



27<sup>th</sup> December 2014

The Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai- 400001

Dear Sir,

Ref: Scrip Code 519295

Clause 35A of the listing agreement

Sub: Intimation of 31<sup>st</sup> AGM results

We furnish below the details regarding the voting results in respect of resolutions as set out in the Annual General Meeting held on 26<sup>th</sup> December 2014 at K.L.N. Prasad Auditorium at **The Federation of Andhra Pradesh Chambers of Commerce and Industry (FAPCCI)**, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004, in the format prescribed under clause 35A of the listing agreement.

Date of passing resolution : 26<sup>th</sup> December 2014

Total number of shareholders as on record date : 11444

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

Promoters and Promoter Group: 11

Public: 193

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Not applicable

Public: Not applicable



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4E, Surya Towers, Sardar Patel Road, Secunderabad - 500 003. Phone : 4436 3322 & 2781 6611

Fax : +91-40-2781 6615, E-mail : ho.hr@bambinoagro.com

CIN : L15440TG1983PLC004363



(Agenda-wise)

Details of the Agenda:

Item no	Type of resolution	Resolution	Mode of voting(Ballot/E Voting)
1	Ordinary resolution	Adoption of the Audited Balance Sheet as at 30 September 2014 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Report of the Board of Directors and the Auditors thereon	E voting & Physical
2	Ordinary resolution	To declare dividend on the equity shares for the financial year 2013-14	E voting & Physical
3	Ordinary resolution	Appointment of Mr P Easwara Das(DIN No.02340662) as Director of the Company	E voting & Physical
4	Ordinary resolution	Appointment of M/s PRV Associates., Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration	E voting & Physical
5	Ordinary resolution	Continuation of Mr. P Easwara Das(DIN No 02340662) as Non Executive Director of the Company	E voting & Physical
6	Ordinary resolution	Reappointment of Mr M Subramanyam (DIN NO:00095888) as Whole Time Director	E voting & Physical
7	Ordinary resolution	Appointment of Mrs Lalitha Ramakrishna Gowda (DIN NO: 06974406) as Non Executive Independent Director	E voting & Physical
8	Ordinary resolution	Appointment of Mr S Nageswara Rao (DIN No: 03278701) as Non Executive Independent Director	E voting & Physical
9	Ordinary resolution	Appointment of Dr S Venkataraman (DIN No: 03623630) as Non Executive Independent Director	E voting & Physical
10	Special resolution	Alteration of article 89 of the Articles of Association of the Company	E voting & Physical



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# BAMBINO AGRO INDUSTRIES LTD.



## Details of AGM Voting

### Ordinary Resolution-1

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) of	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100% of Votes	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	6003634	6003634	100	6003634	0	100	0
Public – Institutional Holders	5304	0	0	0	0	0	0
Public-Others	1999908	60118	3.006	60118	0	100	0
Total	8008846	6063752		6063752	0		

### Ordinary Resolution-2

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) of	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100% of Votes	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	6003634	6003634	100	6003634	0	100	0
Public – Institutional Holders	5304	0	0	0	0	0	0
Public-Others	1999908	60118	3.006	60118	0	100	0
Total	8008846	6063752		6063752	0		



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# BAMBINO AGRO INDUSTRIES LTD.

## Ordinary Resolution-3

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) of	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100% of Votes	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003634	6003634	100	6003634	0	100	0
Public – Institutional Holders	5304	0	0	0	0	0	0
Public-Others	1999908	60118	3.006	60018	100	99.8336	0.1663
Total	8008846	6063752		6063652	100		

## Ordinary Resolution-4

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) of	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100% of Votes	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003634	6003634	100	6003634	0	100	0
Public – Institutional Holders	5304	0	0	0	0	0	0
Public-Others	1999908	60118	3.006	60118	0	100	0
Total	8008846	6063752		6063752	0		

## Ordinary Resolution-5

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) of	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100% of Votes	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003634	6003634	100	6003634	0	100	0
Public – Institutional Holders	5304	0	0	0	0	0	0
Public-Others	1999908	60118	3.006	60018	100	99.8336	0.1663
Total	8008846	6063752		6063652	100		

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# BAMBINO AGRO INDUSTRIES LTD.



## Ordinary Resolution-6

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) of	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100% of Votes	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003634	4494600	74.8647	4494600	0	100	0
Public – Institutional Holders	5304	0	0	0	0	0	0
Public-Others	1999908	60118	3.006	60118	0	100	0
Total	8008846	4554718		4554718	0		

## Ordinary Resolution-7

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) of	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100% of Votes	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003634	6003634	100	6003634	0	100	0
Public – Institutional Holders	5304	0	0	0	0	0	0
Public-Others	1999908	60118	3.006	60118	0	100	0
Total	8008846	6063752		6063752	0		



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# BAMBINO AGRO INDUSTRIES LTD.



## Ordinary Resolution-8

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) of	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100% of Votes	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003634	6003634	100	6003634	0	100	0
Public – Institutional Holders	5304	0	0	0	0	0	0
Public-Others	1999908	60118	3.006	60118	0	100	0
Total	8008846	6063752		6063752	0		

## Ordinary Resolution-9

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) of	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100% of Votes	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003634	6003634	100	6003634	0	100	0
Public – Institutional Holders	5304	0	0	0	0	0	0
Public-Others	1999908	60118	3.006	60118	0	100	0
Total	8008846	6063752		6063752	0		



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# BAMBINO AGRO INDUSTRIES LTD.



