

The Details of Voting Results of the 32nd Annual General Meeting

Date of the AGM: **27th September, 2017**

Total number of shareholders as on record date: **6,145**

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

Promoters and Promoter Group : **1**

Public : **48**

No. of shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group : **Not Applicable**

Public : **Not Applicable**

Agenda-wise disclosure:

ITEM NO. 1:

Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31st March, 2017.

Resolution required: (Ordinary/Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)*100
Promoter and Promoter Group	Remote e-voting	7847294	0	0.0000	0	0	0.0000	0.0000
	Poll*		7847294	100.0000	7847294	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7847294	7847294	100.0000	7847294	0	100.0000
Public - Institutions	Remote e-voting	7200	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7200	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	5138006	13115	0.2553	13115	0	100.0000	0.0000
	Poll*		2273900	44.2565	2273900	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5138006	2287015	44.5117	2287015	0	100.0000
Total		12992500	10134309	78.0012	10134309	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Ordinary Resolution as set out in the Item of the notice dated 11th August, 2017 has been duly passed by the members with the requisite majority.



ITEM NO. 2:

Re-appointment of Mr. Rajesh S. Dempo (DIN: 05143106) as Director, who retires by rotation.

Resolution required: (Ordinary/Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	7847294	0	0.0000	0	0	0.0000	0.0000
	Poll*		7847294	100.0000	7847294	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7847294	7847294	100.0000	7847294	0	100.0000
Public - Institutions	Remote e-voting	7200	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7200	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	5138006	13115	0.2553	13115	0	100.0000	0.0000
	Poll*		2273900	44.2565	2273900	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5138006	2287015	44.5117	2287015	0	100.0000
Total		12992500	10134309	78.0012	10134309	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Ordinary Resolution as set out in the Item of the notice dated 11th August, 2017 has been duly passed by the members with the requisite majority.



ITEM NO. 3:

Appointment of M/s. MSKA & Associates, Chartered Accountants (Registration No. 105047W) as Statutory Auditors of the Company, in place of the retiring auditors M/s. R. Sundararaman & Co., Chartered Accountants, and to fix their remuneration.

Resolution required: (Ordinary/Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)*100
Promoter and Promoter Group	Remote e-voting	7847294	0	0.0000	0	0	0.0000	0.0000
	Poll*		7847294	100.0000	7847294	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7847294	7847294	100.0000	7847294	0	100.0000
Public - Institutions	Remote e-voting	7200	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7200	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	5138006	13115	0.2553	13115	0	100.0000	0.0000
	Poll*		2273900	44.2565	2273900	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5138006	2287015	44.5117	2287015	0	100.0000
Total		12992500	10134309	78.0012	10134309	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Ordinary Resolution as set out in the Item of the notice dated 11th August, 2017 has been duly passed by the members with the requisite majority.



ITEM NO. 4:

Appointment of Mr. Sameer R. Kothari (DIN: 01261343) as a Director.

Resolution required: (Ordinary/Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	7847294	0	0.0000	0	0	0.0000	0.0000
	Poll*		7847294	100.0000	7847294	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7847294	7847294	100.0000	7847294	0	100.0000
Public - Institutions	Remote e-voting	7200	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7200	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	5138006	13115	0.2553	13115	0	100.0000	0.0000
	Poll*		2273900	44.2565	2273900	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5138006	2287015	44.5117	2287015	0	100.0000
Total		12992500	10134309	78.0012	10134309	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Ordinary Resolution as set out in the Item of the notice dated 11th August, 2017 has been duly passed by the members with the requisite majority.



ITEM NO. 5:

Appointment of Mr. Nikhil K. Vora (DIN: 05014606) as a Non-Executive Director.

Resolution required: (Ordinary/Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	7847294	0	0.0000	0	0	0.0000	0.0000
	Poll*		7847294	100.0000	7847294	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7847294	7847294	100.0000	7847294	0	100.0000
Public - Institutions	Remote e-voting	7200	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7200	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	5138006	13115	0.2553	13115	0	100.0000	0.0000
	Poll*		2273900	44.2565	2273900	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5138006	2287015	44.5117	2287015	0	100.0000
Total		12992500	10134309	78.0012	10134309	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Special Resolution as set out in the Item of the notice dated 11th August, 2017 has been duly passed by the members with the requisite majority.



ITEM NO. 6:

Appointment of Ms. Honey Vazirani (DIN 07508803) as an Independent - Woman Director.

Resolution required: (Ordinary/Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	7847294	0	0.0000	0	0	0.0000	0.0000
	Poll*		7847294	100.0000	7847294	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7847294	7847294	100.0000	7847294	0	100.0000
Public - Institutions	Remote e-voting	7200	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7200	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	5138006	12915	0.2514	12915	0	100.0000	0.0000
	Poll*		2273900	44.2565	2273900	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5138006	2286815	44.5078	2286815	0	100.0000
Total		12992500	10134109	77.9997	10134109	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Special Resolution as set out in the Item of the notice dated 11th August, 2017 has been duly passed by the members with the requisite majority.



ITEM NO. 7:

Special Resolution under Section 196 and 203 of the Companies Act, 2013 for approval of the appointment of Mr. Sameer R. Kothari (DIN: 05143106) as the Managing Director of the Company for a period of 5 years with effect from 22nd May, 2017 till 21st May, 2022, without any remuneration.

Resolution required: (Ordinary/Special)					Special			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)*100
Promoter and Promoter Group	Remote e-voting	7847294	0	0.0000	0	0	0.0000	0.0000
	Poll*		7847294	100.0000	7847294	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7847294	7847294	100.0000	7847294	0	100.0000
Public - Institutions	Remote e-voting	7200	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7200	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	5138006	13115	0.2553	13115	0	100.0000	0.0000
	Poll*		2273900	44.2565	2273900	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5138006	2287015	44.5117	2287015	0	100.0000
Total		12992500	10134309	78.0012	10134309	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Special Resolution as set out in the Item of the notice dated 11th August, 2017 has been duly passed by the members with the requisite majority.



ITEM NO. 8:

Special Resolution under Section 196 and 197 of the Companies Act, 2013 for the re-appointment of Mr. Ganesh T. Argekar (DIN: 06865379) as Whole-time Director of the Company, designated as "Executive Director" for a further period of 3 years, with effect from 19th May, 2017 and payment of remuneration.

Resolution required: (Ordinary/Special)					Special			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)*100
Promoter and Promoter Group	Remote e-voting	7847294	0	0.0000	0	0	0.0000	0.0000
	Poll*		7847294	100.0000	7847294	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7847294	7847294	100.0000	7847294	0	100.0000
Public - Institutions	Remote e-voting	7200	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		7200	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	5138006	13115	0.2553	13115	0	100.0000	0.0000
	Poll*		2273900	44.2565	2273900	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5138006	2287015	44.5117	2287015	0	100.0000
Total		12992500	10134309	78.0012	10134309	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Special Resolution as set out in the Item of the notice dated 11th August, 2017 has been duly passed by the members with the requisite majority.

* Voting through Bailot Paper at the AGM Venue

Yours faithfully,
For Hindustan Foods Limited

Beena
Beena M. Mahambrey
Company Secretary
ACS 18806

Date: 28th September, 2017

