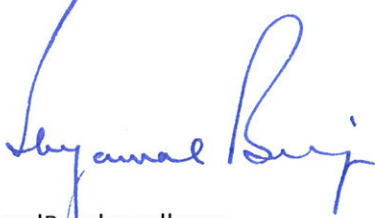
The Annual General Meeting of the Members of the Company was held on Wednesday, July 30, 2014 at 12:30 P.M. (IST) at Club Ecovista, Ecospace Business Park, Premises No. 2F/11, Action Area II, Rajarhat, New Town, Kolkata – 700156, India. The mode of voting was by way of Poll/ E-voting. The Shareholders transacted the business as provided in Annexure.

Request you to kindly take the same on record.

Thanking you,

Yours sincerely,

For IFB Agro Industries Limited



Shyamal Bandopadhyay
Company Secretary



ANNEXURE

Agenda	Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes -in favour	No of Votes -in against	% of votes in favour on votes polled	% of votes in against on votes polled
Resolution 1 (Ordinary Resolution) Adoption of Balance Sheet, Statement of Profit and Loss, Report of Board of Directors, and Auditors for the year ended March 31, 2014.	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	98,045	1,381,200	6.63%	93.37%
	Total	9,367,111	7,566,925	80.78%	6,185,725	1,381,200	81.75%	18.25%
Resolution 2 (Ordinary Resolution) Appoint M/s Walker Chandlok & Co, LLP, Chartered Accountants as the Statutory Auditors of the company.	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	35,496	1,443,749	2.40%	97.60%
	Total	9,367,111	7,566,925	80.78%	6,123,176	1,443,749	80.92%	19.08%
Resolution 3 (Ordinary Resolution) Re-appointment of Mr. Arup Kumar Banerjee as Managing Director.	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	996	1,478,249	0.07%	99.93%
	Total	9,367,111	7,566,925	80.78%	6,088,676	1,478,249	80.46%	19.54%
Resolution 4 (Ordinary Resolution) Appointment of Mr. Nandan Bhattacharya as Independent Director.	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	996	1,478,249	0.07%	99.93%
	Total	9,367,111	7,566,925	80.78%	6,088,676	1,478,249	80.46%	19.54%

FOR IFB AGRO INDUSTRIES LTD.

Shyamal Bandyopadhyay
 Sr. VP - Finance & Company Secretary



Agenda	Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes -in favour	No of Votes -in against	% of votes in favour on votes polled	% of votes in against on votes polled
Resolution 5 (Ordinary Resolution) Appointment of Mr. Hari Ram Agarwal as Independent Director.	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional holders	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	996	1,478,249	0.07%	99.93%
	Total	9,367,111	7,566,925	80.78%	6,088,676	1,478,249	80.46%	19.54%
	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
Resolution 6 (Ordinary Resolution) Appointment of Mr. Manoj Kumar Vijay as Independent Director.	Public-Institutional holders	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	996	1,478,249	0.07%	99.93%
	Total	9,367,111	7,566,925	80.78%	6,088,676	1,478,249	80.46%	19.54%
	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional holders	194,850	-	-	-	-	-	-
Resolution 7 (Ordinary Resolution) Appointment of Mr. Sudip Mukherji as Independent Director.	Public-Institutional holders	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	996	1,478,249	0.07%	99.93%
	Total	9,367,111	7,566,925	80.78%	6,088,676	1,478,249	80.46%	19.54%
	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional holders	194,850	-	-	-	-	-	-
Resolution 8 (Ordinary Resolution) Approval of the Remuneration of the Cost Auditors.	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional holders	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	996	1,478,249	0.07%	99.93%
	Total	9,367,111	7,566,925	80.78%	6,088,676	1,478,249	80.46%	19.54%
	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional holders	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	996	1,478,249	0.07%	99.93%
	Total	9,367,111	7,566,925	80.78%	6,088,676	1,478,249	80.46%	19.54%
	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional holders	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	996	1,478,249	0.07%	99.93%
	Total	9,367,111	7,566,925	80.78%	6,088,676	1,478,249	80.46%	19.54%
	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional holders	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	996	1,478,249	0.07%	99.93%
	Total	9,367,111	7,566,925	80.78%	6,088,676	1,478,249	80.46%	19.54%
	Promoter	6,087,680	6,087,680	64.99%	6,087,680	-	100.00%	0.00%
	Public-Institutional holders	194,850	-	-	-	-	-	-
	Public others	3,084,581	1,479,245	15.79%	996	1,478,249	0.07%	99.93%
	Total	9,367,111	7,566,925	80.78%	6,088,676	1,478,249	80.46%	19.54%

For IFB AGRO INDUSTRIES LTD.

