



Ref: SECT: STOC: 21-24

15th March, 2024

To
The Manager
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

To
The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C-1, G Block, Bandra-Kurla
Complex, Bandra (East), Mumbai – 400 051

Scrip Code: 519552

Scrip Code: HERITGFOOD

Sub: Disclosure of Voting Results of Postal Ballot along with Scrutinizer's Report

Dear Sir/Madam,

In continuation to our letter dated February 12, 2024, titled 'Postal Ballot Notice', we hereby enclose the following documents:

- Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure-I**.
- Report of Scrutinizer dated March 15, 2024 as **Annexure-II**

The resolutions as proposed in the postal ballot notice has been passed by the shareholders by remote e-voting process with requisite majority.

The e-voting Results and Scrutinizer's Report are also being hosted on the website of the Company at www.heritagefoods.in.

Kindly take the same on record and display the same on the website of your exchange.

Thanks & Regards

For **HERITAGE FOODS LIMITED**

UMAKANTA BARIK

Company Secretary & Compliance Officer
M. No: FCS-6317

Enc: a/a



HERITAGE FOODS LIMITED

CIN : L15209TG1992PLC014332

AN ISO: 22000 CERTIFIED COMPANY



Regd. Off : H.No. 8-2-293/82/A/1286 , Plot No. 1286, Road No. 1 & 65, Jubilee Hills, Hyderabad - 500033, Telangana, INDIA.
Tel. : +91-40-23391221, 23391222, Fax: 23326789, 23318090 Email : hfl@heritagefoods.in, Website : www.heritagefoods.in



Annexure-I

Company Name	HERITAGE FOODS LIMITED
Date of the Postal Ballot Result	January 29, 2024
Total number of shareholders on record date (February 09, 2024)	58,091
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	
Public:	

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Smt. Aparna Surabhi (DIN: 01641633) as Non-Executive Independent Woman Director of the Company				
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	38327742	38326942	99.9979	38326942	0	100.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38327742	38326942	99.9979	38326942	0	100.0000
Public-Institutions	E-Voting	13047456	11748996	90.0482	6840169	4908827	58.2192	41.7808
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		13047456	11748996	90.0482	6840169	4908827	58.2192
Public-Non-Institutions	E-Voting	41420802	11593526	27.9896	11589440	4086	99.9648	0.0352
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		41420802	11593526	27.9896	11589440	4086	99.9648
Total		92796000	61669464	66.4570	56756551	4912913	92.0335	7.9665



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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-Appointment of Smt. N. Bhuvanewari (DIN: 00003741) as Whole-time Director designated as Vice-Chairperson and Managing Director of the Company				
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	38327742	38326942	99.9979	38326942	0	100.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38327742	38326942	99.9979	38326942	0	100.0000
Public-Institutions	E-Voting	13047456	11748996	90.0482	1277650	10471346	10.8745	89.1255
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		13047456	11748996	90.0482	1277650	10471346	10.8745
Public-Non-Institutions	E-Voting	41420802	11593513	27.9896	11589360	4153	99.9642	0.0358
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		41420802	11593513	27.9896	11589360	4153	99.9642
Total		92796000	61669451	66.4570	51193952	10475499	83.0135	16.9865

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-Appointment of Smt. N. Brahmani (DIN: 02338940) as Whole-time Director designated as Executive Director of the Company				
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	38327742	38326942	99.9979	38326942	0	100.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		38327742	38326942	99.9979	38326942	0	100.0000
Public-Institutions	E-Voting	13047456	11748996	90.0482	1277650	10471346	10.8745	89.1255
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		13047456	11748996	90.0482	1277650	10471346	10.8745
Public-Non-Institutions	E-Voting	41420802	11593523	27.9896	11589420	4103	99.9646	0.0354
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		41420802	11593523	27.9896	11589420	4103	99.9646
Total		92796000	61669461	66.4570	51194012	10475449	83.0136	16.9864



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SCRUTINISERS REPORT

To
The Chairperson
HERITAGE FOODS LIMITED
CIN: L15209TG1992PLC014332
H. No. 8-2-293/82/A/1286, Plot No. 1286,
Road No. 1 & 65, Jubilee Hills,
Hyderabad - 500 033, Telangana, India

Dear Madam,

Sub: Passing of resolutions through Postal Ballot notice dated January 29, 2024.

Pursuant to the resolutions passed by the Board of Directors of M/s. Heritage Foods Limited (Herein after called HFL) CIN: L15209TG1992PLC014332 on January 29, 2024, we have been appointed as scrutinizer for conducting the postal ballot and e-voting process in fair and transparent manner in respect of the Special resolutions as circulated in the postal ballot notice dated January 29, 2024.

The Company had engaged the services of its Registrars and Transfer Agents viz, KFin Technologies Limited (KFintech) (CIN: L72400TG2017PLC117649), Hyderabad to provide platform for recording votes of shareholders electronically through Remote e-voting. KFin Technologies Limited has set up the Remote e-voting facility on the KFintech e-voting website <https://e-voting.kfintech.com>

Details of the Proposed Resolutions:

S.no	Description of Special Resolutions
1.	Re-Appointment of Mrs. Aparna Surabhi (DIN: 01641633) as Non-Executive Independent Woman Director of the Company
2.	Re-Appointment of Mrs. N. Bhuvaneshwari (DIN: 00003741) as Whole-time Director designated as Vice-Chairperson and Managing Director (VC&MD) of the Company
3.	Re-Appointment of Mrs. N. Brahmani (DIN: 02338940) as Whole-time Director designated as Executive Director of the Company



We report that the postal ballot notice dated January 29, 2024 together with the explanatory statement, under section 110 of the Companies Act, 2013 read with the relevant rules, were sent on February 12, 2024-, through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories whose name appears on the Register of Members/List of Beneficial Owners maintained by the Depositories as on cut-off date i.e. Friday, February 09, 2024 and the hard copies of the Postal Ballot Notice was sent through courier to other members whose e-mail was not registered with the Company or with their Depository Participants as on Friday, February 09, 2024. pursuant to the circulars and notification issued by the Ministry of Corporate Affairs, Government of India (the 'MCA') and SEBI Listing Regulations.

