



Ref: SECT: STOC: 72-24

August 21, 2024

To

The Secretary

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai- 400 001

The Manager

Listing Department

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,

Bandra Kurla Complex,

Bandra (East), Mumbai-400 051

Scrip Code: 519552

Scrip Code: HERITGFOOD

Sub: Proceedings of 32ND Annual General Meeting held on Wednesday, August 21, 2024

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the proceedings of the 32nd Annual General Meeting (“AGM”) of the Company (enclosed herewith as Annexure) held on Wednesday, August 21, 2024 at 10.00 a.m. and concluded at 12:15 p.m. through Video Conferencing (VC) / Other Audio Video Means (OAVM) at the registered office of the Company.

This is for your information and records

Yours Faithfully

For Heritage Foods Limited

Umakanta Barik

Company Secretary & Compliance Officer

M. No.: FCS-6317

Encl: as above



HERITAGE FOODS LIMITED

CIN : L15209TG1992PLC014332

AN ISO: 22000 CERTIFIED COMPANY



Regd. Off : H.No. 8-2-293/82/A/1286 , Plot No. 1286, Road No. 1 & 65, Jubilee Hills, Hyderabad - 500033, Telangana, INDIA.
Tel. : +91-40-23391221, 23391222, Fax: 23326789, 23318090 Email : hfl@heritagefoods.in, Website : www.heritagefoods.in



Annexure

Proceedings of 32nd Annual General Meeting

The 32nd Annual General Meeting (AGM) of the Members of Heritage Foods Limited was held on Wednesday, August 21, 2024 at 10.00 am through Video Conferencing (“VC”) / Other Audio Video Means (“OAVM”) and concluded at 12:15 pm.

Members Present through Video Conferencing: 69

**Directors Present at the venue (i.e. Registered Office of the Company at
H.No. 8-2-293/82/A/1286, Plot No. 1286,
Road No. 1 &65, Jubilee Hills, Hyderabad-500033) 3**

S. No	Name	Designation
1	Sri. A V Girija Kumar	Chairperson, Non-Executive Independent Director
2	Smt. N. Bhuvaneswari	Vice Chairperson & Managing Director
3	Smt. N. Brahmani	Executive Director

Directors Present through Video Conferencing: 3

S. No	Name	Designation	Location
1	Sri. Rajesh Thakur Ahuja	Non-Executive Independent Director	Mumbai
2	Smt. Aparna Surabhi	Non-Executive Independent Woman Director	Hyderabad
3	Sri. M P Vijay Kumar	Non-Executive Independent Director	Chennai

**KMP Present at the Meeting Venue- Registered Office
of the company at Registered Office of the Company at
H.No. 8-2-293/82/A/1286, Plot No. 1286, Road No. 1 &65,
Jubilee Hills, Hyderabad-500033 : 3**

Sl.No	Name	Designation
1	Dr. M. Sambasiva Rao	President
2	Sri A. Prabhakara Naidu	Chief Financial Officer
2	Sri. Umakanta Barik	Company Secretary & Compliance Officer

KMP Present through Video Conferencing: 1

S. No	Name	Designation	Location
1	Sri. Srideep M Kesavan	Chief Executive Officer	USA



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Auditors Present through Video Conferencing:

2

S.No	Name	Designation	Location
1	Sri. Sanjay Jain	Statutory Auditor	Hyderabad
2	Sri. A. Ravi Shankar	Scrutinizer/Secretarial Auditor	Hyderabad

