

Agro Tech Foods Limited

18th July, 2014

The Secretary,
Mumbai Stock Exchange,
27th Floor, Pheroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
Ph. No. 022- 22721233 / 22721234
Fax No. 022-22723121 / 22721072

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051.
Ph.No. 022- 26598100 / 26598101
Fax No. 022-26598237 / 26598238

Codes: BSE Scrip code 500215, Co. code 1311
NSE Symbol ATFL, Series EQ-Rolling Settlement

Dear Sirs,

**Sub: Proceedings of the Annual General Meeting held on 17th July, 2014
Pursuant to Clause 31 and 35A of the Listing Agreement**

Pursuant to Clause 35A of the Listing Agreement, we give below the details of voting results:

S.No.	Description	Particulars		
1.	Date of AGM	17 th July 2014		
2.	Total No. of shareholders as on record date	13,816		
3.	No. of shareholders present in the meeting either in person or through proxy			
	Shareholders	Present in person	Present through proxy	Total
	Promoter and Promoter Group	1	-	1
	Public	299	38	337
	Total	300	38	338
4.	No. of shareholders attended the meeting through Video Conferencing	Nil		



ATFL an affiliate of
ConAgra Foods
Food you love

Agro Tech Foods Limited

Outcome of the 27th Annual General Meeting of the shareholders of the Company

The 27th Annual General Meeting of the shareholders of the Company was held on Thursday, 17th July, 2014 at 10.00 AM at Residency Hall, Hotel Green Park, Greenlands, Hyderabad-500 016. 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.

This is for your information and records.

Yours faithfully,
for Agro Tech Foods Limited


PHANI K MANGIPUDI
COMPANY SECRETARY



Resolution No.	Category	Shares Held (1)	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
1- Adoption of Accounts for the financial year ended 31st March, 2014 (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813234	53.3258	4813231	3	99.9999	0
	Total	24369264	18374789		18374786	3		
2- Declaration of Dividend (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813234	53.3258	4813231	3	99.9999	0
	Total	24369264	18374789		18374786	3		
3- Re-appointment of Mr. Michael D Walter, who retires by rotation and being eligible offers himself for reappointment (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813234	53.3258	4813231	3	99.9999	0
	Total	24369264	18374789		18374786	3		
4- Appointment of M/s. B S R & Associates LLP, Chartered Accountants as the Statutory Auditors of the Company (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813234	53.3258	4813231	3	99.9999	0
	Total	24369264	18374789		18374786	3		
5- Appointment of Mr. Javier Eduardo Alarcon Ruiz as a Director (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813234	53.3258	4813231	3	99.9999	0
	Total	24369264	18374789		18374786	3		
6- Appointment of Lt. Gen D B Singh, as an Independent Director (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813234	53.3258	4813225	8	99.9998	0.0001
	Total	24369264	18374788		18374780	8		
	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813234	53.3258	4813229	5	99.9998	0.0001
	Total	24369264	18374789		18374784	5		



7 - Appointment of Mr. Sanjaya Kulkarni, as an Independent Director (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813234	53.3258	4813231	3	99.9999	0
	Total	24369264	18374789		18374786	3		0
8 - Appointment of Mr. Arun Bewoor, as an Independent Director (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813218	53.3256	4813210	8	99.9998	0
	Total	24369264	18374773		18374765	8		0.0001
9 - Appointment of Mr. Narendra Ambwani, as an Independent Director (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813234	53.3258	4813231	3	99.9999	0
	Total	24369264	18374789		18374786	3		0
10 - Appointment of Mr. Narendra Ambwani, as an Independent Director (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813234	53.3258	4813231	3	99.9999	0
	Total	24369264	18374789		18374786	3		0
11 - Reappointment of Dr. Pradip Ghosh Chaudhuri as Whole-time Director (Special Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4812712	53.32	4812709	3	99.9999	0
	Total	24369264	18374267		18374264	3		0
12 - Remuneration of M/s. Narasimha Murthy & Co., Cost Accountants (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813234	53.3258	4813231	3	99.9999	0
	Total	24369264	18374789		18374786	3		0
12 - Remuneration of M/s. Narasimha Murthy & Co., Cost Accountants (Ordinary Resolution)	Promoter and Promoter Group	12616619	12616619	100	12616619	0	100	0
	Public - Institutional Holders	2726553	944936	34.6568	944936	0	100	0
	Public-Others	9026092	4813218	53.3256	4813215	3	99.9999	0
	Total	24369264	18374773		18374770	3		0

