

Agro Tech Foods Limited

28th July, 2017

The Secretary,
Mumbai Stock Exchange,
27th Floor, Pheroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
Ph. No. 022- 22721233 / 22721234
Fax No. 022-22723121 / 22721072

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051.
Ph.No.022- 26598100 / 26598101
Fax No. 022-26598237 / 26598238

Codes: BSE Scrip code 500215, Co. code 1311
NSE Symbol ATFL, Series EO-Rolling Settlement

Dear Sirs,

Sub: Proceedings of the Annual General Meeting held on 26th July, 2017 pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 read with Schedule III – Part A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we give below the details of Voting Results.

S.No.	Description	Particulars	
1.	Date of AGM	26 th July, 2017	
2.	Book Closure Date	19-07-2017 to 26-07-2017 (both days inclusive)	
3.	Total No. of shareholders as on record date	14,892	
4.	No. of shareholders present in the meeting either in person or through proxy		
	Shareholders	Present in person and through proxy	Total
	Promoter and Promoter Group	1	1
	Public	59	59
	Total	60	60

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ConAgra
Foods
Food you love

Agro Tech Foods Limited

5.	No. of shareholders attended the meeting through video conferencing - Nil	-	-	-
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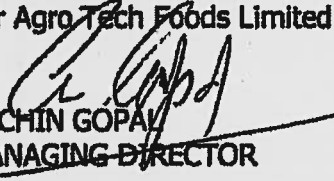
Outcome of the 30th Annual General Meeting of the shareholders of the Company

The 30th Annual General Meeting of the shareholders of the Company was held on Wednesday, 26th July, 2017 at 10.00 AM at the Manohar, Old Airport Exit Road, Begumpet, Hyderabad-500016. The mode of voting was by way of Poll / E-Voting. The shareholders transacted the business as provided in the Annexure.

You are requested to take this on record.

Thanking you,

Yours faithfully,
For Agro Tech Foods Limited


SACHIN GOPAL
MANAGING DIRECTOR

Enclosures:

1. Resolution wise combined results of remote E-Voting / Poll.
2. Scrutinizer's Report

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Tumuluru Krishna Murty
B.Com., B.L., F.C.A., F.C.S.,

Secretary Brooke Bond Limited (Retired)

Tumuluru & Company.,
Company Secretaries

'Anasuya'

C-66, Durgabhai Deshmukh Colony

Ahobil Mutt Road

Hyderabad – 500 007- India

Mobile : 09391087255/ 09849384829

Tel : 040-27428904/27427083

Email : mrtumuluruk@gmail.com

Tkm_hyderabad@yahoo.co.in

26th July, 2017

To
The Chairman
Agro Tech Foods Limited
CIN : L15142TG1986PLC006957

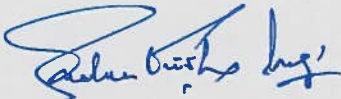
31, Sarojini Devi Road,
Secunderabad, Telangana – 500003.

Dear Sir,

I thank you for appointing me as Scrutinizer for the remote e-voting and Ballot voting by your Company for the 30th Annual General Meeting (AGM) of your Company held on Wednesday, 26th July, 2017 at 10.00 A. M at The Manohar, Old Airport Exit Road, Begumpet, Hyderabad, Telangana – 500 016.

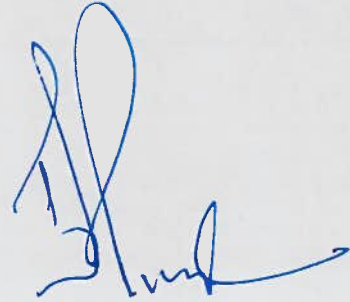
I submit herewith the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Thanking you
Yours Truly



Tumuluru Krishna Murty
Company Secretary

FCS : 142
CP No. 1293



CHAIRMAN

To
The Chairman
Agro Tech Foods Limited
CIN : L15142TG1986PLC006957

31, Sarojini Devi Road,
Secunderabad – 500 003
Telangana.

SCRUTINIZER'S REPORT

1. Appointment as Scrutinizer:

I, **Tumuluru Krishna Murty**, Practicing Company Secretary, has been appointed as the Scrutinizer by the Board of Directors of Agro Tech Foods Limited ("the Company") for the remote e-voting as well as the e-voting and Poll to be conducted at the 30th Annual General Meeting (AGM) of the Company held on Wednesday, July 26, 2017 at 10.00 AM at # The Manohar, Old Airport Exit Road, Begumpet, Hyderabad – 500 016 Telangana.

