



August 6, 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
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Dear Sir/ Madam,

Sub: Proceedings/Outcome of the 30th Annual General Meeting along with Voting Results and Scrutinizer's Report.

With reference to the above, we wish to inform the exchanges that the 30th Annual General Meeting of the Company was held on Wednesday, August 5, 2020 at 11:00 a.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") and the business as set out in the Notice was duly transacted. In this regard, please find attached herewith the following:

1. Summary of Proceedings of the AGM (Annexure - I)
2. Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure - II).
3. Consolidated Scrutinizer' Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014.

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

Based on the Scrutinizer's Report, the following Resolutions as set out in the Notice of the AGM have been passed with requisite majority in the AGM of the ADF Foods Limited held on Wednesday, August 5, 2020:

1. Adoption of Audited Annual Financial Statements, Report of the Board of Directors and Auditors for the Financial Year ended March 31, 2020. **(Ordinary Resolution)**
2. Confirmation of the payment of the first interim dividend of Rs. 1.50/- per equity share and second interim dividend of Rs. 1.50/- per equity share aggregating to Rs. 3/- per equity share of Rs. 10/- each for the Financial Year 2019-20. **(Ordinary Resolution)**
3. Re-appointment of Mr. Jay M. Mehta (DIN: 00152072) as Director liable to retire by rotation. **(Ordinary Resolution)**
4. Appointment of Mr. Chandir G. Gidwani (DIN: 00011916) as Non-Executive Independent Director of the Company. **(Ordinary Resolution)**
5. Appointment of Ms. Deepa Misra Harris (DIN: 00064912) as Non-Executive Independent Director of the Company. **(Ordinary Resolution)**

Kindly note the above and acknowledge receipt.

Thanking you.

Yours faithfully,
For **ADF Foods Limited**

Shalaka Ovalekar
Company Secretary

Regd Off: 83/86, G.I.D.C Industrial Estate, Nadiad - 387 001, India. Tel.: +91 268 2551381/82 Fax: +91 268 2565068
Email: nadiadfactory@adf-foods.com CIN: L15400GJ1990PLC014265

Corp. Off: Marathon Innova, B2, G01, Ground Floor, G. K. Road, Lower Parel, Mumbai 400 013. INDIA.
Tel.: +91 22 6141 5555, Fax: +91 22 6141 5577, Email: info@adf-foods.com, Web: www.adf-foods.com



Annexure - II

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

Date of the AGM/ EGM	Annual General Meeting - Wednesday, August 5, 2020
Total Number of Shareholders on record Date	As on cut-off date i.e. July 29, 2020 - 17,534
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	7
Public	46

ADF Foods Limited

Resolution Required: (Ordinary)		1 - Adoption of Audited Annual Financial Statements, Report of the Board of Directors and Auditors for the financial year ended March 31, 2020.						
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?		No						
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	69,97,185	69,97,185	100.00	69,97,185	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		69,97,185	100.00	69,97,185	-	100.00	-
Public Institutions	E-Voting	6,54,767	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,23,70,767	41,60,348	33.63	41,60,347	1	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		41,60,348	33.63	41,60,347	1	100.00	-
Total		2,00,22,719	1,11,57,533	55.72	1,11,57,532	1	100.00	-

ADF Foods Limited

Resolution Required: (Ordinary)		2 - Confirmation of the payment of the first interim dividend of Rs. 1.50/- per equity share and second interim dividend of Rs. 1.50/- per equity share aggregating to Rs. 3/- per equity share of Rs. 10/- each for the Financial Year 2019-20.						
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?		No						
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	69,97,185	69,97,185	100.00	69,97,185	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		69,97,185	100.00	69,97,185	-	100.00	-
Public Institutions	E-Voting	6,54,767	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,23,70,767	41,60,348	33.63	41,60,348	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		41,60,348	33.63	41,60,348	-	100.00	-
Total		2,00,22,719	1,11,57,533	55.72	1,11,57,533	-	100.00	-

ADF Foods Limited

Resolution Required: (Ordinary)			3 - Re-appointment of Mr. Jay M. Mehta (DIN: 00152072) as Director liable to retire by rotation.					
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?			No					
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	69,97,185	69,97,185	100.00	69,97,185	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		69,97,185	100.00	69,97,185	-	100.00	-
Public Institutions	E-Voting	6,54,767	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,23,70,767	41,60,348	33.63	41,60,347	1	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		41,60,348	33.63	41,60,347	1	100.00	-
Total		2,00,22,719	1,11,57,533	55.72	1,11,57,532	1	100.00	-

ADF Foods Limited

Resolution Required: (Ordinary)		4 - Appointment of Mr. Chandir G. Gidwani (DIN: 00011916) as a Non-Executive Independent Director of the Company.						
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?		No						
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	69,97,185	69,97,185	100.00	69,97,185	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		69,97,185	100.00	69,97,185	-	100.00	-
Public Institutions	E-Voting	6,54,767	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,23,70,767	41,60,348	33.63	41,60,338	10	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		41,60,348	33.63	4160338	10	99.99	0.01
Total		2,00,22,719	1,11,57,533	55.72	1,11,57,523	10	99.99	0.01

ADF Foods Limited

Resolution Required: (Ordinary)		5 - Appointment of Ms. Deepa Misra Harris (DIN: 00064912) as a Non-Executive Independent Director of the Company.						
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?		No						
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	69,97,185	69,97,185	100.00	69,97,185	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		69,97,185	100.00	69,97,185	-	100.00	-
Public Institutions	E-Voting	6,54,767	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,23,70,767	41,60,348	33.63	41,60,338	10	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		41,60,348	33.63	41,60,338	10	99.99	0.01
Total		2,00,22,719	1,11,57,533	55.72	1,11,57,523	10	99.99	0.01

S.S.RISBUD & CO.

