



8th December, 2023

National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.	BSE Limited, Department of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.
Symbol: ADFFOODS	Scrip Code: 519183

Dear Sir/ Madam,

Sub: Disclosure of Voting Results – Postal Ballot Notice dated 31st October, 2023.

With reference to the above, we wish to inform that pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company had sought approval of the Members of the Company for appointment of Mr. Pheroze K. Mistry (DIN: 00344590) as an Independent Director of the Company and appointment of Mr. Arjuun Guuha (DIN: 10366057) as a Whole Time Director of the Company, through Postal Ballot. In this regard, please find attached herewith the following:

1. Voting Results of the Postal Ballot conducted through remote e-voting process pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**Annexure - A**).
2. Scrutinizer' Report on e-voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014 (**Annexure - B**).

The said resolution is passed with the requisite majority on 7th December, 2023 (the last date for e-voting).

Please take the same on record.

Thanking You.
Yours Faithfully,

Shalaka Ovalekar
Company Secretary

Encl: As Above

CC: Link Intime India Private Limited
C-101, 247 Park, LBS Marg,
Vikhroli (W), Mumbai - 400 083.



ADF FOODS LIMITED

VOTING RESULTS (Postal Ballot by way of remote e-voting)

Date of Annual General Meeting/Extra Ordinary General Meeting	Not Applicable (Resolution passed through Postal Ballot on 7 th December, 2023)
Total Number of Shareholders on Record Date (i.e. 3 rd November, 2023 - Cut-off date for voting purpose)	35,450
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable (Resolution passed through Postal Ballot)
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable (Resolution passed through Postal Ballot)
Public	

The Mode of voting for the resolution was remote e-voting.

Agenda-wise disclosure								
1. Resolution required: Special			Approval for appointment of Mr. Pheroze K. Mistry (DIN: 00344590) as an Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares $[(2)/(1)] * 100 = (3)$	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled $[(4)/(2)] * 100 = (6)$	% of Votes against on votes polled $[(5)/(2)] * 100 = (7)$
Promoter and Promoter Group	E-Voting	3,98,54,565	2,79,62,335	70.16%	2,79,62,335	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total		3,98,54,565	2,79,62,335	70.16%	2,79,62,335	0	100.00%
Public- Institutions	E-Voting	2,65,63,550	1,91,50,214	72.09%	1,91,50,214	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total		2,65,63,550	1,91,50,214	72.09%	1,91,50,214	0	100.00%
Public- Non Institutions	E-Voting	4,34,45,480	62,63,855	14.42%	62,58,232	5,623	99.91%	0.09%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total		4,34,45,480	62,63,855	14.42%	62,58,232	5,623	99.91%
Total		10,98,63,595	5,33,76,404	48.58%	5,33,70,781	5,623	99.99%	0.01%

2. Resolution required: Ordinary			Approval for appointment of Mr. Arjuun Guuha (DIN: 10366057) as a Whole Time Director of the Company.					
Whether promoter/ promoter group are interested			No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares $[(2)/(1)] * 100 = (3)$	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled $[(4)/(2)] * 100 = (6)$	% of Votes against on votes polled $[(5)/(2)] * 100 = (7)$
Promoter and Promoter Group	E-Voting	3,98,54,565	2,79,62,335	70.16%	2,79,62,335	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total		3,98,54,565	2,79,62,335	70.16%	2,79,62,335	0	100.00%
Public- Institutions	E-Voting	2,65,63,550	1,91,50,214	72.09%	1,88,07,734	3,42,480	98.21%	1.79%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total		2,65,63,550	1,91,50,214	72.09%	1,88,07,734	3,42,480	98.21%
Public- Non Institutions	E-Voting	4,34,45,480	62,63,855	14.42%	62,58,281	5,574	99.91%	0.09%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total		4,34,45,480	62,63,855	14.42%	62,58,281	5,574	99.91%
Total		10,98,63,595	5,33,76,404	48.58%	5,30,28,350	3,48,054	99.35%	0.65%

Note:

- One of the shareholder holding 454 shares has abstained from voting hence his votes are not included in number of votes polled.
- Voting Rights under "Public - Non Institutions" category: includes 25,67,445 shares held by Investor Education and Protection Fund (IEPF) Authority (on which voting rights are frozen pursuant to Rule 6(6) of the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time).
- The aforesaid resolution has been passed with requisite majority.

For ADF Foods Limited

Shalaka
Shalaka Ovalekar
Company Secretary



S. S. RISBUD & CO.

Company Secretaries

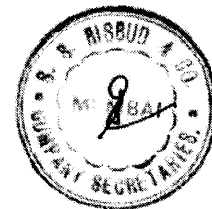
303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road,
Thane (E) - 400 603, Ph No: 9930508733/ 7208433966
Email: sanjayrisbud@yahoo.com

SCRUTINIZER'S REPORT ON POSTAL BALLOT

To,
The Chairman
ADF Foods Limited
83/86, GIDC Industrial Estate,
Nadiad, Gujarat - 387 001

Respected Sir,

1. I, Sanjay S. Risbud, Practicing Company Secretary (Membership No. 13774 and C. P. No. 5117) have been appointed as a Scrutinizer to for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("e-voting") in a fair and transparent manner in respect of below mentioned Resolutions pursuant to the Postal Ballot Notice dated 31st October, 2023 issued under Section 108 & 110 of the Companies Act, 2013 ("the Act"), Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated 25th September, 2023, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or reenactment(s) thereof for the time being in force):
 1. **Appointment of Mr. Pheroze K. Mistry (DIN: 00344590) as an Independent Director of the Company – Special Resolution.**
 2. **Appointment of Mr. Arjuun Guuha (DIN: 10366057) as a Whole Time Director of the Company – Ordinary Resolution.**
2. The Company had sent Postal Ballot Notice in electronic form only and hard copies of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members has taken place through the E-voting system only.
3. The Company provided the E-voting facility offered by Link Intime India Private Limited for conducting E-voting by the Members of the Company.
4. The E-Voting period remained opened from Wednesday, 8th November, 2023 at 09:00 a.m. India Standard Time ('IST') till Thursday, 7th December, 2023 at 05:00 p.m. IST both days inclusive.
5. The Members of the Company as on the Cut-off Date i.e. Friday, 3rd November, 2023 were entitled to vote on the Resolutions.