Tumuluru Krishna Murty
B.Com.B.L.,F.C.A.,F.C.S.
Secretary, Brooke Bond Limited (Retired)

'Anasuya'
C-66, Durgabai Deshmukh Colony
Ahobil Mutt Road
Hyderabad – 500 007- India
Mobile:09391087255/09849384829
Tel.040- 27428094/27427083
Email: mrtumuluruk@gmail.com
tkm_hyderabad@yahoo.co.in

Tumuluru & Co.
Company Secretaries

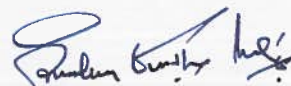
17/7/2014

The Chairman,
Agro Tech Foods Limited,
31,Sarojini Devi Road,
Secunderabad-500 003

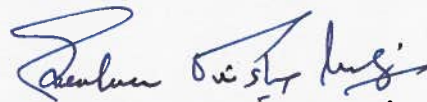
Scrutinizer's Consolidated Report pursuant to Sections 108 and 109 of the Companies Act, 2013 and Rules 20 and 21 of the Companies (Management and Administration) Rules 2014- E- Voting and physical ballot - Annual General Meeting dated 17th July, 2014.

1. I, Tumuluru Krishna Murty, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Agro Tech Foods Limited.
2. The Company's Management is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to E-voting and voting on physical ballot on the resolutions contained in the Notice dated 14th June 2014 to shareholders of the Company.
3. As a Scrutinizer, E-voting and physical ballot process is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions based on the E-voting and the physical ballot voting by shareholders of the Company
4. The E-voting process commenced from 9 .am. on 11th July 2014 and ended at 6 p.m. on 13th July 2014. Karvy Computershare Private Limited, the Registrars and Share Transfer Agents of the Company, the authorised agency to provide E-voting facility, have been appointed to provide E-voting facility for the 27th Annual General Meeting of the Company.
5. Pursuant to Rule 20 (xi) the Companies (Management and Administration) Rules 2014, after the conclusion of the E- Voting at 6 p.m., on 13th July 2014, I have unblocked the votes in the presence of two witnesses who are not the employees of the Company to make my report on the votes cast in favour or against ,if any. The report thereon has since been submitted to the Chairman of the company. The results of the E-voting are enclosed in Annexure I.
6. At the Annual General Meeting held on 17th July, 2014, the chairman has provided the opportunity, to the shareholders who were present at the meeting and had not exercised their vote on e-voting, to vote through physical ballot.

TUMULURU KRISHNA MURTY
Secretary in Wholtime Practice
FCS 142, CP 1293
TUMULURU & CO
Company Secretaries



7. Pursuant to Rule 21, physical ballot was conducted at the Annual General Meeting. The ballot papers have been scrutinized and the report in respect of votes cast in "favour" or "against" as per Form MGT 13 is enclosed as per Annexure II.
8. I am now submitting my Consolidated Report on the votes cast through the E-voting and physical ballot as per the Annexure III.



