

10th March, 2025



National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. Symbol: ADFFOODS	BSE Limited, Department of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Scrip Code: 519183
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Sub: Disclosure of Voting Results and Scrutinizer's Report – Postal Ballot Notice dated 1st February, 2025.

Dear Sir/ Madam,

With reference to the above, we wish to inform 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 had sought approval of the Members of the Company, through Postal Ballot for the following Special Businesses:

Sr. No.	Description of Special Business
1.	Re-appointment of Ms. Deepa Misra Harris (DIN: 00064912) as an Independent Director of the Company.
2.	Appointment of Mr. Ameet P. Hariani (DIN: 00087866) as an Independent Director of the Company.

In this regard, please find attached herewith the following:

1. Voting Results of the Postal Ballot conducted through remote e-voting process pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**Annexure - A**).
2. Scrutinizer's Report on e-voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014 (**Annexure - B**).

The said resolutions are passed with the requisite majority on 9th March, 2025 (the last date for e-voting).

You are requested to kindly take the same on record.

Thanking You.
Yours Faithfully,

Shalaka Ovalekar
Company Secretary

Encl: As Above



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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

ADF FOODS LIMITED

VOTING RESULTS (Postal Ballot by way of remote e-voting)

Date of Annual General Meeting/Extra Ordinary General Meeting	Not Applicable (Resolution passed through Postal Ballot on 9 th March, 2025)
Total Number of Shareholders on Record Date (i.e. 3 rd February, 2025 - Cut-off date for voting purpose)	43,659
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable (Resolution passed through Postal Ballot)
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable (Resolution passed through Postal Ballot)
Public:	

The Mode of voting for the resolution was remote e-voting.

Agenda-wise disclosure								
1. Resolution required: Special			Re-appointment of Ms. Deepa Misra Harris (DIN: 00064912) as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]* 100 = (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	3,96,98,565	3,16,23,565	79.66%	3,16,23,565	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	3,96,98,565	3,16,23,565	79.66%	3,16,23,565	0	100.00%	0.00%
Public- Institutions	E-Voting	2,75,60,101	1,97,61,771	71.70%	1,97,59,794	1,977	99.99%	0.01%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total	2,75,60,101	1,97,61,771	71.70%	1,97,59,794	1,977	99.99%	0.01%
Public- Non Institutions	E-Voting	4,26,04,929	62,25,907	14.61%	61,94,817	31,090	99.50%	0.50%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total	4,26,04,929	62,25,907	14.61%	61,94,817	31,090	99.50%	0.50%
Total		10,98,63,595	5,76,11,243	52.44%	5,75,78,176	33,067	99.94%	0.06%

2. Resolution required: Ordinary			Appointment of Mr. Ameet P. Hariani (DIN: 00087866) as an Independent Director of the Company.					
Whether promoter/ promoter group are interested in the			No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]* 100 = (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	3,96,98,565	3,16,23,565	79.66%	3,16,23,565	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	3,96,98,565	3,16,23,565	79.66%	3,16,23,565	0	100.00%	0.00%
Public- Institutions	E-Voting	2,75,60,101	1,97,61,771	71.70%	1,97,61,771	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	2,75,60,101	1,97,61,771	71.70%	1,97,61,771	0	100.00%	0.00%
Public- Non Institutions	E-Voting	4,26,04,929	62,25,907	14.61%	61,94,817	31,090	99.50%	0.50%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total	4,26,04,929	62,25,907	14.61%	61,94,817	31,090	99.50%	0.50%
Total		10,98,63,595	5,76,11,243	52.44%	5,75,80,153	31,090	99.95%	0.05%

Note:

- Voting Rights under "Public - Non Institutions" category: includes 27,61,290 shares held by Investor Education and Protection Fund (IEPF) Authority (on which voting rights are frozen pursuant to Rule 6(6) of the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time).
- The aforesaid resolution has been passed with requisite majority.

For ADF Foods Limited

Shalaka Ovalekar
Company Secretary

S. S. RISBUD & CO.**Company Secretaries**

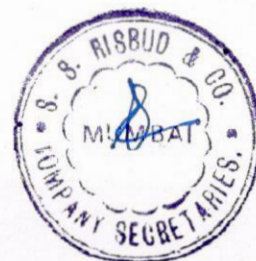
303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road,
Thane (E) - 400 603, Ph No: 9930508733/ 7208433966
Email: sanjayrisbud@yahoo.com

SCRUTINIZER'S REPORT ON POSTAL BALLOT

To,
The Chairman
ADF Foods Limited
83/86, GIDC Industrial Estate,
Nadiad, Gujarat - 387 001

