

**DISCLOSURES REGARDING VOTING RESULTS OF 29<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF  
THE COMPANY AS PER CLAUSE 35A OF THE LISTING AGREEMENT**

Name of the Company: **Hindustan Foods Limited**

Date of AGM: **Saturday, 27<sup>th</sup> September, 2014**

Book Closure Date: **Thursday, 23<sup>rd</sup> September, 2014 to Saturday, 27<sup>th</sup> September, 2014**

Total number of shareholders as on date of book closure:

No. of shareholders present in the meeting either in person or through proxy:

Category	Present in Person (including Authorised Representative)	Present through proxy	Total
Promoters and Promoter Group	1	0	1
Public	37	0	37
<b>Total</b>	<b>38</b>	<b>0</b>	<b>38</b>

No. of shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group:	}
Public:	} Not arranged
<b>Total</b>	}

Resolution / Agenda-wise details of voting (by e-Voting, physical assent / dissent form and poll) are as under:

**Resolution No. 1**

Ordinary Resolution for adoption of Financial Statements for the financial period ended 31<sup>st</sup> March, 2014

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - 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	3722294	3722294	100.000	3722294	0	100.000	0.000
Public - Institutional holders	7200	0	0.000	0	0	0.000	0.000
Public - Others	1270506	2300	0.181	2300	0	100.000	0.000
<b>Total</b>	<b>5000000</b>	<b>3724594</b>		<b>3724594</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>



## Resolution No. 2

Ordinary Resolution for appointment of M/s. R. Sundararaman & Co., Chartered Accountants, as Statutory Auditors and fixing their remuneration.

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - 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	3722294	3722294	100.000	3722294	0	100.000	0.000
Public - Institutional holders	7200	0	0.000	0	0	0.000	0.000
Public - Others	1270506	2300	0.181	2300	0	100.000	0.000
<b>Total</b>	<b>5000000</b>	<b>3724594</b>		<b>3724594</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

## Resolution No. 3

Ordinary Resolution for appointment of Dr. Asht Bhuja Prasad, who retires by rotation, as an Independent Director under Section 149 of the Companies Act, 2013.

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - 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	3722294	3722294	100.000	3722294	0	100.000	0.000
Public - Institutional holders	7200	0	0.000	0	0	0.000	0.000
Public - Others	1270506	2300	0.181	2300	0	100.000	0.000
<b>Total</b>	<b>5000000</b>	<b>3724594</b>		<b>3724594</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>



**Resolution No. 4**

Ordinary Resolution for appointment of Mr. Soiru V. Dempo, as a Director of the Company.

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - 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	3722294	3722294	100.000	3722294	0	100.000	0.000
Public - Institutional holders	7200	0	0.000	0	0	0.000	0.000
Public - Others	1270506	2300	0.181	2300	0	100.000	0.000
<b>Total</b>	<b>5000000</b>	<b>3724594</b>		<b>3724594</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

**Resolution No. 5**

Ordinary Resolution for appointment of Mr. Ganesh T. Argekar, as a Director of the Company.

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - 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	3722294	3722294	100.000	3722294	0	100.000	0.000
Public - Institutional holders	7200	0	0.000	0	0	0.000	0.000
Public - Others	1270506	2300	0.181	2300	0	100.000	0.000
<b>Total</b>	<b>5000000</b>	<b>3724594</b>		<b>3724594</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>



**Resolution No. 6**

Ordinary Resolution for appointment of Mr. Ganesh T. Argekar as a Whole-time Director of the Company with designation "Executive Director" under Section 196, 203 of the Companies Act, 2013.

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - 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	3722294	3722294	100.000	3722294	0	100.000	0.000
Public - Institutional holders	7200	0	0.000	0	0	0.000	0.000
Public - Others	1270506	2300	0.181	2300	0	100.000	0.000
<b>Total</b>	<b>5000000</b>	<b>3724594</b>		<b>3724594</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

**Resolution No. 7**

Ordinary Resolution for appointment of Adv. Sudin M. Usgaonkar, as an Independent Director under Section 149 of the Companies Act, 2013.

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - 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	3722294	3722294	100.000	3722294	0	100.000	0.000
Public - Institutional holders	7200	0	0.000	0	0	0.000	0.000
Public - Others	1270506	2300	0.181	2300	0	100.000	0.000
<b>Total</b>	<b>5000000</b>	<b>3724594</b>		<b>3724594</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>



**Resolution No. 8**

Ordinary Resolution for appointment of Mr. Ashok N. Manjrekar, as an Independent Director under Section 149 of the Companies Act, 2013.

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - 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	3722294	3722294	100.000	3722294	0	100.000	0.000
Public - Institutional holders	7200	0	0.000	0	0	0.000	0.000
Public - Others	1270506	2300	0.181	2300	0	100.000	0.000
<b>Total</b>	<b>5000000</b>	<b>3724594</b>		<b>3724594</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

**Resolution No. 9**

Special Resolution for borrowing an amount not exceeding ₹ 25 crore.

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - 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	3722294	3722294	100.000	3722294	0	100.000	0.000
Public - Institutional holders	7200	0	0.000	0	0	0.000	0.000
Public - Others	1270506	2300	0.181	2300	0	100.000	0.000
<b>Total</b>	<b>5000000</b>	<b>3724594</b>		<b>3724594</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>



**Resolution No. 10**

Ordinary Resolution for ratification of payment of remuneration to Cost Auditor for the Financial Year ending March 31, 2015.

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - 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	3722294	3722294	100.000	3722294	0	100.000	0.000
Public - Institutional holders	7200	0	0.000	0	0	0.000	0.000
Public - Others	1270506	2300	0.181	2300	0	100.000	0.000
Total	5000000	3724594		3724594	0	100.000	0.000

For Hindustan Foods Limited

  
Shrinivas V. Dempo  
Chairman

