

26th September, 2014

DCS-CRD
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai 400 001

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra-Kurla
Complex, Bandra (E), Mumbai- 400051

Dear Sir / Madam,

Sub: Outcome of 24th Annual General Meeting and Results.

With reference to the above, we wish to inform the exchanges that the Company had convened its 24th Annual General Meeting on Wednesday, 24th September, 2014 at 1 p.m. at Nadiad, Gujarat. **The Shareholders of the Company have approved and passed the following Ordinary & Special resolutions through requisite majority by E-voting and Poll Process** as set out in the Notice of the AGM:

1. Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the year ended 31st March, 2014.
2. Declare dividend on equity shares for year ended 31st March, 2014.
3. Re-appointment of Mr. Ashok H Thakkar as Director liable to retire by rotation.
4. Appointment of M/s D.P. Ghevaria & Co. as the Statutory Auditors from the conclusion of the ensuing A.G.M till conclusion of the next A.G.M.
5. Re-appointment of Mr. Ashok H Thakkar, Chairman for a period of 1 (one) year on such terms and remuneration as stated in the A.G.M. notice.
6. Re-appointment of Mr. Bimal R Thakkar, Managing Director for a period of 1 (one) year on such terms and remuneration as stated in the A.G.M. notice
7. Re-appointment of Mr. Bhavesh R Thakkar, Executive Director for a period of 1 (one) year on such terms and remuneration as stated in the A.G.M. notice.
8. Appointment of Mr. Nipun C Shah as Independent Director for a term of 5 years from 24th September, 2014 till 23rd September, 2019.
9. Appointment of Mr. Yasir J Varawala as Independent Director for a term of 5 years from 24th September, 2014 till 23rd September, 2019.
10. Appointment of Mr. Viren A Merchant as Independent Director for a term of 5 years from 24th September, 2014 till 23rd September, 2019.

11. Appointment of Mr. Jay M Mehta as Independent Director for a term of 5 years from 24th September, 2014 till 23rd September, 2019.
12. Appointment of Mr. Ravinder K Jain as Independent Director for a term of 5 years from 24th September, 2014 till 23rd September, 2019.
13. Approval of resolution Under Section 180 (1)(c) of the Companies Act, 2013.
14. Approval of resolution Under Section 180 (1)(a) of the Companies Act, 2013.
15. Appointment of M/s Kalyaniwalla & Mistry, Chartered Accountants as Joint Statutory Auditors for a term of five years from the conclusion of the ensuing A.G.M.
16. Approval of Related party transactions u/s 188(1)(a) and (d) of the Companies Act, 2013.
17. Appointment of Mr. Mishal A. Thakkar as person in place of profit u/s 188(1)(f) of the Companies Act, 2013.

The E-voting results were duly submitted to the Stock Exchanges on 22nd September, 2014. Please find the Combined Results of the E-voting and the Poll conducted at the AGM.

Kindly note the above and acknowledge receipt.

Yours faithfully
For **ADF Foods Limited**


Shalaka Ovalekar
Company Secretary

Cc: 1. National Securities Depository Ltd.
Trade World, A Wing, 4th & 5th Floors
Kamala Mills Compound
Lower Parel, Mumbai 400 013

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 - Combined

To,
The Chairman of 24th Annual General Meeting of the members of ADF FOODS LIMITED (the Company) held on 24th September, 2014 at At Ipcowala Banquet Hall, Near Amba Ashram Mandir, College Road, Nadiad- 387 001, Gujarat

Dear Sir,

1. I, Sanjay S. Risbud, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of ADF FOODS LIMITED (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules).

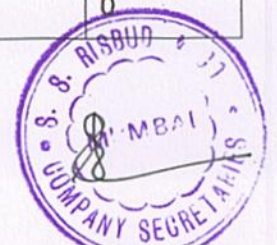
2. I have issued separate Scrutinizer's Report dated 20, September, 2014 on the e-voting.