(Tumuluru Krishna Murty)

TUMULURU KRISHNA MURTY
Secretary in Wholetime Practice
FCS 142, CP 1293
TUMULURU & CO
Company Secretaries



17 July 2014

Tumuluru Krishna Murty
B.Com.B.L., F.C.A., F.C.S.
Secretary, Brooke Bond Limited (Retired)

Tumuluru & Co.,
Company Secretaries

'Anasuya'
C-66, Durgabai Deshmukh Colony
Ahobil Mutt Road
Hyderabad - 500 007- India
Mobile: 09391087255/09849384829
Tel. 040- 27428094/27427083
Email: mrtumuluruk@gmail.com
tkm_hyderabad@yahoo.co.in

16/7/2014

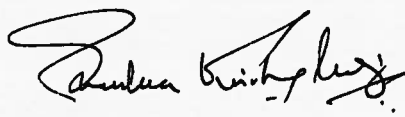
The Chairman,
Agro Tech Foods Limited,
31, Sarojini Devi Road,
Secunderabad-500 003

Scrutinizer's Report pursuant to Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014- E- Voting- Annual General Meeting to be held on 17th July, 2014.

1. I, Tumuluru Krishna Murty, Practising Company Secretary, has been appointed as the Scrutinizer by the Board of Directors of Agro Tech Foods Limited.
2. The Company's Management is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to E-voting on the resolutions contained in the Notice dated 14th June 2014 to shareholders of the Company.
3. The E-voting process commenced from 9 a.m. on 11th July 2014 and ended at 6 p.m. on 13th July 2014. Karvy Computershare Private Limited, the Registrars and Share Transfer Agents of the Company, the authorised agency to provide E-voting facility have been appointed to provide E-voting facility for the Annual General Meeting.
4. As a Scrutinizer E-voting process is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions based on the E-voting of shareholders of the Company and the reports generated from the E-voting system provided by Karvy Computershare Private Limited.
5. Pursuant to Rule 20 (xf) the Companies (Management and Administration) Rules, 2014 after the conclusion of the E- Voting at 6 p.m., on 13th July 2014, I have unblocked the votes in the presence of two witnesses who are not the employees of the Company to make my report of the votes cast in favour or against, if any.
6. I am now submitting my Report on the votes cast through the facility of E-voting as per Annexure

Witness 1

2


(Tumuluru Krishna Murty)

TUMULURU KRISHNA MURTY
Secretary in Wholetime Practice
FCS 142, CP 1293
TUMULURU & CO
Company Secretaries

Agro Tech Foods Limited

Annexure to the Scrutinizer's Report (E-VOTING) – ANNEXURE I

Resolution	Resolution Description	Mode	Ballots received	Favour			Against			Invalid/Abstain	
				Ballots	Votes	% to total votes	Ballots	Votes	% to total votes	Ballots	Votes
1	Adoption of Financial statements for the year ended 31 st March, 2014 and the Director's and Auditor's reports thereon	Electronic	22	22	894592	100	0	0	0	0	0
2	Declaration of dividend for the year ended 31 st March, 2014	Electronic	22	22	894592	100	0	0	0	0	0
3	Re-appointment of Mr Michael D Walter as Director, who retires by rotation	Electronic	22	22	894592	100	0	0	0	0	0
4	Appointment of M/s B S R & Associates LLP, Chartered Accountants as Auditors and fixing their remuneration	Electronic	22	22	894592	100	0	0	0	0	0
5	Appointment of Mr Javier Eduardo Alarcon Ruiz as Director	Electronic	22	21	894587	99.99944	1	5	0.000559	0	0
6	Appointment of Lt. Gen D B Singh as an Independent Director	Electronic	22	22	894590	99.99978	1	2	0.000224	0	0
7	Appointment of Mr Sanjaya Kulkarni as an Independent Director	Electronic	22	22	894592	100	0	0	0	0	0
8	Appointment of Mr Arun Bewoor as an Independent Director	Electronic	22	21	894587	99.99944	1	5	0.000559	0	0
9	Appointment of Mr Narendra Ambwani as an Independent Director	Electronic	22	22	894592	100	0	0	0	0	0
10	Appointment of Ms Veena Vishindas Gidwani as an Independent Director	Electronic	22	21	894587	100	0	0	0	1	5
11	Appointment of Dr Pradip Ghosh Chaudhuri as whole time Director	Electronic	22	22	894592	100	0	0	0	0	0
12	Remuneration of M/s. Narasimha Murthy & Co, Cost Accountants as Cost Auditors	Electronic	22	22	894592	100	0	0	0	0	0