Respected Sir,

1. I, Sanjay S. Risbud, Practicing Company Secretary (Membership No. 13774 and C. P. No. 5117) have been appointed as a Scrutinizer for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("e-voting") in a fair and transparent manner in respect of below mentioned Resolutions pursuant to the Postal Ballot Notice dated 1st February, 2025 issued under Sections 108 & 110 of the Companies Act, 2013 ("the Act"), Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 read with other relevant circulars, including General Circular No.09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations [including any statutory modification(s) or re-enactment(s) thereof for the time being in force]:
 1. **Re-appointment of Ms. Deepa Misra Harris (DIN: 00064912) as an Independent Director of the Company– Special Resolution.**
 2. **Appointment of Mr. Ameet P. Hariani (DIN: 00087866) as an Independent Director of the Company– Special Resolution.**
2. The Company had sent 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 has taken place through the E-voting system only.
3. The Company provided the E-voting facility offered by MUFG Intime India Private Limited for conducting E-voting by the Members of the Company.
4. The E-Voting period remained opened from Saturday, 8th February, 2025 at 09:00 a.m. Indian Standard Time ('IST') till Sunday, 9th March, 2025 at 05:00 p.m. IST both days inclusive.
5. The Members of the Company as on the Cut-off Date i.e. Monday, 3rd February, 2025 were entitled to vote on the Resolutions.



S. S. RISBUD & CO.

Company Secretaries

303, Sai Anand, Subhash Nagar, Chendani Koliwada, Mith Bunder Road,
Thane (E) - 400 603, Ph No: 9930508733/ 7208433966
Email: sanjayrisbud@yahoo.com

6. The Votes cast were unblocked on Sunday, 9th March, 2025 in the presence of two witnesses, Ms. Aarti Lende and Mr. Nilesh Lihe who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Ms. Aarti Lende



Mr. Nilesh Lihe

7. Thereafter, the details containing *inter-alia*, list of Equity Shareholders voted "For" or "Against" the Resolutions that were put to vote, was generated from the E-Voting website of MUFG 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 Resolutions as set out in the Notice are passed with requisite majority.

The results of the voting by Members through Postal Ballot in respect of the above mentioned Special Resolutions may accordingly be declared by the Chairman of the Company.

Thanking you.

Yours sincerely,

For S. S. Risbud & Co.

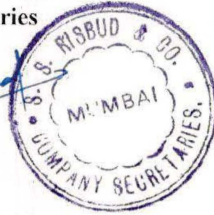
Company Secretaries


Sanjay S. Risbud

Proprietor

CP No.: 5117

Membership No.: A13774



For ADF FOODS LIMITED



Bimal Thakkar

Chairman, Managing Director and CEO

DIN: 00087404

Date: 10th March, 2025



Date: 10th March, 2025

Place: Thane

UDIN A013774E002871552

Peer Review Number: 2913/2023

S. S. RISBUD & CO.

Company Secretaries

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

Thane (E) - 400 603, Ph No: 9930508733/ 7208433966

Email: sanjayrisbud@yahoo.com

ANNEXURE

	Resolution 1: Special Resolution	
	Re-appointment of Ms. Deepa Misra Harris (DIN: 00064912) as an Independent Director of the Company.	
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: 126		
E-voting confirmations with ASSENT for the Resolution	57578176	99.94
E-voting confirmations with DISSENT for the Resolution	33067	0.06
E-voting confirmations with ABSTAIN for the Resolution	Nil	0.00
Invalid E-voting	Nil	Nil
Total No. of Votes	57611243	100
No. of Postal Ballot Forms/ E-Voting Confirmations: 126		
Postal Ballot Forms/ E-voting with ASSENT for the Resolution	57578176	99.94
Postal Ballot Forms/ E-voting with DISSENT for the Resolution	33067	0.06
E-voting confirmations with ABSTAIN for the Resolution	Nil	Nil
Invalid Ballot Forms/ E-Voting	Nil	Nil
Total No. of Votes	57611243	100



S. S. RISBUD & CO.

Company Secretaries

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Email: sanjayrisbud@yahoo.com

	Resolution 2: Special Resolution	
	Appointment of Mr. Ameet P. Hariani (DIN: 00087866) as an Independent Director of the Company	
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: 126		
E-voting confirmations with ASSENT for the Resolution	57580153	99.95
E-voting confirmations with DISSENT for the Resolution	31090	0.05
E-voting confirmations with ABSTAIN for the Resolution	Nil	0.00
Invalid E-voting	Nil	Nil
Total No. of Votes	57611243	100
No. of Postal Ballot Forms/ E-Voting Confirmations: 126		
Postal Ballot Forms/ E-voting with ASSENT for the Resolution	57580153	99.95
Postal Ballot Forms/ E-voting with DISSENT for the Resolution	31090	0.05
E-voting confirmations with ABSTAIN for the Resolution	Nil	0.00
Invalid Ballot Forms/ E-Voting	Nil	Nil
Total No. of Votes	57611243	100

For S. S. Risbud & Co.
Company Secretaries


Sanjay S. Risbud
Proprietor

CP No.: 5117

Membership No.: 13774

Date: 10th March, 2025

Place: Thane

UDIN A013774E002871552

Peer Review Number: 2913/2023

