

December 21, 2020

DCS-CRD

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051

Symbol: ADFFOODS

DCS-CRD

BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Scrip Code: 519183

Dear Sir/ Madam,

Sub: Result of Postal Ballot.

With reference to the above, we wish to inform the exchanges 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 conducted the Postal Ballot as set out in the Notice of Postal Ballot dated November 9, 2020. In this regard, please find attached herewith the following:

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

Based on the Scrutinizer's Report, the Resolution as set out in the Notice of the Postal Ballot dated November 9, 2020 have been passed with requisite majority

Kindly take the same on record.

Thanking You.

Yours Faithfully,
For **ADF Foods Limited**


Shalaka Ovalekar
Company Secretary
Encl.: A/a



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

Annexure - I

Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements), Regulations, 2015

Date of the Notice of Postal Ballot	November 9, 2020
Total Number of Shareholders on record Date	As on cut-off date i.e. November 13, 2020 - 19,315
No. of Shareholders present in the Meeting either in person or through Proxy:	
Promoter and Promoter Group	Not Applicable
Public	
No. of Shareholders attended the Meeting through Video Conferencing/ OAVM:	
Promoter and Promoter Group	Not Applicable
Public	



ADF Foods Limited

Resolution Required: (Special)			To vary terms and conditions of appointment in respect of payment of remuneration to Mr. Bimal Thakkar w.e.f. October 1, 2020 till the remaining tenure of his employment term i.e. till September 30, 2023.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
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	6616735	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Institutions	E-Voting	625018	74918	11.99	74918	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		74918	11.99	74918	0	100.00	0.00
Public Non Institutions	E-Voting	12780966	6264398	49.01	6263380	1018	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		6264398	49.01	6263380	1018	99.98	0.02
Total		20022719	6339316	31.66	6338298	1018	99.98	0.02



S. S. RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road,

Thane (E) - 400 603, Ph No: 022 25328047

Email: sanjayrisbud@yahoo.com

SCRUTINIZER'S REPORT ON POSTAL BALLOT

To,

The Chairman

ADF Foods Limited

83/86, GIDC Industrial Estate,

Nadiad, Ahmedabad

Gujarat - 387 001

Respected Sir,

1. I, Sanjay S. Risbud, Practising Company Secretary (Membership No. 13774 and C. P. No. 5117) have been appointed as the Scrutinizer to conduct the postal ballot process in respect of below mentioned Special Resolution pursuant to the Notice dated November 9, 2020, issued under Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, as amended from time to time read with the General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020 and General Circular No. 33/2020 dated September 28, 2020, issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars"):

"TO VARY TERMS AND CONDITIONS OF APPOINTMENT IN RESPECT OF PAYMENT OF REMUNERATION TO MR. BIMAL THAKKAR W.E.F. OCTOBER 1, 2020 TILL THE REMAINING TENURE OF HIS EMPLOYMENT TERM I.E. TILL SEPTEMBER 30, 2023."

2. On account of threat posed by COVID-19 and in terms of the aforesaid MCA Circulars, the Company had send 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 have 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 Saturday, November 21, 2020 at 09.00 a.m. and ended on Sunday, December 20, 2020 at 5.00 p.m.
5. The Members of the Company as on the Cut-off Date i.e. Friday, November 13, 2020 were entitled to vote on the Resolution.



S. S. RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road,
Thane (E) - 400 603, Ph No: 022 25328047
Email: sanjayrisbud@yahoo.com

6. The Votes cast were unblocked on Monday, December 21, 2020 in the presence of two witnesses, Ms. Aarti Lende and Ms. Prajakta Deshpande who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Aarti Lende


Prajakta Deshpande

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

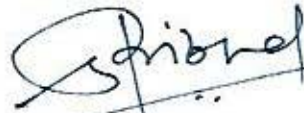
A summary of the e-voting with their pattern of voting is as per **Annexure**.

Based on the above, the Resolution as set out in the Notice, is passed with requisite majority.

The results of the voting by Members through Postal Ballot in respect of the above mentioned Special 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.: 13774



For ADF FOODS LIMITED



Bimal Thakkar
Chairman, Managing Director and CEO
DIN: 00087404
Date: December 21, 2020

Date: December 21, 2020
Place: Thane
UDIN number A013774B001582121

S. S. RISBUD & CO.

Company Secretaries

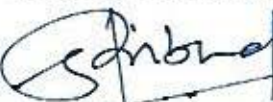
303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road,
Thane (E) - 400 603, Ph No: 022 25328047
Email: sanjayrisbud@yahoo.com

ANNEXURE

Resolution:		
	Special Resolution: To vary terms and conditions of appointment in respect of payment of remuneration to Mr. Bimal Thakkar w.e.f. October 1, 2020 till the remaining tenure of his employment term i.e. till September 30, 2023.	
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 : 31		
E-voting confirmations with ASSENT for the Resolution	63,38,298	99.98
E-voting confirmations with DISSENT for the Resolution	1,018	0.02
Invalid E-voting	Nil	Nil
Total No. of Votes	63,39,316	100.00
No. of Postal Ballot Forms / E-Voting Confirmations: 31		
Postal Ballot Forms / E-voting with ASSENT for the Resolution	63,38,298	99.98
Postal Ballot Forms / E-voting with DISSENT for the Resolution	1,018	0.02
Invalid Ballot Forms / E-Voting	Nil	Nil
Total No. of Votes	63,39,316	100.00

For S. S. Risbud & Co.

Company Secretaries



Sanjay S. Risbud

Proprietor

CP No.: 5117

Membership No.: 13774

