



Date: September 28, 2015

To
The Manager Corporate Services
Department of Corporate Services
BSE Limited
25th Floor, PJ Tower
Dalal Street, Mumbai - 400 001

Sub: Outcome of the 20th Annual General Meeting of the Company held on
26/09/ 2015.

Dear Madam/Sir,

With reference to the above captioned subject, we wish to inform you that the following business were transacted by the members of the Company in the 20th Annual General Meeting held on Saturday, the 26th day of September 2015 at the Hotel Pai Comforts, #1319, 100 Feet Road, J P Nagar II Phase Bangalore- 560 078 at 11.00 AM.

The outcome of the Annual General Meeting as per the format prescribed under Clause 35 A of the Listing Agreement amended vide SEBI circular No. CIR/CFD/DIL/7/2011 dated 05th October 2011 is as follows:-

Date of the AGM	September 26, 2015		
Total number of shareholders on record date, ie. September 28, 2015	3,622		
No. of shareholders present in the meeting	Particulars	Promoters and promoters group	Public
18	Either in person or in proxy	1	17
	Through video conferencing	-	-
TOTAL		1	17

*Video conferencing facility was not provided since the same is not mandatory as notified by the Ministry of Corporate Affairs vide General Circular No. 72/2011 dated 27th December 2011.



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Details of Agenda:

Sl. No.	Resolutions passed	Resolution required	Mode of voting
	Ordinary Business:		
1	Adoption of the Audited Balance Sheet as at 31 st March, 2015 and the Audited Statement of Profit and Loss for the year ended 31 st March 2015, together with Reports of Directors and Auditors Reports thereon	Ordinary	E-voting and Poll at the AGM
2	Appointment of a Director in place of Mr. Arvind Varchaswi, who retired by rotation and being eligible offered himself for re-appointment	Ordinary	E-voting and Poll at the AGM
3	Ratification of appointment of M/s. Vijay Narayan & Co., Chartered Accountants as Statutory Auditors of the Company to hold office upto the conclusion of 21 st Annual General Meeting of the Company at a remuneration to be decided/approved by the Board of Directors	Ordinary	E-voting and Poll at the AGM
	Special Business		
4	Appointment of Mr. Chandrakant L Rathi as Independent Director of the Company	Special	E-voting and Poll at the AGM
5	Authorisation to the directors of the Company to create a charge for borrowings upto Rs.50 Crores or to deal with the properties of the Company.	Special	E-voting and Poll at the AGM

We wish to inform you that all the aforesaid resolutions were passed unanimously by the members of the Company.

Please note that as per the Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company has offered e-voting facility to all the members of the Company to cast their vote electronically on all resolutions to be passed at the Annual general meeting of the Company. For this the Company has engaged the services of the Central Depository Services Limited to provide e-voting facility.

The E-voting for the Annual general meeting was open from 9.00 AM on September 23, 2015 to 5.00 PM on September 25, 2014 and the results were announced at the Annual general meeting.

We request you to kindly take the above information on record in terms of the compliance requirements detailed under Clause 31 (d) and Clause 35 A of the Listing Agreement.

The voting details are as provided in Annexure - A

Yours Sincerely

For Source Natural Foods and Herbal Supplements Limited

Company Secretary and Compliance Officer



Annexure - A

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

(E-Voting and Poll)

Resolution 1 Adoption of the Audited Balance Sheet as at 31st March, 2015 and the Audited Statement of Profit and Loss for the year ended 31st March 2015, together with Reports of Directors and Auditors Reports thereon (Ordinary Resolution- E-Voting and Poll)

Promoter/ Public	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	47,86,891	47,86,891	100	47,86,891	-	100	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	40508	40508	100	40508	-	100	-
Total	4827399	4827399	100	4827399		100	

Resolution 2 Appointment of a Director in place of Mr. Arvind Varchaswi, who retired by rotation and being eligible offered himself for re-appointment (Ordinary Resolution- E-Voting and Poll)

Promoter/ Public	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	47,86,891	47,86,891	100	47,86,891	-	100	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	40508	40508	100	40508	-	100	-
Total	4827399	4827399	100	4827399		100	



Resolution 3 Ratification of appointment of M/s. Vijay Narayan & Co., Chartered Accountants as Statutory Auditors of the Company to hold office upto the conclusion of 21st Annual General Meeting of the Company at a remuneration to be decided/approved by the Board of Directors(Ordinary Resolution- E-Voting and Poll)

Promoter/ Public	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	47,86,891	47,86,891	100	47,86,891	-	100	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	40508	40508	100	40508	-	100	-
Total	4827399	4827399	100	4827399		100	-

