



Hindustan Foods Ltd.

Corporate Headquarters & Registered Office : Dempo House, Campal, Panaji, Goa - 403 001.
Ph. : 832 - 2441300, Gram : 'hindfood. Fax : 91 - 832 - 2225098, 2228588,
E-mail : hfl@dempos.com, Website: www.hflgoa.com CIN: L15139GA1984PLC000601

Company Scrip Code: 519126
ISIN Code: INE254N01018

Ref. No.: HFL/1/2017/8

January 20, 2017

The General Manager
Department of Corporate Services
BSE Limited,
25th Floor, P. J. Towers, Dalal Street,
Mumbai 400001

Thru' BSE Listing Centre

Sub: Declaration of result of Postal Ballot under regulation 44(3) of SEBI (LODR) Regulations, 2015

Dear Sir,

With reference to the above, we are pleased to inform that the shareholders of the Company have passed the Special Resolution as set out in the Notice of the Postal Ballot dated December 7, 2016.

Please find enclosed herewith result of voting on Postal Ballot under regulation 44(3) of SEBI (LODR) Regulations, 2015 along with the Scrutinizer's Report dated January 19, 2017.

Kindly take the above on record.

Thanking you,

Yours faithfully,
For **Hindustan Foods Limited**

Beena M. Mahambrey
Company Secretary
ACS: 18806

Encl.: as above





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Details of the voting results of the Postal Ballot including votes cast through e-voting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM/EGM	Not Applicable (The resolution was passed through Postal Ballot)
Total number of shareholders as on record date (Cut-off date) on 02-12-2016	6,036
No. of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group Public	Not Applicable Not Applicable
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	Not Applicable Not Applicable

Agenda-wise disclosure:

ITEM NO. 1: Ratification of the disclosure in respect of the preferential issue of shares.

Resolution required: (Ordinary/Special)					Special			
Whether promoter / promoter group are interested in the agenda / resolution?					Yes, to the extent of shares allotted to them.			
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	E-voting	3722294	0	0.000	0	0	0.000	0.000
	Poll		Not Applicable					
	Postal Ballot (If applicable)		3722294	100.000	3722294	0	100.000	0.000
	Total		3722294	3722294	100.000	3722294	0	100.000
Public - Institutions	E-voting	7200	0	0.000	0	0	0.000	0.000
	Poll		Not Applicable					
	Postal Ballot (If applicable)		0	0.000	0	0	0.000	0.000
	Total		7200	0	0.000	0	0	0.000
Public - Non Institutions	E-voting	1270506	1590	0.125	1590	0	100.000	0.000
	Poll		Not Applicable					
	Postal Ballot (If applicable)		97532	7.677	97532	0	100.000	0.000
	Total		1270506	99122	7.802	99122	0	100.000
Total		5000000*	3821416	76.428	3821416	0	100.000	0.000

* As on the "cut off" date i.e. December 2, 2016, the issued, subscribed & paid-up share capital of the Company was Rs. 5,00,00,000/- comprising of 50,00,000 Equity shares of Rs. 10/- each.

For Hindustan Foods Limited

Beena

Beena M. Mahambrey
Company Secretary
ACS: 18806

January 20, 2017



Factory : Usgao, Ponda, Goa, Phone : 6531755, 2344232, 2344257, Fax : 2348009,
E-mail : hfladmin@dempos.com / hflaccounts@dempos.com

Sadashiv V. Shet

B.A., B.Com., L.L.B., F.C.S.
Company Secretary

S-15, Jairam Complex, Nevginagar, Panaji, Goa. Phone : 0832-2427847, 2421237
Email : sadashiv_shet@sancharnet.in / sadashivshet@gmail.com

To,
The Chairperson
Hindustan Foods Limited
Dempo House, Campal,
Panaji-Goa 403001

Re.: Report of Scrutinizer on passing of resolution through Postal Ballot and e-Voting

Dear Sir,

I, Sadashiv V. Shet, *Practicing Company Secretary* (having Certificate of Practice No. 2540), was appointed as a Scrutinizer by the Board of Directors of Hindustan Foods Limited ("the Company") for the purpose of conducting the postal ballot voting process for passing of the Special resolution as set out in the Notice of the Postal Ballot dated December 7, 2016 issued by the Company.

