



# FLEX FOODS LIMITED

305, Third Floor, Bhanot Corner, Pamposh Enclave, Greater Kailash-I,  
New Delhi-110 048 Tel.: 2644 0917, 2644 0925. Fax : 2621 6922  
Website : www.flexfoodsltd.com E-mail : flexsec@vsnl.net CIN : L15133UR1990PLC023970

FFL/SEC/2016

22.08.2016

BSE Limited  
Corporate Relationship Department  
First Floor, New Trading Ring  
Rotunda Building,  
P.J. Towers, Dalal Street  
Fort, Mumbai - 400001

**Subject : Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015**

Dear Sirs,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we send herewith the voting results of the 26<sup>th</sup> Annual General Meeting of the Company. The Resolutions set forth in the AGM Notice dated 27<sup>th</sup> June, 2016 are approved by the members of the Company by requisite majority.

This is for your records please.

Thanking you,

Yours faithfully,  
for FLEX FOODS LIMITED

**(RAJESH DHEER)**  
Company Secretary

Encl : As above

**FLEX FOODS LIMITED**  
**Format for Voting Results**

Date of the AGM/EGM	:	20/08/2016
Total number of shareholders on record date	:	14421
No. of shareholders present in the meeting either in person or through proxy		
Promoters and Promoter Group	:	7
Public	:	35
No. of Shareholders attended the meeting through Video Conferencing		
Promoters and Promoter Group	:	Not Applicable
Public	:	Not Applicable

Agenda- wise disclosure (to be disclosed separately for each agenda item)



**Resolution 1 : To adopt the Audited Financial Statements (Standalone and Consolidated) for the year ended 31st March, 2016**

Resolution required: (Ordinary/ Special)				: Ordinary			
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 (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour against on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	31784339	31784039	99.9991	31784039	0	100.0000
	Poll		0	0.0000	0	0	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000
	<b>Total</b>	<b>31784339</b>	<b>31784039</b>	<b>99.9991</b>	<b>31784039</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	7816760	5173981	66.1909	5173981	0	100.0000
	Poll		0	0.0000	0	0	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000
	<b>Total</b>	<b>7816760</b>	<b>5173981</b>	<b>66.1909</b>	<b>5173981</b>	<b>0</b>	<b>100.0000</b>
Public-Non Institutions (Others)	E-Voting	32610387	1752	0.0054	1752	0	100.0000
	Poll		2216045	6.7955	2214562	1483	99.9331
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000
	<b>Total</b>	<b>32610387</b>	<b>2217797</b>	<b>6.8009</b>	<b>2216314</b>	<b>1483</b>	<b>99.9331</b>
<b>Total</b>		<b>72211486</b>	<b>39175817</b>	<b>54.2515</b>	<b>39174334</b>	<b>1483</b>	<b>99.9962</b>



**Resolution 2 : To declare the dividend**

Resolution required: (Ordinary/ Special)				: Ordinary				
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	7429735	7429735	100.00000	7429735	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>7429735</b>	<b>7429735</b>	<b>100.00000</b>	<b>7429735</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>
Public- Institutions	E-Voting	100	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>100</b>	<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0.00000</b>
Public-Non Institutions (Others)	E-Voting	5020165	903	0.01799	903	0	100.00000	0.00000
	Poll		75	0.00149	75	0	100.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>5020165</b>	<b>978</b>	<b>0.01948</b>	<b>978</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>
<b>Total</b>		<b>12450000</b>	<b>7430713</b>	<b>59.68444</b>	<b>7430713</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>





**Resolution 3 : To appoint a Director in place of Shri Ashok Chaturvedi who retires by rotation and being eligible offers himself for re-appointment**

Resolution required: (Ordinary/ Special)				: Ordinary				
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	7429735	7429735	100.00000	7429735	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>7429735</b>	<b>7429735</b>	<b>100.00000</b>	<b>7429735</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>
Public- Institutions	E-Voting	100	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>100</b>	<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0.00000</b>
Public-Non Institutions (Others)	E-Voting	5020165	903	0.01799	823	80	91.14064	8.85936
	Poll		75	0.00149	75	0	100.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>5020165</b>	<b>978</b>	<b>0.01948</b>	<b>898</b>	<b>80</b>	<b>91.82004</b>	<b>8.17996</b>
<b>Total</b>		<b>12450000</b>	<b>7430713</b>	<b>59.68444</b>	<b>7430633</b>	<b>80</b>	<b>99.99892</b>	<b>0.00108</b>



**Resolution 4 : Ratification of Appointment of Statutory Auditors**

Resolution required: (Ordinary/ Special)				: Ordinary				
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	7429735	7429735	100.00000	7429735	0	100.00000	0.0000
	Poll		0	0.00000	0	0	0.00000	0.0000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.0000
	<b>Total</b>	<b>7429735</b>	<b>7429735</b>	<b>100.00000</b>	<b>7429735</b>	<b>0</b>	<b>100.00000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	100	0	0.00000	0	0	0.00000	0.0000
	Poll		0	0.00000	0	0	0.00000	0.0000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.0000
	<b>Total</b>	<b>100</b>	<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0.0000</b>
Public-Non Institutions (Others)	E-Voting	5020165	903	0.01799	823	80	91.14064	8.8594
	Poll		75	0.00149	75	0	100.00000	0.0000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.0000
	<b>Total</b>	<b>5020165</b>	<b>978</b>	<b>0.01948</b>	<b>898</b>	<b>80</b>	<b>91.82004</b>	<b>8.1800</b>
<b>Total</b>		<b>12450000</b>	<b>7430713</b>	<b>59.68444</b>	<b>7430633</b>	<b>80</b>	<b>99.99892</b>	<b>0.0011</b>



**Resolution 5 : Appointment of Mr. P.N. Sharma as Independent Director**

 Resolution required: (Ordinary/ Special) : **Ordinary**

 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 (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7429735	7429735	100.00000	7429735	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>7429735</b>	<b>7429735</b>	<b>100.00000</b>	<b>7429735</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>
Public- Institutions	E-Voting	100	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>100</b>	<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0.00000</b>
Public-Non Institutions (Others)	E-Voting	5020165	903	0.01799	823	80	91.14064	8.85936
	Poll		75	0.00149	75	0	100.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>5020165</b>	<b>978</b>	<b>0.01948</b>	<b>898</b>	<b>80</b>	<b>91.82004</b>	<b>8.17996</b>
<b>Total</b>		<b>12450000</b>	<b>7430713</b>	<b>59.68444</b>	<b>7430633</b>	<b>80</b>	<b>99.99892</b>	<b>0.00108</b>





**Resolution 6 : Appointment of Smt. Shefali Dubey as Independent Director**

Resolution required: (Ordinary/ Special)				: Ordinary				
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	7429735	7429735	100.00000	7429735	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>7429735</b>	<b>7429735</b>	<b>100.00000</b>	<b>7429735</b>	<b>0</b>	<b>100.00000</b>	<b>0.00000</b>
Public- Institutions	E-Voting	100	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>100</b>	<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0.00000</b>
Public-Non Institutions (Others)	E-Voting	5020165	903	0.01799	823	80	91.14064	8.85936
	Poll		75	0.00149	75	0	100.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	<b>Total</b>	<b>5020165</b>	<b>978</b>	<b>0.01948</b>	<b>898</b>	<b>80</b>	<b>91.82004</b>	<b>8.17996</b>
<b>Total</b>		<b>12450000</b>	<b>7430713</b>	<b>59.68444</b>	<b>7430633</b>	<b>80</b>	<b>99.99892</b>	<b>0.00108</b>