Resolution 4 Appointment of Mr. Chandrakant L Rathi as Independent Director of the Company (Special Resolution- E-Voting and Poll)

Promoter/ Public	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	47,86,891	47,86,891	100	47,86,891	-	100	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	40508	40508	100	40508	-	100	-
Total	4827399	4827399	100	4827399		100	-



Resolution 5 Authorisation to the directors of the Company to create a charge for borrowings upto Rs.50 Crores or to deal with the properties of the Company (Special Resolution- E-Voting and Poll)

Promoter/ Public	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	47,86,891	47,86,891	100	47,86,891	-	100	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	40508	40508	100	40508	-	100	-
Total	4827399	4827399	100	4827399	-	100	-

For Source Natural Foods and Herbal Supplements Limited



Company Secretary and Compliance Officer



AJAY. S. SHRIVASTAVA

M.Com., LLB, FCS
Company Secretary in Practice

Flat No. D-1, Orange Homes Impressions,
Plot No: 8-2-293/82/JIII/443-A-16,
Road No. 86, Jubilee Hills, Hyderabad- 500 033.
Tel : 040-23557144 E-mail: ajaypcs@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Source Natural Foods and Herbal Supplements Limited,
201, II Floor, Sumeru Towers, #54/46, 39th A Cross, 11th Main, Jayanagar 4th T Block,
Bangalore – 560 041

Dear Sir,

Sub: Consolidated Scrutinizer's Report for passing of resolutions through Remote E-voting Process and Voting by poll at 20th Annual General Meeting held on Saturday the 26th September, 2015 at 11.00AM at Hotel Pai Comfort,s, #1319, 100 Feet Road, JP Nagar II Phase, Bangalore- 560078

I, Ajay S. Shrivastava, Company Secretary in Practice was appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote e-voting process and ballot voting through poll carried out by the Company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item no 1 to 5 as set out in the Notice of the 20th Annual General Meeting (AGM) of the Equity Shareholders of the Company dated 26th September, 2015

1. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers on the resolutions contained in the notice of the AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and voting through ballot process- poll conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the



said Notice, based on the reports generated from the e-voting system provided by the CDSL, the agency engaged by the Company to provide remote e-voting facility for e-voting and also at the poll conducted in the AGM.

2. The notice dated 12th August, 2015 along with statement setting out material facts under Section 102 of the Act was dispatched to the Shareholders through Professional courier on 1st September, 2015 and through email to shareholders whose email IDs were registered with the Company / Depository Participant on 1st September, 2015. The said Notice was dispatched on the basis of the Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz National Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 28th August 2015.
3. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having sent the notice of the meeting and providing e-voting facility in Financial Express and Sanjevani on 3rd September, 2015 and 4th September, 2015 respectively.
4. In terms of the aforesaid notice, voting through electronic means was kept open for Three days from 9.00 AM on September 23, 2015 to 5.00 PM on September 25, 2015.
5. The details of the members' details such as their names folio, number of shares held who cast their votes through remote-e voting were downloaded from the e voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.com/>) in order to ensure that such members did not vote again in the through ballot- Poll voting in the 20th Annual General Meeting.
6. The voting rights of members were considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e 18th September, 2015.



7. After the time fixed for closing of Poll by the Chairman, ONE Ballot box was kept for polling, was locked in my presence and the members who were present.
8. The locked ballot box was subsequently opened in my presence of two witness and poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Company/ Registrar of Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
9. As required under the said rules, after the closure of the voting of the Annual General Meeting, the votes cast through poll were counted, thereafter the votes cast under remote e-voting facility were unblocked in the presence of Mrs Astha Agarwal and Mr. Devang Vora, who are not in employment with the Company.
10. I did not find any poll papers to be invalid.
11. Summary of the remote e-voting and poll are as follows-

✓ **ORDINARY BUSINESS:**

Resolution No. 1- To consider and adopt the Audited Balance Sheet as on 31st March, 2015
And the audited Statement of Profit and Loss for the year ended 31st March, 2015 together with reports of Directors and Auditors thereon:

i. Vote in favour of the resolution				
	Particulars	No of Members voted	No of votes cast by them	% of total number of valid votes cast
	Poll at the AGM	11	23921	0.50
	Remote E-voting	17	4803478	99.50
	Total	28	4827399	100.00

ii. Vote in against the resolution				
	Particulars	No of Members voted	No of votes cast by them	% of total number of valid votes cast
	Poll at the AGM	NIL	NIL	NIL
	Remote E-voting	NIL	NIL	NIL
	Total	NIL	NIL	NIL



iii Invalid votes			
Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them	
Poll at the AGM	NIL	NIL	
Remote E-voting	NIL	NIL	
Total	NIL	NIL	