I hereby submit my report as under:

1. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and pursuant to the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had engaged the services of National Securities Depository Limited (NSDL) to provide e-voting facility also to its Members to enable them to cast their votes electronically in respect of the aforesaid postal ballot.
2. The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. December 2, 2016 were entitled to vote through e-voting and through postal ballot on the Special Resolution as set out in the Notice of Postal Ballot dated December 7, 2016 of the Company. As on the "cut off" date i.e. December 2, 2016, the issued, subscribed & paid-up share capital of the Company was Rs. 5,00,00,000/- comprising of 50,00,000 Equity shares of Rs. 10/- each.
3. The Company had completed by December 17, 2016, the dispatch of the Postal Ballot Forms to all the shareholders of the Company whose names appeared on the Register of Members/List of Beneficiaries as on December 2, 2016 as per following details:
 - a) NSDL had mailed the Postal Ballot Notice along with the Postal Ballot Form electronically to those shareholders who had registered their email ID's with the Company/Depositories; and
 - b) The Company had couriered/posted the Postal Ballot Notice along with the Postal Ballot Form and a self-addressed postage prepaid Business Reply Envelope to the rest of the shareholders.
4. The Company published Newspaper Advertisement in The Financial Express and The Navhind Times (English Dailies) and The Navprabha (Marathi Daily) regarding dispatch of the Notice of Postal Ballot




along with the Postal Ballot Form and containing all the matters required under the Companies Act, 2013 and relevant rules on December 18, 2016.

5. Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
6. All postal ballot forms received up to 5:00 p.m. on January 17, 2017, being the last date fixed by the Company for receipt of the forms, were considered for my scrutiny.
7. The postal ballot forms were kept under my safe custody before commencing the scrutiny of the said postal ballot forms.
8. The postal ballot forms were duly opened, scrutinized and the shareholding was matched/confirmed with the Register of Members/List of Beneficiaries of the Company
9. No postal ballot forms were received after 5:00 p.m. on January 17, 2017 till the signing of this report.
10. I did not find any defaced or mutilated ballot paper.
11. A summary of the voting (through physical postal ballot forms and through e-voting) is given below:

ITEM NO. 1: SPECIAL RESOLUTION

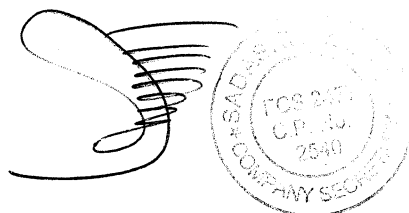
Ratification of the disclosure in respect of the preferential issue of shares.

(i) Voted in favour of the resolution:

Particulars of Postal Ballot Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	114	38,19,826	-
E-voting	27	1,590	-
Total	141	38,21,416	100.000

(ii) Voted against the resolution:

Particulars of Postal Ballot Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	-	-	-
E-voting	-	-	-
Total	0	0	0.000



The image shows a handwritten signature in black ink on the left. To its right is a circular stamp. The stamp contains the text 'FOR SECRETARY' at the top, 'C.P. No. 2540' in the center, and 'COMPANY SECRETARY' at the bottom.

(iii) Invalid votes:

Particulars of Postal Ballot Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Physical	2	7
E-voting	Nil	N.A.
Total	2	7

The postal ballot forms and other related papers/registers and records were handed over to the Company Secretary for safe keeping.

I report that the Resolution has been passed by the shareholders by the requisite majority.

You may accordingly declare the result of the voting by Postal Ballot and e-Voting.

Thanking you,

Yours faithfully,



(Sadashiv V. Shet)
Practicing Company Secretary
Membership No. 2477
C. P. No. 2540

Date: January 19, 2017
Place: Panaji-Goa.