Company Secretaries

303, SaiAnand, SubhashNagar,ChendaniKoliwada,MithBunder Road, Thane (E) - 400 603
Ph No: 022 25328047 Email:sanjayrisbud@yahoo.com

SCRUTINIZER'SREPORT-COMBINED

{Pursuant to Section 108 of Companies Act, 2013 and Rule 20 of Companies
(Management & Administration) Rules, 2014 as Amended}

To,

The Chairman of 30th Annual General Meeting of the Members of ADF FOODS LIMITED (the Company) held on Wednesday, the August 5, 2020 at 11:00 a.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended by Companies (Management & Administration) Amendment Rules, 2015 and E-voting at the 30th Annual General Meeting of ADF Foods Limited held on Wednesday, August 5, 2020 at 11:00 a.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")

I, Sanjay S. Risbud, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of ADF FOODS LIMITED ('the Company') for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the 30th Annual General Meeting (AGM) pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 30th Annual General Meeting (AGM) of the ADF Foods Limited held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") on Wednesday, August 5, 2020 at 11:00 a.m. (IST). I confirm that I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

I submit report as under:

- a) The AGM was held 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 for holding of the "AGM" through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the AGM along with Annual Report 2019-20 was sent on July 8, 2020 through Electronic mode only to those Members whose e-mail address are registered with the Company, RTA or CDSL/NSDL (Depositories).



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- b) The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-voting (which includes remote e-voting and the electronic voting, provided at the AGM) to the Members on the Resolutions proposed in the Notice calling the 30thAGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, and render a Consolidated Scrutinizer's Report on the voting to the Chairman on the Resolutions.
- c) The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by Link IntimeIndia Private Limited.
- d) The Members of the Company as on the "cut-off" date i.e. July 29, 2020 were entitled to vote on the Resolution Nos. 1 to 5 as set out in the Notice of the AGM.
- e) The remote e-voting period commenced on Saturday, August, 1, 2020 at 9:00a.m. (IST) and concluded on Tuesday, August, 4, 2020 at 5:00 p.m. (IST).
- f) At the 30thAGM of the Company held on Wednesday, August 5, 2020, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-Voting to record their votes on the Resolutions to be passed.
- g) After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Wednesday, August, 5 2020 at around 12.00 noon in the presence of two witnesses who are not in the employment of the Company.
- h) I hereby submit a Consolidated Scrutinizer's Report pursuant to Rule 20 (4)(xii) of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the aforesaid 30thAGM based on the scrutiny of remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the electronic voting system of the Link IntimeIndia Private Limited.
- i) The results of the Remote e-voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:



S.S.RISBUD & CO.

Company Secretaries

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Ph No: 022 25328047 Email:sanjayrisbud@yahoo.com

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	No. of shares	% of total number of valid Votes cast	No. of shares	No. of cases
1. To receive, consider and adopt the Audited Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the year ended 31 st March, 2020 (Ordinary Resolution)	1,11,57,532	100%	1	0%	0	0
2. To confirm the payment of the first interim dividend of Rs. 1.50/- per equity share and second interim dividend of Rs. 1.50/- per equity share aggregating to Rs. 3/- per equity share of Rs. 10/- each for the Financial Year 2019-20.(Ordinary Resolution)	1,11,57,533	100%	0	0%	0	0
3. To appoint a Director in place of Mr. Jay M. Mehta (DIN: 00152072), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)	1,11,57,532	100%	1	0%	0	0



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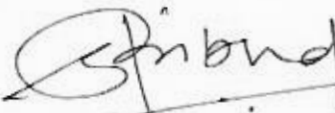
4.Appointment of Mr.Chandir G. Gidwani (DIN: 00011916), as a Non-ExecutiveIndependent Director of the Company for a period upto February 6, 2025, not liable to retire by rotation. (Ordinary Resolution)	1,11,57,523	99.99%	10	0.01%	0	0
5.Appointment of Ms. DeepaMisra Harris (DIN: 00064912), as a Non-ExecutiveIndependent Director of the Company for a period upto March 24, 2025, not liable to retire by rotation. (Ordinary Resolution)	1,11,57,523	99.99%	10	0.01%	0	0

Based on the forgoing, the Resolutions Nos. 1 to 5 shall be deemed to have been passed with the requisite majority.

All the relevant records of voting are under my safe custody until the Chairman considers, approves and signed the Minutes of the 30th Annual General Meeting and the same shall be handed over to the Chairman or the Company Secretary of the Company for safe keeping.

Thanking you.

Yours Sincerely,
For S.S. RISBUD & CO.
Company Secretaries


Sanjay S. Risbud
Proprietor
C.P. No. 5117



For ADF Foods Limited



Bimal Thakkar
Chairman, Managing Director & CEO
DIN: 00087404
Date: 06.08.2020

Place: Thane
Date: 06.08.2020
UDIN number A013774B000552477