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kkd@apexfrozenfoods.com  
CIN: L15490AP2012PLC080067

Date: 24.09.2021

To  
The General Manager,  
Department of Corporate Services,  
Bombay Stock Exchange Limited,  
PhirozeJeejeebhoy Towers,  
Dalal Street, Mumbai- 400001.  
**Scrip Code : 540692**

To  
The General Manager,  
Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No C/1, G Block,  
Bandra Kurla Complex,  
Bankdra (East), Mumbai - 400 051.  
**Scrip Symbol : APEX**

Dear Sir's,

**Sub: Intimation of proceedings and details of the voting results of the 9<sup>th</sup> Annual General Meeting of the Company - reg.**

**Ref: Regulation 30 and 44(3) of SEBI (LODR) Regulations, 2015.**

Pursuant to Reg. 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith submitting the details regarding proceedings of the 9<sup>th</sup> Annual General Meeting (AGM) of the Company held Wednesday, 22<sup>nd</sup> day of September 2021 through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) at 9.00 A.M

Further pursuant to Reg. 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith submitting the details regarding the voting results of the business transacted at the Annual General Meeting. We are also enclosing the Scrutinizer Report on Remote e-voting & Remote e-voting at the Annual General Meeting.

You are requested to take note of the above information on record.

Thanking you,

Yours faithfully,  
For **Apex Frozen Foods Limited**

A handwritten signature in purple ink, appearing to read 'S. Sarojini', is written over a circular blue stamp.



S.Sarojini,  
Company Secretary & Compliance officer

## AGM OUTCOME / PROCEEDINGS

**Name of the Company** : APEX FROZEN FOODS LIMITED  
**Date of the AGM** : Wednesday, 22<sup>nd</sup> day of September 2021  
 (through Video Conferencing (VC) / Other Audio-Visual Means (OAVM))  
**Total number of shareholders on record date** : 42483  
**Cut-off date** : 15<sup>th</sup> September, 2021

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

Promoters and Promoter Group : 0  
 Public : 0

**No. of Shareholders attended the meeting through Video Conferencing:**

Promoters and Promoter Group : 4  
 Public : 61  
 Total : 65

**Results of the Meeting:**

Item No.	Type of Resolution	Description of the Resolution	Mode of voting	Remarks
1	Ordinary	TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR 2020-21, TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.	Remote e-voting and Remote e-voting at the AGM	Passed with requisite majority
2	Ordinary	TO DECLARE FINAL DIVIDEND OF RS. 2.00/- (20%) PER EQUITY SHARE OF RS. 10/- EACH TO THE SHAREHOLDERS FOR THE FINANCIAL YEAR 2020	Remote e-voting and Remote e-voting at the AGM	Passed with requisite majority
3	Ordinary	TO RE-APPOINT A DIRECTOR IN PLACE OF MR. K. SUBRAHMANYA CHOWDARY (DIN 03619259), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT	Remote e-voting and Remote e-voting at the AGM	Passed with requisite majority
4	Special	APPOINTMENT OF MR. B. RAGHAVULU NAIDU (DIN: 09158333) AS AN INDEPENDENT DIRECTOR	Remote e-voting and Remote e-voting at the AGM	Passed with requisite majority
5	Special	APPOINTMENT OF MR. GOVINDAREDDY KRISHNAMOORTHY (DIN: 09208749) AS AN INDEPENDENT DIRECTOR	Remote e-voting and Remote e-voting at the AGM	Passed with requisite majority

<b>Resolution(1)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				<b>TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR 2020-21, TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.</b>				
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	22694060	8918779	39.3001	8918779	0	100	0
	Remote E-Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		22694060	8918779	39.3001	8918779	0	100
Public-Institutions	E-Voting	2977675	1737443	58.349	1737443	0	100	0
	Remote E-Voting							
	Postal Ballot (if applicable)							
	Total		2977675	1737443	58.349	1737443	0	100
Public-Non Institutions	E-Voting	5578265	227407	4.0767	223209	4198	98.154	1.846
	Remote E-Voting		888	0.0159	888	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5578265	228295	4.0926	224097	4198	98.1612
Total		31250000	10884517	34.8305	10880319	4198	99.9614	0.0386
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