Shyamal Bandopadhyay
Sr. VP - Finance & Company Secretary



REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the
Companies (Management and Administration) Rules, 2014)

To,
The Chairman,
32nd Annual General Meeting of the Equity Shareholders of **IFB Agro Industries Limited** to be
held on Wednesday, the 30th day of July 2014 at 12.30 PM at Club Ecovista, Ecospace Business
Park, Premises No. 2F/11, Action Area II, Rajarhat, New Town, Kolkata – 700 156.

Dear Sir,

I, Jitendra Patnaik, Practicing Company Secretary, at 7A, Bentinck Street, Suite-403, 4th Floor,
Kolkata-700001, appointed as Scrutinizer by the Board of Directors of IFB Agro Industries
Limited (the Company) for the purpose of scrutinizing e-voting process in a fair and transparent
manner in respect of the below mentioned resolutions proposed at the 32nd Annual General
Meeting of the Equity Shareholders of the Company to be held on Wednesday, the 30th day of
July 2014 at 12.30 PM at Club Ecovista, Ecospace Business Park, Premises No. 2F/11, Action
Area II, Rajarhat, New Town, Kolkata – 700 156, submit our report as under:

1. In accordance with the notice of the 32nd Annual General Meeting sent to the
shareholders and the 'Advertisement' published pursuant to Rule 20(3)(V) of the
Companies (Management and Administration) Rules, 2014 on 15/07/2014, the e-voting
opened at 9:00 AM on 23rd July, 2014 and remained open up to 6:00 PM on 25th July,
2014.
2. The equity Shareholders holding shares as on 24/06/2014, "cut off date" were entitled to
vote on the resolutions stated in the Notice of the 32nd Annual General Meeting of the
Company.
3. The votes were unblocked at 6.15 p.m. on 25/07/2014 in the presence of Mr Rahul
Mukherjee and Miss Sweta Pandey who are not the employees of the Company, and who
have signed below as witness to the unblocking of votes.
4. The e-voting results/list of equity shareholders who have voted "For" and "Against" were
downloaded from the e-voting website of National Securities Depository Limited
(<http://www.evoting.nsdl.com>) and the same are being handed over to the Chairman.
5. The result of the e-voting is as under:

Contd.....2

Ordinary Business:

a) Resolution – 1

Consider and adopt Audited Financial Statements, Reports of Board of Directors, and Auditors for the year ended 31st March, 2014.

(i) Voted **in favour** of the resolution:

Number of members Voting through electronic system.	Number of votes cast in favour of resolution.	% of total numbers of valid votes cast.
25	6185725	81.75%

(ii) Voted **against** the resolution:

Number of members Voting through electronicsystem.	Number of votes cast against the resolution.	% of total numbers of valid votes cast.
6	1381200	18.25%

(iii) **Invalid** votes :

Total number of members whose votes declared invalid.	Total number of votes cast by them.
Nil	Nil

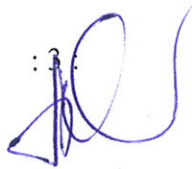
b) Resolution – 2

Appoint M/s Walker Chandio& Co, LLP, Chartered Accountants as the Statutory Auditors of the company.

(i) Voted **in favour** of the resolution:

Number of members Voting through electronicsystem.	Number of votes cast in favour of resolution.	% of total numbers of valid votes cast.
24	6123176	80.92%

Contd.....3



(ii) Voted **against** the resolution:

Number of members Voting through electronicsystem.	Number of votes cast against the resolution.	% of total numbers of valid votes cast.
7	1443749	19.08%

(iii) **Invalid** votes :

Total number of members whose votes declared invalid.	Total number of votes cast by them.
Nil	Nil

Special Business:

c) **Resolution – 3**

Re-appointment of Mr. Arup Kumar Banerjee as Managing Director.

(i) Voted **in favour** of the resolution:

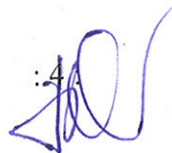
Number of members Voting through electronicsystem.	Number of votes cast in favour of resolution.	% of total numbers of valid votes cast.
23	6088676	80.46%

(ii) Voted **against** the resolution:

Number of members Voting through electronicsystem.	Number of votes cast against the resolution.	% of total numbers of valid votes cast.
8	1478249	19.54%

Contd.....4

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(iii) **Invalid** votes :

Total number of members whose votes declared invalid.	Total number of votes cast by them.
Nil	Nil

d) **Resolution – 4**

Appointment of Mr. Nandan Bhattacharya as Independent Director.

