



A G R O
D U T C H
I N D U S T R I E S
L I M I T E D

(Formerly Agro Dutch Foods Limited)

REF: ADIL/CHD/2013-14/
23.11.2013

1. National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051
2. The Bombay Stock Exchange Ltd.
Floor 25th PJ Tower, Dalal Street,
Mumbai 400 001

Subject: Result of Postal Ballot

Dear Sir,

Kindly refer to our earlier communications regarding Notice of Postal Ballot dated 28.09.2013, sent to the shareholders for seeking their approval for passing the resolution as set out in the notice.

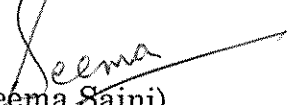
The Company had appointed Ms. Parul Arora, Practicing Company Secretary as Scrutinizer for conducting the Postal Ballot Process, who has submitted her report on 23rd November, 2013 to the Chairman of the Company.

On the basis of scrutinizer's report, the Company has declared that the said resolution is passed by the members with the requisite majority.

Copy of the Scrutinizer's Report is attached herewith for your kind reference and record.

This is for your kind information and records please.

Thanking you,
For Agro Dutch Industries Limited


(Seema Saini)
Company Secretary

Encl: - As above



ISO 22000:2006 CERTIFIED COMPANY



PARUL ARORA
L.L.B, A.C.S

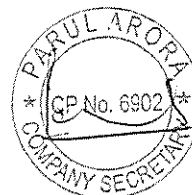
S.C.O. 64-65, 1st Floor,
Sector 17-A, Madhya Marg,
Chandigarh - 160 017.
Ph.: (O) 0172-2701906
Mobile : 9815976604
E-mail : parularoracs@gmail.com

The Chairman,
Agro Dutch Industries Limited,
SCO30, 1st Floor,
Sector 33-D,
Chandigarh.

Subject : SCRUTINIZER'S REPORT

Dear Sir,

1. The board of Director of the Company at its meeting held on 28th day of September, 2013, has appointed me as a scrutinizer for conducting the Postal Ballot Voting process.
2. I submit my report as under:
 - 2.1 As per the information provided by the company, it has completed on 22nd of October 2013, the dispatch of postal ballot forms alongwith postage prepaid business reply envelope to its members whose name(s) appeared on the register of members/ list of beneficiaries as on 28th September, 2013. *It is hereby mentioned that the dispatch of postal ballot forms along with prepaid business reply envelop could not be verified in the absence of any supporting evidence.*
 - 2.2 Particulars of all the postal ballot forms received from the members by the company & subsequently handed over to me have been entered in a register separately maintained for the purpose.
 - 2.3 The postal ballot forms were kept under the custody of the company secretary of the company.
 - 2.4 The postal ballot forms as presented by the company were scrutinized and the shareholding was matched/ confirmed with the register of members of the company /list of beneficiaries.
 - 2.5 All postal ballot forms received upto the close of working hours on 21st November, 2013, the last date fixed by the Company for receipt of the forms, were considered for my scrutiny.



2.6 Postal ballot forms received after 21st November, 2013 were not considered for my scrutiny.


3. A summary of the postal ballot forms received from the company is given below:

Particulars	No of postal Ballot Forms	No of shares	%age of total equity shares received through postal ballots
(a) Total postal ballot forms Received	265	28954274	100%
(b) Less: invalid postal ballot forms (as per register)	15	2180	0.007%
(c) Net valid postal ballot forms (as per register)	250	28952094	99.993%
(d) Postal ballot forms with Assent for resolutions	227	28949372	99.99%*
(e) Postal ballot forms with dissent for resolutions	23	2722	0.01%*

* %age of valid votes

4. I have returned the postal ballot forms and other related papers for safe custody to the company secretary authorized by the board to supervise the postal ballot process.
5. It is pertinent to mention here that the provisions of Section 293(1)(a) of the Companies Act, 1956 has been substituted by new section 180 of the Companies Act, 2013 which requires approval of members by way of special resolution for sale of assets / undertaking by the company.
6. You may accordingly declare the results of the voting by postal ballot.

Thanking you


(Parul Arora)

Place : Chandigarh

Date : 23.11.2013