<b>Resolution(2)</b>								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					<b>TO DECLARE FINAL DIVIDEND OF RS. 2.00/- (20%) PER EQUITY SHARE OF RS. 10/- EACH TO THE SHAREHOLDERS FOR THE FINANCIAL YEAR 2020-21.</b>			
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	22694060	8918779	39.3001	8918779	0	100	0
	Remote E-Voting							
	Postal Ballot (if applicable)							
	Total		22694060	8918779	39.3001	8918779	0	100
Public- Institutions	E-Voting	2977675	1737443	58.349	1737443	0	100	0
	Remote E-Voting							
	Postal Ballot (if applicable)							
	Total		2977675	1737443	58.349	1737443	0	100
Public- Non Institutions	E-Voting	5578265	227407	4.0767	227198	209	99.9081	0.0919
	Remote E-Voting		888	0.0159	888	0	100	0
	Postal Ballot (if applicable)							
	Total		5578265	228295	4.0926	228086	209	99.9085
Total		31250000	10884517	34.8305	10884308	209	99.9981	0.0019
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

<b>Resolution(3)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				<b>TO RE-APPOINT A DIRECTOR IN PLACE OF MR. K. SUBRAHMANYA CHOWDARY (DIN 03619259), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT</b>				
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	22694060	0	0	0	0	0	0
	Remote E-Voting							
	Postal Ballot (if applicable)							
	Total	22694060	0	0	0	0	0	0
Public- Institutions	E-Voting	2977675	1737443	58.349	1737443	0	100	0
	Remote E-Voting							
	Postal Ballot (if applicable)							
	Total	2977675	1737443	58.349	1737443	0	100	0
Public- Non Institutions	E-Voting	5578265	227407	4.0767	223050	4357	98.0841	1.9159
	Remote E-Voting		888	0.0159	888	0	100	0
	Postal Ballot (if applicable)							
	Total	5578265	228295	4.0926	223938	4357	98.0915	1.9085
Total		31250000	1965738	6.2904	1961381	4357	99.7784	0.2216
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	8918779
Public Institutions	0
Public - Non Institutions	0

<b>Resolution(4)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				<b>APPOINTMENT OF MR. B. RAGHAVULU NAIDU (DIN: 09158333) AS AN INDEPENDENT DIRECTOR</b>				
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	22694060	8918779	39.3001	8918779	0	100	0
	Remote E-Voting							
	Postal Ballot (if applicable)							
	Total		22694060	8918779	39.3001	8918779	0	100
Public- Institutions	E-Voting	2977675	1737443	58.349	1737443	0	100	0
	Remote E-Voting							
	Postal Ballot (if applicable)							
	Total		2977675	1737443	58.349	1737443	0	100
Public- Non- Institutions	E-Voting	5578265	227280	4.0744	226902	378	99.8337	0.1663
	Remote E-Voting		888	0.0159	888	0	100	0
	Postal Ballot (if applicable)							
	Total		5578265	228168	4.0903	227790	378	99.8343
Total		31250000	10884390	34.83	10884012	378	99.9965	0.0035
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non-Institutions	0

<b>Resolution(5)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				<b>APPOINTMENT OF MR. GOVINDAREDDY KRISHNAMOORTHY (DIN: 09208749) AS AN INDEPENDENT DIRECTOR</b>				
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	22694060	8918779	39.3001	8918779	0	100	0
	Remote E-Voting							
	Postal Ballot (if applicable)							
	Total		22694060	8918779	39.3001	8918779	0	100
Public-Institutions	E-Voting	2977675	1737443	58.349	1737443	0	100	0
	Remote E-Voting							
	Postal Ballot (if applicable)							
	Total		2977675	1737443	58.349	1737443	0	100
Public-Non Institutions	E-Voting	5578265	227280	4.0744	227002	278	99.8777	0.1223
	Remote E-Voting		888	0.0159	888	0	100	0
	Postal Ballot (if applicable)							
	Total		5578265	228168	4.0903	227890	278	99.8782
Total		31250000	10884390	34.83	10884112	278	99.9974	0.0026
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



