

Ref: SECT: STOC: 44 - 12
30th October, 2012



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,

Sub: **Outcome of the Board Meeting**
Ref: **Stock Code: HERITGFOOD**

Further to our letter dated 10th October, 2012, the Board of Directors at their meeting held on October 30, 2012 approved the following items:

1. Un-audited Financial Results (standalone & consolidated) for the quarter / Half Year ended September 30, 2012 reviewed by the Audit Committee.
2. Limited Review Report of the Auditors of the Company on the Un-audited Financial Results (Standalone & Consolidated) for the quarter and Half year ended 30.09.2012
3. Re-appointment and revision of remuneration of Sri. N. Lokesh, Executive Director of the company for a period of 3 years with effect from 01/10/2012 subject to the approval of Shareholders by Special Resolution and Central Government.
4. Alternation of Articles by inserting new Article 9A in the Articles of Association.
5. Issue up to 70,000 (Seventy Thousand) Sweat Equity Shares of face value of Rs.10/- each to Dr. M. Sambasiva Rao, employee of the company designated as president for non cash consideration, the value (as per the SEBI (Issue of Sweat Equity) Regulations, 2002) of which should not exceed the value added by him to business, since his joining in the company after considering the remuneration & commission paid to him as per the valuation report obtained from M/s. BOB Capital Markets Ltd.
6. The shareholders consent to be taken through Postal Ballot as per the provisions of the Companies Act, 1956 and Rules thereof.
7. The Notice of the Postal Ballot etc. under Section 192A of the Companies Act, 1956.
8. The calendar of events for conducting the Postal Ballot (is attached)
9. Ms. Savitha Jyothi Practicing Company Secretary has been appointed as the scrutinizer for conduct of Postal Ballot process.
10. Smt. N. Bhuvaneswari, Vice Chairperson & Managing Director and Mr. Umakanta Barik, Company Secretary have been appointed as persons responsible for the entire process of postal ballot.

The result of the postal ballot will be declared on December 8th, 2012 at the Registered Office of the Company at 6-3-541/C, Punjagutta, Hyderabad at 10.30 a.m.

The notice of postal ballot will be dispatched to the Exchange along with the members on 5th November, 2012.

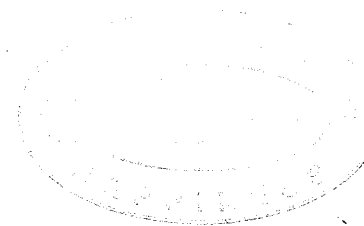
Thanking you,

Yours faithfully,
For **Heritage Foods (India) Limited**

Umakanta Barik
Company Secretary

CC to: B S E Limited, Mumbai

Encl: 1) calendar of events



HERITAGE FOODS (INDIA) LTD.

AN ISO: 22000 CERTIFIED COMPANY



POSTAL BALLOT: ITEM NO.: 1, 2 & 3
CALENDER OF EVENTS



S. No#	Particulars	Specimen date
1.	Intimation to stock exchanges regarding convening of Board Meeting	10 th October 2012
2.	Date on which consent given by the scrutinizer to act as such	10 th October 2012
3.	Date of consideration of the matter in board meeting	30 th October 2012
4.	Date of appointment of scrutinizer	30 th October 2012
5.	Date of Board Resolution authorizing Vice Chairperson & Managing Director and Company Secretary for being responsible for the entire postal ballot process	30 th October 2012
6.	Approve calendar of events	30 th October 2012
7.	Filing of intimation of the board resolution and event of calendar for conducting postal ballot to the stock exchange	30 th October 2012
8.	Filing of intimation of board resolution and event of calendar for conducting postal ballot to the Registrar of Companies	Within one week of passing board resolution
9	Date of completion of dispatch of notice along with postal ballot	5 th November, 2012
10	Publication of notice in newspaper for the date of completion of dispatch of notice and last date for receipt of postal ballot forms	6 th November 2012
11	Last date for receiving postal ballot papers by scrutinizer	6 th December 2012
12	Date of handing over the postal ballot papers to the designated authority (Chairman) by the Scrutinizer	7 th December 2012
13	Date on which the results of postal ballot will be announced by the Chairman	8 th December 2012
14	Apply For In principal Approval for listing of shares in the recognized Stock Exchange	8 th December 2012
15	Result to be released to press	9 th December 2012
16	Date of returning the Ballot Papers register required to be maintained by the scrutinizer and other related papers to the Chairman by the Scrutinizer	10 th December 2012
17	Filing of Resolution with ROC	Within 30 days from date of meeting
18	Last Date for signing of the minutes book by the Chairman in which the results ballot is recorded	Within one month from date of meeting