## Special Resolution-10

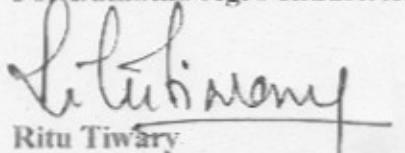
Promoter/Public	No. of Shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4) of	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100% of Votes	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	6003634	6003634	100	6003634	0	100	0
Public – Institutional Holders	5304	0	0	0	0	0	0
Public-Others	1999908	60118	3.006	60118	0	100	0
Total	8008846	6063752		6063752	0		

We wish to inform you that all the resolutions have been passed with requisite majority and a copy of the Scrutinizers report by Mr. Chandrakant Gorak, Scrutinizer to the meeting has been duly enclosed .

Thanking you,

Yours truly

For Bambino Agro Industries Limited

  
Ritu Tiwary  
Company Secretary & Legal



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# C GORAK & CO. Company Secretaries

Flat No. 406/A, Karim Centre, S. D.  
Road, Secunderabad - 500 003 TG.  
M: 9849565636 O: 040 - 6999 6656  
Email: chandrakanth@cgorak.com  
Website: www.cgorak.com

## SCRUTINIZERS' REPORT - POLL & e-VOTING.

To  
The Chairman,  
BAMBINO AGRO INDUSTRIES LIMITED,  
Secunderabad.

Dear Sir,

Sub: Scrutinizers' Report of Poll & e-Voting of the 31<sup>st</sup> Annual General Meeting of the Equity Shareholders' of M/s. Bambino Agro Industries Limited held on Friday 26<sup>th</sup> December, 2014 at 10:15 am at K.L.N. Prasad Auditorium at The Federation of Andhra Pradesh Chambers of Commerce and Industry (FAPCCI), Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad-500 004.

1. I, Chandrakanth Gorak, Practicing Company Secretary, Proprietor of C Gorak & Co., Company Secretaries, have been appointed as scrutinizer by
  - (I) the Board of Directors of Bambino Agro Industries Limited, (the Company) for the purpose of Scrutinizing the e-Voting process as per the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules)
  - (II) the Chairman of the Annual General Meeting (AGM) on Poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014) on the resolution(s) contained in the notice to the 31<sup>st</sup> Annual General Meeting (AGM) of the members of the Company, held on Friday 26<sup>th</sup> December, 2014 at 10:15 am at K.L.N. Prasad Auditorium at The Federation of Andhra Pradesh Chambers of Commerce and Industry (FAPCCI), Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad-500 004.
2. The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to e-voting and Poll on the resolutions contained in the Notice to the 31<sup>st</sup> Annual General Meeting (AGM) of the members of the Company. My





responsibility as a Scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited, the authorized agency to provide e-voting facilities and also at the time of Poll at AGM.

3. I have issued separate scrutinizers' report date 23<sup>rd</sup> December, 2014 on e-Voting and on 26<sup>th</sup> December, 2014 on the Poll on the resolutions contained in the notice to the AGM. As requested by the management, I submit herewith my combined report on the results of e-Voting together with that of Poll as under:-

### ORDINARY BUSINESS

Item No. 1:- Ordinary Resolution to consider and adopted the Audited Financial Statement of the Company for the financial year ended 30<sup>th</sup> September, 2014, the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
147	6063752	100

(ii) Voted against of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
0	0	0

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



**Item No. 2:- Ordinary Resolution for Declaration of dividend on the equity shares for the financial year 2013-14.****(i) Voted in favour of the resolution**

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
147	6063752	100

**(ii) Voted against of the resolution**

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
0	0	0

**(iii) Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 3:- Ordinary Resolution to appoint a director in place of Mr. P Easwara Das (DIN 02340662) who retires by rotation and being eligible, offer himself for re-appointment.****(i) Voted in favour of the resolution**

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
146	6063652	99.9984

**(ii) Voted against of the resolution**

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
1	100	0.0016

**(iii) Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 4:- Ordinary Resolution for appointment of M/s. PRV Associates, Chartered Accountants, Hyderabad as Auditors and fixing their remuneration.

(i) Voted in favour of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
147	6063752	100

(ii) Voted against of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
0	0	0

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

### SPECIAL BUSINESS

Item No. 5:- Ordinary Resolution for continuation of Mr. P Easwara Das (DIN 02340662) as Non-Executive Director of the Company, whose office is liable to retire by rotation..

(i) Voted in favour of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
146	6063652	99.9984

(ii) Voted against of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
1	100	0.0016

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



**Item No. 6:- Ordinary Resolution for re-appointment of Mr. M Subramanyam (DIN 00095888) as Whole Time Director.**

(i) Voted in favour of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
145	4554718	100

(ii) Voted against of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
0	0	0

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	1509034

**Item No. 7:- Ordinary Resolution for Appointment of Dr. Lalitha Ramakrishna Gowda (DIN06974406) as Non-Executive Independent Director.**

(i) Voted in favour of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
147	6063752	100

(ii) Voted against of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
0	0	0

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 8:- Ordinary Resolution for Appointment of Mr. S Nageswara Rao (DIN03278701) as Non-Executive Independent Director.**

(i) Voted in favour of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
147	6063752	100

(ii) Voted against of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
0	0	0

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Item No. 9:- Ordinary Resolution for Appointment of Dr. S Venkataraman (DIN 03623630) as Non-Executive Independent Director.**

(i) Voted in favour of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
147	6063752	100

(ii) Voted against of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
0	0	0

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 10:- Special Resolution for Alteration of Article 89 of the Article of Association of the Company.

(i) Voted in favour of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
147	6063752	100

(ii) Voted against of the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast (favour and against)
0	0	0

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Thanking you,

Place: Secunderabad  
Date: 27<sup>th</sup> December, 2014

for C GORAK & CO.  
Company Secretaries



*Chandrakanth Gorak*  
Chandrakanth Gorak  
Proprietor  
ACS: 26783; CP: 11346