**A.S. RAMKUMAR & ASSOCIATES**  
Company Secretaries

**Form No. MGT - 13**  
**REPORT OF SCRUTINIZER**

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

To,  
The Chairman

9<sup>th</sup> Annual General Meeting of Apex Frozen Foods Limited, held on Wednesday, 22<sup>nd</sup> September, 2021 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) at 9.00 A.M at the registered office of the company at 3-160, Panasapadu, Kakinada, East Godavari - 533005, Andhra Pradesh.

Dear Sir,

I, Durga Bhavani Agarwal, Company Secretary in Practice, Partner of M/s. A.S.Ramkumar & Associates, Company Secretaries, Hyderabad was appointed as Scrutinizer for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting during the AGM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") under the provisions of Section 108 of Companies Act, 2013 (The Act) read with Rule 20 of the Companies (Management and Administration) rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 read with Regulations of SEBI (Listing Obligations And Disclosure requirements) Regulations, 2015 of Listing Agreement, as amended, entered into by the Company with National Stock Exchange of India Limited (NSE) and BSE Limited and the Secretarial Standard on General Meetings, on the below mentioned resolution(s) as provided in the notice dated 14.08.2021, at the 9<sup>th</sup> Annual General Meeting of Apex Frozen Foods Limited, held on Wednesday, 22<sup>nd</sup> September, 2021 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) at 9.00 A.M

I submit my report as under:

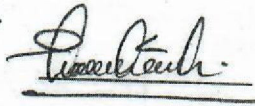
1. The notice dated 14.08.2021 convening the 9<sup>th</sup> Annual General Meeting of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company, on 22.09.2021 through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.
2. The shareholders holding shares as on the "cut off" date i.e 15<sup>th</sup> September, 2021 were entitled to vote on the resolutions (Item Nos. 1 to 5 as set out in the Notice of the 9<sup>th</sup> Annual general meeting of Apex Frozen Foods Limited.

*Bhavan*






3. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for executing the facility of Remote E-voting to the shareholders of the Company.
4. The Remote E-voting period for the business to be transacted at the AGM commenced from Sunday, 19<sup>th</sup> September, 2021, 9.00 AM (IST) and ended on Tuesday, 21<sup>st</sup> September, 2021, 5.00 PM (IST).
5. At the 9<sup>th</sup> Annual General Meeting of Company, held on Wednesday, 22<sup>nd</sup> September, 2021 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) at 9.00A.M the Company had also provided e-voting facility to the shareholders present at the AGM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) at and who had not participated in the Remote E-voting facility provided during Sunday, 19<sup>th</sup> September, 2021, 9.00 AM (IST) and ended on Tuesday, 21<sup>st</sup> September, 2021, 5.00 PM (IST), to cast their votes. After ensuring that all the members who desire to cast their vote through e-voting at the AGM have exercised their right to vote and after seeking permission from the Chairman of the 9<sup>th</sup> Annual General Meeting of the company, e-voting at the AGM was closed/blocked.
6. The e-Voting Result was unblocked from the CDSL website [www.evotingindia.com](http://www.evotingindia.com) and the file containing the Result was opened in the presence of two (2) witnesses, Mr.P.Bikshapathi and Mrs.Uma, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



P.Bikshapathi



Uma

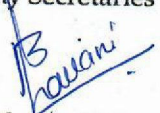
7. Subsequent to the completion of e-voting process at the 9<sup>th</sup> AGM, the votes cast by the shareholders were diligently scrutinized by me. The votes cast at the 9<sup>th</sup> AGM were reconciled with the records maintained by the Company, Registrar and Transfer Agents of the Company and with the authorizations lodged with the Company.
8. The Management of the Company is responsible for the compliance of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes casted in favour or against for respective Resolution(s).
9. The Electronic data and relevant records of Voting shall remain in my safe custody until Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Managing Director, Company Secretary and CFO for safe custody.