In compliance with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to dispatch of Postal Ballot notice and details of the Special Business item set out, through Postal Ballot by remote electronic voting ('e-voting') process was published in Financial Express (all editions) and Andhra Prabha (Hyderabad edition) on February 13, 2024.

The voting period for remote e-voting were commenced on Wednesday, February 14, 2024 at 09:00 a.m. ('IST') and ended on Thursday, March 14, 2024 at 05:00 p.m. (IST) both days inclusive.

All votes cast by Remote e-voting through KFin Technologies Limited were received up to Thursday, March 14, 2024 at 05:00 p.m. (IST) being the last date fixed by the Company and the e-voting module was disabled for voting thereafter.

On scrutiny, we report that 340 (Three Hundred and Forty Only) shareholders exercised their vote through e-voting.

The details of the Voting are as under:

Details of Resolutions	Item 1: Re-Appointment of Mrs. Aparna Surabhi (DIN: 01641633) as Non-Executive Independent Woman Director of the Company
	Item 2: Re-Appointment of Mrs. N. Bhuvaneshwari (DIN: 00003741) as Whole-time Director designated as Vice-Chairperson and Managing Director (VC&MD) of the Company



	Item 3: Re-Appointment of Mrs. N. Brahmani (DIN: 02338940) as Whole-time Director designated as Executive Director of the Company
Resolutions Required	Special resolutions
Mode of Voting	E-Voting
Date of Postal Ballot Notice	January 29, 2024
Date of dispatch of Notice through email	February 12, 2024
Remote E-Voting Date & Time	Commencement of voting through electronic means: Wednesday, 14th February, 2024, (9:00 A.M.)
	End of voting through electronic means: Thursday, 14th March, 2024 (5:00 P.M.)
Total no. of Shareholders on cut-off date	58,091

Item 1: Result of Postal Ballot for Re-Appointment of Mrs. Aparna Surabhi (DIN: 01641633) as Non-Executive Independent Woman Director of the Company - Special Resolution:

(i) Voted in favour of the resolution:

No. of members	No. of votes cast in favour of Resolution	% of total no. of valid votes cast
308	56756551	92.03

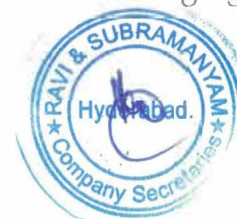
(ii) Voted in against of the resolution:

No. of members	No. of votes cast in Against of Resolution	% of total no. of valid votes cast
25	4912913	7.97

(iii) Abstain & Less votes:

Total numbers of members who abstained from voting	Total number of votes
7	703 + 4

Item 2: Result of Postal Ballot for Re-Appointment of Mrs. N. Bhuvaneshwari (DIN: 00003741) as Whole-time Director designated as Vice-Chairperson and Managing Director (VC&MD) of the Company



(i) Voted in favour of the resolution:

No. of members	No. of votes cast in favour of Resolution	% of total no. of valid votes cast
285	51193952	83.01

(ii) Voted in against of the resolution:

No. of members	No. of votes cast in Against of Resolution	% of total no. of valid votes cast
49	10475499	16.99

(iii) Abstain & Less votes:

Total numbers of members who abstained from voting	Total number of votes
6	702+18

Item 3: Re-Appointment of Mrs. N. Brahmani (DIN: 02338940) as Whole-time Director designated as Executive Director of the Company

(i) Voted in favour of the resolution:

No. of members	No. of votes cast in favour of Resolution	% of total no. of valid votes cast
287	51194012	83.01

(ii) Voted in against of the resolution:

No. of members	No. of votes cast in Against of Resolution	% of total no. of valid votes cast
48	10475449	16.99

(iii) Abstain & Less votes:

Total numbers of members who abstained from voting	Total number of votes
5	692+18


As the number of votes cast in favour of the Resolutions exceed the votes cast against the resolutions, we report that the Special Resolutions as set forth in the Postal Ballot Notice dated January 29, 2024 has been passed by the Members with requisite majority. The Resolutions are deemed as passed on the last date specified for e-voting, i.e. Thursday, March 14, 2024

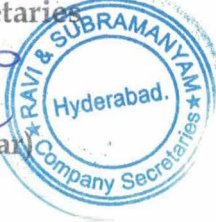


The result of the Postal Ballot will be displayed on the Company's website www.heritagefoods.in as also that of the Service Provider (KFintech) at <https://evoting.kfintech.com>. The results will also be communicated to BSE Limited and the National Stock Exchange of India Limited, being stock exchanges where the shares of the Company are listed.

The register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode will remain in our custody until the Chairperson considers, approves and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Company Secretary for safe keeping.

**For Ravi & Subramanyam
Company Secretaries**


(A. Ravi Shankar)
Partner
FCS No: 5335
C.P No: 4318
UDIN: F005335E003586022



Place: Hyderabad
Date: 15.03.2024