(Signature)

TUMULURU KESHAHA MURTHY
Secretary in Wholetime Practice
FCS 142, CP 1293
TUMULURU & CO
Company Secretaries

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,

Chairman
Agro Tech Foods Limited
31, Sarojini Devi Road
Secunderabad – 500 003

27th Annual General Meeting of the Equity shareholders of Agro Tech Foods Limited held on 17th July, 2014 at 10.00 AM at Residency Hall, Hotel Green Park, Greenlands, Hyderabad – 500 016, Telangana.

Dear Sir,

I, **Tumuluru Krishna Murthy, Practising Company secretary, "Anasuya", C-666, Durgabhai Deshmukh Colony, Ahobil Mutt Rd., Hyderabad – 500 007** appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the **Annual General Meeting** of the Equity shareholders of **Agro Tech Foods Limited**, held on **17th July, 2014 at 10.00 AM at Residency Hall, Hotel Green Park, Greenlands, Hyderabad – 500 016, Telangana**, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, **TWO** ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.



4. The results of the poll is as under:

(a) Resolution No.1 as an Ordinary Resolution – Adoption of Accounts for the financial year ended 31st March, 2014

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	1,74,80,194	99.99998284

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716

iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
2	54,844

(b) Resolution No. 2 as an Ordinary Resolution - Declaration of dividend

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	1,74,80,194	99.99998284



ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716

iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
2	54,844

(c) Resolution No. 3 as an Ordinary Resolution – Reappointment of Mr. Michael D Walter who retires by rotation and being eligible, offers himself for re-appointment

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

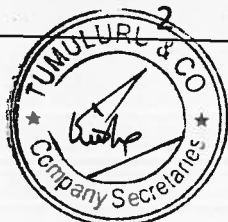
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	1,74,80,194	99.99998284

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716

iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
2	54,844



(d) Resolution No. 4 as an Ordinary Resolution – Appointment of M/s. BSR & Associates LLP, Chartered Accountants, as the Statutory Auditors of the Company

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	1,74,80,194	99.99998284

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716

iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
2	54,844

(e) Resolution No. 5 as an Ordinary Resolution – Appointment of Mr. Javier Eduardo Alarcon Ruiz, as a Director

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
68	1,74,80,193	99.99998284

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716



iii) **Invalid votes:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
3	54,845

(f) Resolution No. 6 as an Ordinary Resolution – Appointment of Lt. Gen D B Singh, as an Independent Director.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	1,74,80,194	99.99998284

ii) **Voted against the resolution:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716

iii) **Invalid votes:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
2	54,844



(g) Resolution No. 7 as an Ordinary Resolution – Appointment of Mr. Sanjaya Kulkarni, as an Independent Director.

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	1,74,80,194	99.99998284

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716

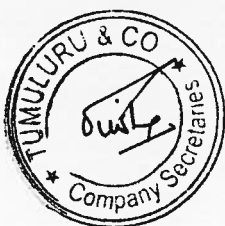
iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
2	54,844

(h) Resolution No. 8 – as an Ordinary Resolution – Appointment of Mr. Arun Bewoor, as an Independent Director.

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
68	1,74,80,178	99.99998284



ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716

iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
3	54,860

(i) **Resolution No. 9 – as an Ordinary Resolution – Appointment of Mr. Narendra Ambwani, as an Independent Director.**

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

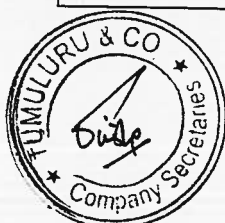
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	1,74,80,194	99.99998284

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716

iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
2	54,844



(j) Resolution No. 10 – as an Ordinary Resolution – Appointment of Ms. Veena Vishindas Gidwani as an Independent Director.