3. I have also been appointed as Scrutinizer by the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the 24th Annual General Meeting (AGM) of the members of the Company, held on the 24th, September, 2014 at Ipcowala Banquet Hall, Near Amba Ashram Mandir, College Road, Nadiad- 387 001, Gujarat

4. I have issued separate Scrutinizer's Report dated 25th, September, 2014 on the poll on the resolutions contained in the notice to the AGM. As requested by the management, I submit herewith my combined report on the result of e-voting together with that of Poll as under:-



Item No. of notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes	Not Voted
	No. of Shares	% of total number of valid votes cast (Favour & Against)	No. of shares	% of total number of valid votes cast (Favour & Against)	No. of shares	No. of cases
1. Adoption of Audited Accounts (Ordinary Resolution)	11759537	100	0	0	0	0
2. Declaration of dividend on equity shares for the year ended 31.03.2014 (Ordinary Resolution)	11759537	100	0	0	0	0
3. Reappointment of Mr. Ashok H. Thakkar who retires by rotation. (Ordinary Resolution)	132132	99.85	200	0.15	0	6
4. Appointment of M/s. D. P. Ghevaria & Co. Chartered Accountants as the Statutory Auditors and fixing their remuneration (Ordinary Resolution)	11759537	100	0	0	0	0
5. Appointment of Mr. Ashok H. Thakkar, Chairman as Whole Time Director who is eligible to retire by rotation (Ordinary Resolution)	134132	99.8511	200	0.1489	0	6
6. Appointment of Mr. Bimal R. Thakkar as Managing Director who is eligible to retire by rotation (Ordinary Resolution)	134332	100	0	0	0	6
7. Appointment of Mr. Bhavesh R. Thakkar, Executive Director as Whole Time Director who is eligible to retire by rotation (Ordinary Resolution)	134332	100	0	0	0	6
8. Appointment of Mr. Nipun C Shah as an Independent Director (Ordinary Resolution)	11675984	99.9983	200	0.0017	0	3
9. Appointment of Mr. Yasir J Varawala as an Independent Director (Ordinary Resolution)	11759537	100	0	0	0	0
10. Appointment of Mr. Viren Merchant as an Independent Director (Ordinary Resolution)	11759537	100	0	0	0	0




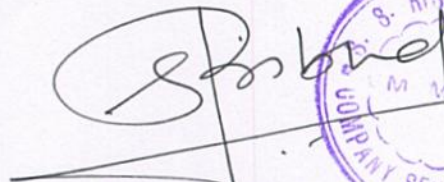
11. Appointment of Mr. Jay Mehta as an Independent Director (Ordinary Resolution)	11759337	99.9983	200	0.0017	0	0
12. Appointment of Mr. Ravinder Kumar Jain as an Independent Director (Ordinary Resolution)	11759137	99.9983	200	0.0017	0	0
13. Approval of resolution u/s 180(1)(c) of The Companies Act, 2013 (Special Resolution)	11759537	100	0	0	0	0
14. Approval of resolution u/s 180(1)(a) of The Companies Act, 2013 (Special Resolution)	11759347	99.9984	190	0.0016	0	0
15. Appointment of M/s. Kalyaniwalla & Mistry, Chartered Accountant as the Joint statutory auditors (Ordinary Resolution)	11441330	99.9983	200	0.0017	0	1
16. Approval of Related Party Transactions u/s 188(1)(a) and (d) of The Companies Act, 2013 (Special Resolution)	134332	100	0	0	0	6
17. Appointment of Mr. Mishal A. Thakkar as a person in place of profit u/s 188(1)(f) of The Companies Act, 2013 (Special Resolution)	134082	100	0	0	0	7



5. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting & poll on the resolutions contained in the notice to the 24th Annual General Meeting (AGM) of the members of the company. My responsibility as scrutinizer for the e-voting process and for poll at the AGM is restricted to make Scrutinizer Report of the votes cast "in favour" or "against" the resolutions stated above based on the reports generated from the e-voting system provided by NSDL, the authorized agency engaged by the company to provide e-voting facilities for e-voting & Link Intime India Private Limited(Registrar & Share Transfer Agent) also present at the time of poll at AGM.

Thanking You,

Yours faithfully,



Sanjay S, Risbud
Scrutinizer
Practicing Company Secretary
C.P. No.5117

Place: Mumbai
Date: 26.09.2014



Ashok H Thakkar
Chairman & Director
ADF Foods Limited
DIN: 00087465

Place: Mumbai
Date: 26.09.2014