- Sri Umakanta Barik, Company Secretary & Compliance Officer of the company welcomed all the members to the 32nd Annual General Meeting of the company and confirmed that the convening of the virtual Annual General Meeting was in compliance with the circulars issued by the Ministry of Corporate Affairs (MCA), Government of India and the Securities and Exchange Board of India (SEBI) and that the company has appointed National Securities Depository Limited (NSDL) to conduct the voting by way of remote e-voting and e-voting during the AGM.
- Sri. A V Girija Kumar, Chairperson and Non-Executive Independent Director of the Company, preside over and conduct the proceedings of the meeting.
- The Company had taken all the requisite steps to enable Members to participate and vote on the items of businesses considered at the 32nd AGM.
- Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable. Further, the Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection in electronic mode.
- As the requisite quorum being present, the Chairperson called the Meeting to order. The Chairperson welcomed all the Directors and members. The respective Chairperson of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee and Management Committee were present at the AGM.
- The Chairperson requested the directors and key executives of the company attending the meeting to introduce themselves from their respective location.
- The Chairperson acknowledged the presence of Sri. Sanjay Kumar Jain, Partner, M/s. Walker Chandiook & Co LLP, Chartered Accountants, Statutory Auditor of the Company and Sri. A. Ravi Shankar, Partner from M/s. Ravi & Subramanyam Company Secretaries, Secretarial Auditor of the Company, who is also acting as Scrutinizer for the voting in the Meeting to verify and validate the voting results.



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- With the permission of the members, the Chairperson took the Notice of the 32nd Annual General Meeting, the Boards' Report along with Annexures and the Financial Statements for the year ended March 31, 2024 along with the Statutory Auditors' Report and Secretarial Auditors Report as read, as the report of Statutory Auditors and the Secretarial Auditors were unqualified and without any adverse observations or comments in their respective reports.
- The Chairperson in his speech spoke about the comprehensive roadmap in place that focuses on expanding market reach, investing in research and development, and enhancing the digital capabilities. The commitment to innovation will remain at the core of the Company growth strategy. The dedication to technological advancements has allowed the Company to stay ahead of the curve, ensuring that to meet and exceed the customers' evolving needs..
- Smt. N Brahmani, Executive Director of the Company explained the business performance and growth of the Company during FY 2023-24. She also explained about the business performance and growth of the Wholly Owned Subsidiary Company (i.e. Heritage Nutrivet Limited) and Joint Venture Company (i.e. Heritage Novandie Foods Private Limited).
- The Chairperson thereafter gave the opportunity to the Members to ask questions or seek clarifications on the Business performance and the Annual Report of the Company.
- The Shareholders asked certain questions regarding operations of the Company, future plans, etc. and thereafter the Executive Director, President, CEO and CFO of the company responded to the queries raised by the Members.
- The Chairperson thanked the Members for their continuous support and for attending and participating at the Meeting.
- The Executive Director of the Company extended vote of thanks to the Chairperson and all the shareholders.
- Thereafter it was informed to the members that those who have not exercised their vote at the REMOTE E-VOTING which was opened from 9:00 AM on Sunday, August 18, 2024 to 5:00 PM on Tuesday, August 20, 2024 can exercise their vote after this meeting for another 15 minutes.

It was informed to the Members that the Combined results of the remote e-voting and e-voting (Insta-poll) shall be placed at the Company's website i.e www.heritagefoods.in as well as websites of the stock exchanges where the shares of the company are listed and also would be uploaded on the website of NSDL by the end of the day.



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The Following items were discussed at the 32nd AGM of the Company:

Sl No	Resolutions	Resolution Type
Ordinary Business		
(1)	To receive, consider and adopt: The Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024, the Reports of the Board of Directors and Auditor's thereon;	Ordinary
(2)	To declare final dividend on equity shares at the rate of (50%) i.e Rs.2.50/- per equity share of face value of Rs.5/- each for the Financial Year ended March 31, 2024	Ordinary
Special Business		
(3)	Re-appointment of Director Retiring by Rotation in accordance with the provisions of Section 152(6) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and not opted for re-appointment.	Ordinary

The dividend if declared at the Meeting will be credited to the members Wednesday, August 28, 2024, whose names appear on the Company's Register of Members as on the Record Date.

The 32nd Annual General Meeting was concluded at 12:15 pm (1ST)

Thanking You

For Heritage Foods Limited

Umakanta Barik

Company Secretary & Compliance Officer

M. No.: FCS-6317



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