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
66	1,74,79,677	99.99998284

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716

iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
5	55,361

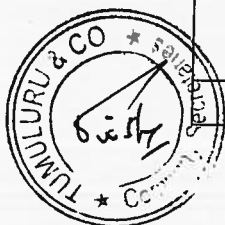
(k) Resolution No. 11 – as a Special Resolution- Re-appointment of Dr. Pradip Ghosh Chaudhuri as Whole-time Director

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	1,74,80,194	99.99998284

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716



iii) **Invalid votes:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them
2	54,844

(I) Resolution No. 12 – as an Ordinary Resolution- Remuneration of M/s. Narasimha Murthy & Co., Cost Accountants.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
68	1,74,80,178	99.99998284

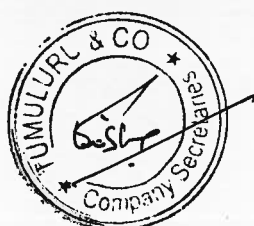
ii) **Voted against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00001716

iii) **Invalid votes:**

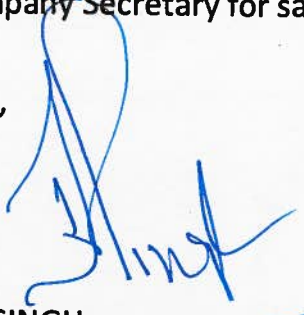
Number of members present and voting (in person or by proxy)	Number of votes cast by them
3	54,860

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



6. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

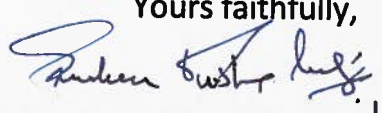
Thanking you,


LT. GEN.D.B. SINGH

Chairman – Annual General Meeting

17 July 2014

Yours faithfully,


TUMULURU KRISHNA MURTHY

B.com, B.L, FCA, FCS

TUMULURU & Co

Company Secretaries

"ANASUYA"

C-666, DURGABHAI DESHMUKH COLONY

AHOBIL MUTT ROAD, HYDERABAD – 500 007

TELEFAX : 040 – 27428904, tel: 040-27427803

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TUMULURU KRISHNA MURTHY
Secretary in Wholetime Practic
FCS 142, CP 1293
TUMULURU & CO
Company Secretaries

Agro Tech Foods Limited

Annexure to the Scrutinizer's Report (PHYSICAL) - ANNEXURE II

Resolution	Resolution Description	Mode	Ballots received	Total Votes		Favour		Against		Invalid/Abstain	
						Ballot	Votes	% to total votes	Ballot	Votes	% to total votes
1	Adoption of Financial statements for the year ended 31 st March, 2014 and the Director's and Auditor's reports thereon	Physical		72		69	17480194	99.9999	1	3	0
		Total		72		69	17480194		1	3	0
2	Declaration of dividend for the year ended 31 st March, 2014	Physical		72		69	17480194	99.9999	1	3	0
		Total		72		69	17480194		1	3	0
3	Re-appointment of Mr Michael D Walter as Director, who retires by rotation	Physical		72		69	17480194	99.9999	1	3	0
		Total		72		69	17480194		1	3	0
4	Appointment of M/s B S R & Associates LLP, Chartered Accountants as Auditors and fixing their remuneration	Physical		72		69	17480194	99.9999	1	3	0
		Total		72		69	17480194		1	3	0
5	Appointment of Mr Javier Eduardo Alarcon Ruiz as Director	Physical		72		68	17480193	99.9999	1	3	0
		Total		72		69	17480194		1	3	0
6	Appointment of Lt. Gen D B Singh as an Independent Director	Physical		72		69	17480194	99.9999	1	3	0
		Total		72		68	17480193		1	3	0
7	Appointment of Mr Sanjaya Kulkarni as an Independent Director	Physical		72		69	17480194	99.9999	1	3	0
		Total		72		69	17480194		1	3	0
8	Appointment of Mr Arun Bewoor as an Independent Director	Physical		72		68	17480178	99.9999	1	3	0
		Total		72		69	17480194		1	3	0
9	Appointment of Mr Narendra Ambwani as an Independent Director	Physical		72		69	17480194	99.9999	1	3	0
		Total		72		69	17480194		1	3	0



