



FLEX FOODS LIMITED

305, Third Floor, Bhanot Corner, Pamposh Enclave, Greater Kailash-I,
New Delhi-110 048 Tel. : 2644 0917, 2644 0928. Fax : 2621 6922

Website: www.flexfoodsltd.com E-mail ID: flexsec@vsnl.net CIN No. L15133UR1990PLC023970

FFL/SEC/2014/861

August 25, 2014

BSF Limited
(Corporate Relationship Department)
1st Floor, New Trading Ring
Rotunda Building, P.J. Towers
Dalal Street, Fort
MUMBAI – 400001

Sub. : Submission of Report under Clause 35A of the Listing Agreement

Dear Sir,

Pursuant to Clause 35A of the Listing Agreement, a report with regard to voting results of 24th Annual General Meeting of the Company held on 23rd August, 2014 at 3:00 P.M. at Lal Tappar Industrial Area, P.O. Resham Majri, Haridwar Road, Dehradun, Uttarakhand, in the prescribed format is enclosed herewith for your records.

Hope you will find the same in order.

Thanking you.

Yours faithfully,
For FLEX FOODS LIMITED

(RAJESH DHEER)
Company Secretary

Encl. : As above.

Date of the AGM/~~EGM~~ : 23rd August, 2014

Total number of shareholders on record date : 13976

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group : 5

Public : 53

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group : Not Applicable

Public : Not Applicable

(Agenda-wise)

Detail of the Agenda -1 : To adopt the Audited Financial Results for the year ended 31st March, 2014

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

Mode of voting : (~~Show of hands/Poll/Postal ballot~~/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	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	7340550	7340550	100.00%	7340550	Nil	100.000%	0.000%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	0.000%
Public-Others	5109450	7780	0.15%	7780	Nil	100.000%	0.000%
Total	12450000	7348330	59.02%	7348330	Nil	100.000%	0.000%



Detail of the Agenda -2 : To declare the dividend.

Resolution required : (Ordinary/Special)

Mode of voting : (Show of hands/Poll/Postal ballot/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	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	7340550	7340550	100.00%	7340550	Nil	100.000%	0.000%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	0.000%
Public-Others	5109450	7780	0.15%	7780	Nil	100.000%	0.000%
Total	12450000	7348330	59.02%	7348330	Nil	100.000%	0.000%

Detail of the Agenda -3 : To appoint a Director in place of Shri R.K. Jain who retires by rotation and being eligible offers himself for re-appointment

Resolution required : (Ordinary/Special)

Mode of voting : (Show of hands/Poll/Postal ballot/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	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	7340550	7340550	100.00%	7340550	Nil	100.000%	0.000%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	0.000%
Public-Others	5109450	7780	0.15%	7779	1	99.987%	0.013%
Total	12450000	7348330	59.02%	7348329	1	99.987%	0.013%



Detail of the Agenda -4 : To re-appoint M/s. Jain Singhal & Associates, Chartered Accountants as Statutory Auditors of the Company and fixing their Remuneration

Resolution required : (Ordinary/Special)

Mode of voting : (Show of hands/Poll/Postal ballot/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	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	7340550	7340550	100.00%	7340550	Nil	100.000%	0.000%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	0.000%
Public-Others	5109450	7780	0.15%	7779	1	99.987%	0.013%
Total	12450000	7348330	59.02%	7348329	1	99.987%	0.013%

Detail of the Agenda -5 : Appointment of Shri M.G. Gupta as an Independent Director of the Company for five consecutive years for a term up to 31st March, 2019

Resolution required : (Ordinary/Special)

Mode of voting : (Show of hands/Poll/Postal ballot/E-voting)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	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	7340550	7340550	100.00%	7340550	Nil	100.000%	0.000%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	0.000%
Public-Others	5109450	7780	0.15%	7780	Nil	100.000%	0.000%
Total	12450000	7348330	59.02%	7348330	Nil	100.000%	0.000%



Detail of the Agenda -6 : Appointment of Shri T.N. Pandey as an Independent Director of the Company for five consecutive years for a term up to 31st March, 2019.

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

Mode of voting : (~~Show of hands/Poll/Postal ballot/E-voting~~)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	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	7340550	7340550	100.00%	7340550	Nil	100.000%	0.000%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	0.000%
Public-Others	5109450	7780	0.15%	7780	Nil	100.000%	0.000%
Total	12450000	7348330	59.02%	7348330	Nil	100.000%	0.000%

Detail of the Agenda -7 : Appointment of Shri G.N. Gupta as an Independent Director of the Company for five consecutive years for a term up to 31st March, 2019

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

Mode of voting : (~~Show of hands/Poll/Postal ballot/E-voting~~)

In case of Poll/Postal ballot/E-voting :

Promoter/Public	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	7340550	7340550	100.00%	7340550	Nil	100.000%	0.000%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	0.000%
Public-Others	5109450	7780	0.15%	7779	1	99.987%	0.013%
Total	12450000	7348330	59.02%	7348329	1	99.987%	0.013%



Detail of the Agenda -8 : To pass a Special Resolution for exercising the borrowing power of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013

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

Mode of voting : ~~(Show of hands/Poll/Postal ballot/E-voting)~~

In case of Poll/Postal ballot/E-voting :

Promoter/Public	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	7340550	7340550	100.00%	7340550	Nil	100.000%	0.000%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	0.000%
Public-Others	5109450	7780	0.15%	7779	1	99.987%	0.013%
Total	12450000	7348330	59.02%	7348329	1	99.987%	0.013%