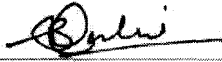


S. S. RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road,
Thane (E) - 400 603, Ph No: 9930508733/ 7208433966
Email: sanjayrisbud@yahoo.com

6. The Votes cast were unblocked on Thursday, 7th December, 2023 in the presence of two witnesses, Ms. Sampada Dalvi and Mr. Nilesh Lihe who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Ms. Sampada Dalvi



Mr. Nilesh Lihe

7. Thereafter, the details containing *inter-alia*, list of Equity Shareholders voted "For" or "Against" the Resolutions that were put to vote, was generated from the E-Voting website of Link Intime India Private Limited i.e. "instavote.linkintime.co.in"

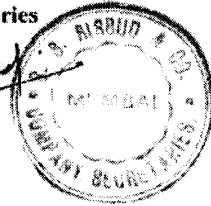

A summary of the E-voting with their pattern of voting is as per Annexure.

Based on the above, the Resolutions as set out in the Notice are passed with requisite majority.

The results of the voting by Members through Postal Ballot in respect of the above mentioned Special Resolution and Ordinary Resolution may accordingly be declared by the Chairman of the Company.

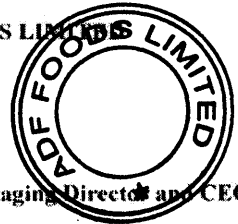
Thanking you.

Yours sincerely,
For S. S. Risbud & Co.
Company Secretaries



Sanjay S. Risbud
Proprietor
CP No.: 5117
Membership No.: A13774

For ADF FOODS LIMITED



Bimal Thakkar
Chairman, Managing Director and CEO
DIN: 00087404
Date: 8th December, 2023

Date: 8th December, 2023

Place: Thane

UDIN number A013774E002871552

Peer Review Number: 2913/2023

S. S. RISBUD & CO.

Company Secretaries

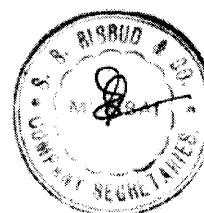
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Email: sanjayrisbud@yahoo.com

ANNEXURE

	Resolution 1: Special Resolution	
	Appointment of Mr. Pheroze K. Mistry (DIN: 00344590) as an Independent Director of the Company.	
No. of Postal Ballot Forms Received: NA	No. of Shares	%
Postal Ballot Forms with ASSENT for the Resolution	NA	NA
Postal Ballot Forms with DISSENT for the Resolution	NA	NA
Invalid Postal Ballot Forms	NA	NA
Total No. of Votes	NA	NA
No. of E-Voting Confirmations: 128		
E-voting confirmations with ASSENT for the Resolution	53370781	99.99
E-voting confirmations with DISSENT for the Resolution	5623	0.01
E-voting confirmations with ABSTAIN for the Resolution	454	0.00
Invalid E-voting	Nil	Nil
Total No. of Votes	53376858	100
No. of Postal Ballot Forms/ E-Voting Confirmations: 128		
Postal Ballot Forms/ E-voting with ASSENT for the Resolution	53370781	99.99
Postal Ballot Forms/ E-voting with DISSENT for the Resolution	5623	0.01
E-voting confirmations with ABSTAIN for the Resolution	454	0.00
Invalid Ballot Forms/ E-Voting	Nil	Nil
Total No. of Votes	53376858	100



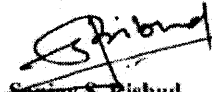
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	Resolution 2: Ordinary Resolution	
	Appointment of Mr. Arjun Guha (DIN: 10366057) as a Whole Time Director of the Company.	
No. of Postal Ballot Forms Received: NA	No. of Shares	%
Postal Ballot Forms with ASSENT for the Resolution	NA	NA
Postal Ballot Forms with DISSENT for the Resolution	NA	NA
Invalid Postal Ballot Forms	NA	NA
Total No. of Votes	NA	NA
No. of E-Voting Confirmations: 128		
E-voting confirmations with ASSENT for the Resolution	53028350	99.35
E-voting confirmations with DISSENT for the Resolution	348054	0.65
E-voting confirmations with ABSTAIN for the Resolution	454	0.00
Invalid E-voting	Nil	Nil
Total No. of Votes	53376858	100
No. of Postal Ballot Forms/ E-Voting Confirmations: 128		
Postal Ballot Forms/ E-voting with ASSENT for the Resolution	53028350	99.35
Postal Ballot Forms/ E-voting with DISSENT for the Resolution	348054	0.65
E-voting confirmations with ABSTAIN for the Resolution	454	0.00
Invalid Ballot Forms/ E-Voting	Nil	Nil
Total No. of Votes	53376858	100

For S. S. Risbud & Co.
Company Secretaries


Sanjay S. Risbud

Proprietor

CP No.: 5117

Membership No.: 13774

Date: 8th December, 2023

Place: Thane

UDIN number A013774E002871552

Peer Review Number: 2913/2023