10	Appointment of Ms Veena Vishindas Gidwani as an Independent Director	Physical		72	66	17479677	99.9999	1	3	0	5	55361
		Total		72	66	17479677						
11	Appointment of Dr Pradip Ghosh Chaudhuri as whole time Director	Physical		72	69	17480194	99.9999	1	3	0	5	55361
		Total		72	69	17480194						
12	Remuneration of M/s. Narasimha Murthy & Co, Cost Accountants as Cost Auditors	Physical		72	68	17480178	99.9999	1	3	0	2	54844
		Total		72	68	17480178						
				72	68	17480178		1	3	0	3	54860



TUMULURU KRISHNA MURTHY
Secretary in Wholotime Practice

FCS 142, CP 1293

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Agro Tech Foods Limited

Annexure to the Scrutinizer's Report (COMBINED) - ANNEXURE III

Resolution	Resolution Description	Mode	Ballots received	Total Votes	Favour			Against			Invalid/Abstain	
					Ballot	Votes	% to total votes	Ballot	Votes	% to total votes	Ballots	Votes
1	Adoption of Financial statements for the year ended 31 st March, 2014 and the Director's and Auditor's reports thereon	Electronic		22	22	894592	100	0	0	0	0	0
		Physical		72	69	17480194	99.9999	1	3	0	2	54844
		Total		94	91	18374786		1	3	0	2	54844
2	Declaration of dividend for the year ended 31 st March, 2014	Electronic		22	22	894592	100	0	0	0	0	0
		Physical		72	69	17480194	99.9999	1	3	0	2	54844
		Total		94	91	18374786		1	3	0	2	54844
3	Re-appointment of Mr Michael D Walter as Director, who retires by rotation	Electronic		22	22	894592	100	0	0	0	0	0
		Physical		72	69	17480194	99.9999	1	3	0	2	54844
		Total		94	91	18374786		1	3	0	2	54844
4	Appointment of M/s B S R & Associates LLP, Chartered Accountants as Auditors and fixing their remuneration	Electronic		22	22	894592	100	0	0	0	0	0
		Physical		72	69	17480194	99.9999	1	3	0	2	54844
		Total		94	91	18374786		1	3	0	2	54844
5	Appointment of Mr Javier Eduardo Alarcon Ruiz as Director	Electronic		22	21	894587	99.99944	1	5	0.000559	0	0
		Physical		72	68	17480193	99.9999	1	3	0	3	54845
		Total		94	89	18374780		2	8	0	3	54845
6	Appointment of Lt. Gen D B Singh as an Independent Director	Electronic		22	22	894590	99.99978	1	2	0.000224	0	0
		Physical		72	69	17480194	99.9999	1	3	0	2	54844
		Total		94	91	18374784		2	5	0	2	54844
7	Appointment of Mr Sanjaya Kulkarni as an Independent Director	Electronic		22	22	894592	100	0	0	0	0	0
		Physical		72	69	17480194	99.9999	1	3	0	2	54844
		Total		94	91	18374786		1	3	0	2	54844
8	Appointment of Mr Arun Bewoor as an Independent Director	Electronic		22	21	894587	99.99944	1	5	0.000559	0	0
		Physical		72	68	17480178	99.9999	1	3	0	3	54850
		Total		94	89	18374765		2	8	0	3	54860



Annexure to the Scrutinizer's Report (COMBINED) - ANNEXURE III


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TUMULURU & CO
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