*13*  
*havan*



10. I have completed the formalities of e-voting during the AGM. I hereby submit my consolidated report (Annexed) of both remote e-Voting and remote e-Voting at AGM with details of votes "For" and "Against" for each resolution is herewith attached as Annexure and you may accordingly declare the results of the voting. All the resolutions stand passed on consolidated result (Remote e-voting and e-voting at 9<sup>th</sup> AGM).

Thanking you,  
for A.S.Ramkumar & Associates  
Company Secretaries

  
Durga Bhavani Agarwal  
Partner  
FCS 8324  
CP. 11608



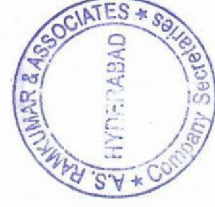
Place: Hyderabad  
Date: 23.09.2021  
UDIN: F008324C000996212

**Consolidated Report**

**Result of Voting (through Remote e-voting and Remote e-voting at AGM)**

Annexure

Resol ution No	Description	Type of resolution	Type of voting	Valid Votes				Invalid / Abstained Votes		Total no of Valid Votes	
				Voted in Favour		Voted Against		No. of members voted	No. of votes casted		
				No. of members Voted	No. of votes casted	% of valid votes	No. of members Voted				No. of votes casted
1	TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR 2020-21, TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND TO DECLARE FINAL DIVIDEND OF RS. 2.00/- (20%) PER EQUITY SHARE OF RS. 10/- EACH TO THE SHAREHOLDERS FOR THE FINANCIAL YEAR 2020-21.	Ordinary	Remote e- voting Venue Remote e- voting <b>Total</b>	97 10 <b>107</b>	10879431 888 <b>10880319</b>	99.96 100.00 <b>99.96</b>	3 0 <b>4</b>	5 0 <b>5</b>	6 0 <b>6</b>	8 0 <b>8</b>	9 10883629 888 <b>10884517</b>
2	TO RE-APPOINT A DIRECTOR IN PLACE OF MR. K. SUBRAHMANYA CHOWDARY (DIN 03619259), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.	Ordinary	Remote e- voting Venue Remote e- voting <b>Total</b>	97 10 <b>107</b>	10883420 888 <b>10884308</b>	100.00 100.00 <b>100.00</b>	5 0 <b>5</b>	209 0 <b>209</b>	0.00 0 <b>0.00</b>	0 0 <b>0</b>	0 10883629 <b>10884517</b>
3	APPOINTMENT OF MR. B. RAGHAVULU NAIDU (DIN: 09158333) AS AN INDEPENDENT DIRECTOR.	Special	Remote e- voting Venue Remote e- voting <b>Total</b>	95 10 <b>105</b>	10883124 888 <b>10884012</b>	100.00 100.00 <b>100.00</b>	6 0 <b>6</b>	378 0 <b>378</b>	0.00 0 <b>0.00</b>	0 0 <b>0</b>	0 10883502 <b>10884390</b>
5	"APPOINTMENT OF MR. GOVINDAREDDY KRISHNAMOORTHY (DIN: 09208749) AS AN INDEPENDENT DIRECTOR.	Special	Remote e- voting Venue Remote e- voting <b>Total</b>	96 10 <b>106</b>	10883224 888 <b>10884112</b>	100.00 100.00 <b>100.00</b>	5 0 <b>5</b>	278 0 <b>278</b>	0.00 0 <b>0.00</b>	0 0 <b>0</b>	0 10883502 <b>10884390</b>



*Handwritten signature*