2. Dispatch of Notice convening the Meeting:

The Company has informed that, on the basis of the Register of Members maintained by the Register & Transfer Agents of the Company i.e Karvy Computershare Private Limited and the List of Beneficiary Owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the company completed dispatch of the Notice of the AGM:

- By e-mail to 7698 Members who had registered their email-ids with Depositories/ the Company
- By Book Post to 7138 Members

3. Cut-off Date:

The Members, whose names appear in the Register of Members/List of Beneficial Owners as on Tuesday the 18th July, 2017 i.e., the date prior to the commencement of book closure, being the Cut-off date are entitled to vote on Resolutions set forth in the Notice dt. 3rd May, 2017.

4. Remote E-voting:

4.1 Agency: The Company has appointed M/s. Karvy Computershare Private Limited (Karvy) as the agency for providing the remote e-voting platform.


CHAIRMAN



4.2 Remote e-voting: Remote e-voting platform was open from 9 AM (IST) on Saturday, July 22, 2017 and ended at 5 PM (IST) on Tuesday, July 25, 2017 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions on the e-Voting platform provided by Karvy.

5. Voting at the AGM:

5.1 As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the AGM, I had access after closure of period of remote e-voting and before the start of AGM, to such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, Karvy, the e-voting Agency provided us with the names, DP id / folio numbers and shareholding of the members who had cast their votes through remote e-voting.

5.3 The Company has authorized Karvy to provide/ conduct Voting at the meeting through voting by Polling Paper. The voting facility was provided by Karvy.

6. Counting Process

6.1 On completion of voting at the AGM, Karvy provided me with the List of members who had cast their votes, with their holding details and details of vote on each of the Resolutions.

6.2 The votes were reconciled with the records maintained by the Company and Registrar & Share Transfer Agents with respect to the authorizations / proxies lodged with the Company.

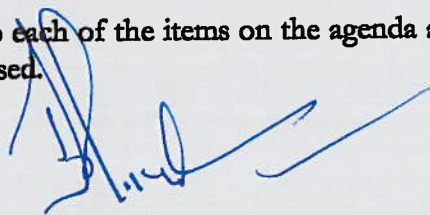
6.3 I unblocked the remote e-voting results on the Karvy E-voting platform before two witnesses who are not in employment of the Company and downloaded the e-voting results. The witnesses have also signed this Report in confirmation of the votes being unblocked in their presence. Required data was provided by Karvy on the e-voting and Poll conducted at the AGM Venue

7. Results

7.1 I observed that:

- a) 60 Members/ Proxies have cast their votes through the Polling Paper facility provided at the Annual General Meeting and
- b) 24 Members had cast their votes through remote e-voting

7.2 The consolidated Results with respect to each of the items on the agenda as set out in the Notice of the 30th AGM dated May 3, 2017 is enclosed.


CHAIRMAN



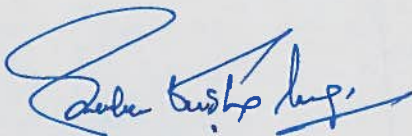
7.3 Based on the aforesaid results, 6 Ordinary Resolutions as contained in Item No. 1 to 6 of the Notice dated May 3, 2017, have been passed with Requisite majority.

7.4 Soft copy of the List of members, for both voting at the AGM as well as remote e-voting containing the details of members who voted "FOR" and "AGAINST" for each resolution will be emailed to the Company.

Witnesses:

1. M. Krishna Gayathri
M. Krishna Gayathri
D/o - M. Chitra Rama Kotiah
R/o, Hyderabad.

2. Ramya
E. Ramya
D/o E.V.S.S.W. Pruthi
R/o Hyderabad



Tumuluru Krishna Murthy
Company Secretary

M. No. FCS 142
C.P. No. 1293

Date: July 26, 2017.
Place: Hyderabad



CHAIRMAN

Item No. 1 –Adoption of Audited Financial Statements for the financial year ended 31st March 2017

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	
No. of votes cast in favour/ Assent	21	55	76	4343199	13724560	18067759	99.9996%
No. of votes cast against / Dissent	3	5	8	36	28	64	0.0004%
No. of votes abstained*	0	0	0	0	0	0	0.00%
Total	24	60	84	4343235	13724588	18067823	100.00%

* includes votes which were not cast 'For' or 'Against' the Resolution.