(i) Voted **in favour** of the resolution:

Number of members Voting through electronicsystem.	Number of votes cast in favour of resolution.	% of total numbers of valid votes cast.
23	6088676	80.46%

(ii) Voted **against** the resolution:

Number of members Voting through electronicsystem.	Number of votes cast against the resolution.	% of total numbers of valid votes cast.
8	1478249	19.54%

(iii) **Invalid** votes :

Total number of members whose votes declared invalid.	Total number of votes cast by them.
Nil	Nil

Contd.....5

e) **Resolution – 5**

Appointment of Mr. Hari Ram Agarwal as Independent Director.

(i) Voted **in favour** of the resolution:

Number of members Voting through electronicsystem.	Number of votes cast in favour of resolution.	% of total numbers of valid votes cast.
23	6088676	80.46%

(ii) Voted **against** the resolution:

Number of members Voting through electronicsystem.	Number of votes cast against the resolution.	% of total numbers of valid votes cast.
8	1478249	19.54%

(iii) **Invalid** votes :

Total number of members whose votes declared invalid.	Total number of votes cast by them.
Nil	Nil

f) **Resolution – 6**

Appointment of Mr. Manoj Kumar Vijay as Independent Director.

(i) Voted **in favour** of the resolution:

Number of members Voting through electronicsystem.	Number of votes cast in favour of resolution.	% of total numbers of valid votes cast.
23	6088676	80.46%

Contd.....6



(ii) Voted **against** the resolution:

Number of members Voting through electronicsystem.	Number of votes cast against the resolution.	% of total numbers of valid votes cast.
8	1478249	19.54%

(iii) **Invalid** votes :

Total number of members whose votes declared invalid.	Total number of votes cast by them.
Nil	Nil

g) **Resolution – 7**

Appointment of Mr. SudipMukherji as Independent Director.

(i) Voted **in favour** of the resolution:

Number of members Voting through electronicsystem.	Number of votes cast in favour of resolution.	% of total numbers of valid votes cast.
23	6088676	80.46%

(ii) Voted **against** the resolution:

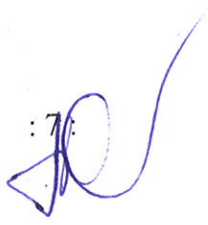
Number of members Voting through electronicsystem.	Number of votes cast against the resolution.	% of total numbers of valid votes cast.
8	1478249	19.54%

(iii) **Invalid** votes :

Total number of members whose votes declared invalid.	Total number of votes cast by them.
Nil	Nil

Contd.....7

: 7 :



Resolution – 8

Approval of the Remuneration of the Cost Auditors.

(i) Voted **in favour** of the resolution:

Number of members Voting through electronicsystem.	Number of votes cast in favour of resolution.	% of total numbers of valid votes cast.
23	6088676	80.46%

(ii) Voted **against** the resolution:

Number of members Voting through electronicsystem.	Number of votes cast against the resolution.	% of total numbers of valid votes cast.
8	1478249	19.54%

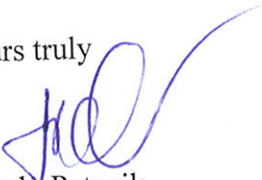
(iii) **Invalid** votes :

Total number of members whose votes declared invalid.	Total number of votes cast by them.
Nil	Nil

6. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 32nd Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours truly

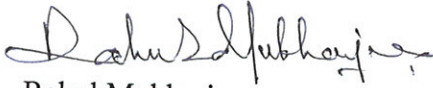

Jitendra Patnaik
FCS 5045, CP No. 3102
Scrutnizer Date : 26/07/2014

Place : Kolkata

Contd.....8

: 8 :

We the undersigned witness that the votes were unblocked from the e-voting website of the National Securities Depository Limited (<http://www.evoting.nsdl.com>) in our presence at 6:15 pm on 25/07/2014 at the office of the Scrutinizer.



Rahul Mukherjee
4/12/2, Kaushiki Apartment
Bijoygarh
Kolkata 700032



Sweta Pandey
337, Purba Senth
Dum Dum
Kolkata 700030