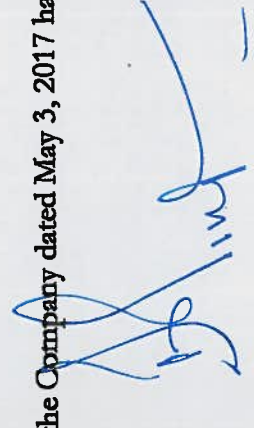
Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the AGM Notice of the Company dated May 3, 2017 has been passed with Requisite majority



Tumuluru Krishna Murthy



Date : July 26th, 2017
Place : Hyderabad



CHAIRMAN

Item No. 2 –Declaration of Dividend for the year ended March 31, 2017

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	
No. of votes cast in favour/ Assent	21	55	76	4343199	13724560	18067759	99.9996%
No. of votes cast against / Dissent	3	5	8	36	28	64	0.0004%
No. of votes abstained*	0	0	0	0	0	0	0.00%
Total	24	60	84	4343235	13724588	18067823	100.00%

* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the AGM Notice of the Company dated May 3, 2017 has been passed with Requisite majority



(Signature)
Tumuluru Krishna Murthy

(Signature)
CHAIRMAN

Date : July 26th, 2017
Place : Hyderabad

Item No. 3 – Appointment of Mr. Steven Lee Harrison (DIN:07491599), who retires by rotation

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	
No. of votes cast in favour/ Assent	21	55	76	4343199	13724560	18067759	99.9996%
No. of votes cast against / Dissent	3	5	8	36	28	64	0.0004%
No. of votes abstained*	0	0	0	0	0	0	0.00%
Total	24	60	84	4343235	13724588	18067823	100.00%

* includes votes which were not cast 'For' or 'Against' the Resolution.

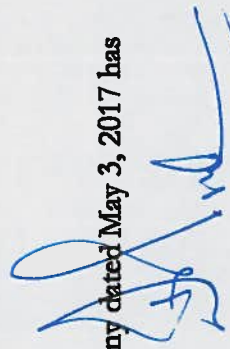
Based on the aforesaid results, Ordinary Resolution as contained in Item No. 3 of the AGM Notice of the Company dated May 3, 2017 has been passed with Requisite majority



Tumuluru Krishna Murty

Date : July 26th, 2017

Place : Hyderabad

CHAIRMAN

Item No. 4 – Ratification of appointment of M/s B S R & Associates LLP as Statutory Auditors of the Company

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	
No. of votes cast in favour/ Assent	21	55	76	4343199	13724560	18067759	99.99996%
No. of votes cast against / Dissent	3	5	8	36	28	64	0.00004%
No. of votes abstained*	0	0	0	0	0	0	0.00%
Total	24	60	84	4343235	13724588	18067823	100.00%

* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 4 of the AGM Notice of the Company dated May 3, 2017 has been passed with Requisite majority



Sudhakar Krishna Murthy
Tumuluru Krishna Murthy

Date : July 26th, 2017
Place : Hyderabad

Sudhakar Krishna Murthy
CHAIRMAN

Item No. 5 -Appointment of Ms. Denise Lynn Dahl as Director of the Company

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	
No. of votes cast in favour/ Assent	21	55	76	4343199	13724560	18067759	99.9996%
No. of votes cast against / Dissent	3	5	8	36	28	64	0.0004%
No. of votes abstained*	0	0	0	0	0	0	0.00%
Total	24	60	84	4343235	13724588	18067823	100.00%

* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary Resolution as contained in Item No.5 of the AGM Notice of the Company dated May 3, 2017 has been passed with Requisite majority



Sudha Krishna Murthy

Tumukururu Krishna Murthy

Date : July 26th, 2017

Place : Hyderabad

Sudha Krishna Murthy
CHAIRMAN

Item No. 6 – Approval of remuneration of M/s. Vajralingam & Co., Cost Accountants, as the Cost Auditors for Financial year 2017-2018

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/Proxy)	Total	
No. of votes cast in favour/ Assent	21	55	76	4343199	13724560	18067759	99.9996%
No. of votes cast against / Dissent	3	5	8	36	28	64	0.0004%
No. of votes abstained*	0	0	0	0	0	0	0.00%
Total	24	60	84	4343235	13724588	18067823	100.00%

* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 6 of the AGM Notice of the Company dated May 3, 2017 has been passed with Requisite majority



Tumuluru Krishna Murthy
Tumuluru Krishna Murthy

Date : July 26th, 2017
Place : Hyderabad

[Signature]
CHAIRMAN