Resolution No. 2- Appointment of a Director in place of Mr. Arvind Varchaswi, who retired by rotation and being eligible offered himself for re-appointment:

i. Vote in favour of the resolution				
Particulars	No of Members voted	No of votes cast by them	% of total number of valid votes cast	
Poll at the AGM	11	23921	0.50	
Remote E-voting	17	4803478	99.50	
Total	28	4827399	100.00	

ii. Vote in against the resolution				
Particulars	No of Members voted	No of votes cast by them	% of total number of valid votes cast	
Poll at the AGM	NIL	NIL	NIL	
Remote E-voting	NIL	NIL	NIL	
Total	NIL	NIL	NIL	

iii Invalid votes			
Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them	
Poll at the AGM	NIL	NIL	
Remote E-voting	NIL	NIL	
Total	NIL	NIL	



Resolution No. 3- Ratification of appointment of M/s. Vijay Narayan & Co., Chartered Accountants as Statutory Auditors of the Company to hold office upto the conclusion of 21st Annual General Meeting of the Company at a remuneration to be decided/approved by the Board of Directors:

i. Vote in favour of the resolution			
Particulars	No of Members voted	No of votes cast by them	% of total number of valid votes cast
Poll at the AGM	11	23921	0.50
Remote E-voting	17	4803478	99.50
Total	28	4827399	100.00

ii. Vote in against the resolution			
Particulars	No of Members voted	No of votes cast by them	% of total number of valid votes cast
Poll at the AGM	NIL	NIL	NIL
Remote E-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

iii. Invalid votes		
Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at the AGM	NIL	NIL
Remote E-voting	NIL	NIL
Total	NIL	NIL

✓ **SPECIAL BUSINESS:**

Resolution No. 4- Appointment of Mr. Chandrakant L Rathi as Independent Director of the Company:

i. Vote in favour of the resolution			
Particulars	No of Members voted	No of votes cast by them	% of total number of valid votes cast
Poll at the AGM	11	23921	0.50
Remote E-voting	17	4803478	99.50
Total	28	4827399	100.00



ii. Vote in against the resolution			
Particulars	No of Members voted	No of votes cast by them	% of total number of valid votes cast
Poll at the AGM	NIL	NIL	NIL
Remote E-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

iii. Invalid votes		
Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at the AGM	NIL	NIL
Remote E-voting	NIL	NIL
Total	NIL	NIL

Resolution No. 5- Authorization to the directors of the Company to create a charge for borrowings up to Rs.50 Crores or to deal with the properties of the Company.:

i. Vote in favour of the resolution			
Particulars	No of Members voted	No of votes cast by them	% of total number of valid votes cast
Poll at the AGM	11	23921	0.50
Remote E-voting	17	4803478	99.50
Total	28	4827399	100.00

ii. Vote in against the resolution			
Particulars	No of Members voted	No of votes cast by them	% of total number of valid votes cast
Poll at the AGM	NIL	NIL	NIL
Remote E-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

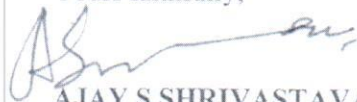


iii	Invalid votes		
	Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
	Poll at the AGM	NIL	NIL
	Remote E-voting	NIL	NIL
	Total	NIL	NIL

The register, all other papers relevant records relating to remote e-voting and poll will remain in my custody until the Chairman considers, approves and sign the minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company – The Company Secretary, authorized for safe keeping.

Thanking You,

Yours faithfully,



AJAY S SHRIVASTAVA
 Practicing Company Secretary
 Membership No. 3489
 COP: 3479



Place: Hyderabad
 Date: 28.09.2015

For Source Natural Foods and Herbal Supplements Limited



(Arvind Varchaswi N)
 Chairman of the Meeting

AJAY. S. SHRIVASTAVA

M.Com., LLB, FCS
Company Secretary in Practice

Fiat No. D-1, Orange Homes Impressions,
Plot No: 8-2-293/82/JIII/443-A-16,
Road No. 86, Jubilee Hills, Hyderabad- 500 033.
Tel : 040-23557144 E-mail: ajaypcs@gmail.com

FORM No. MGT-13

Scrutinizer's Report

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies Management and Administration) Rules, 2014]

To,
The Chairman,
20th Annual General Meeting,
Equity Shareholders of **Source Natural Foods and Herbal Supplements Limited**,
Held on Saturday the 26th day of September, 2015 at 11.00 A.M. at,
Hotel Pai Comforts, #1319, 100 Feet Road,
J.P Nagar II Phase, Bangalore -560078.

Dear Sir,

I, Ajay S. Shrivastava, appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 20th Annual General Meeting of the Equity Shareholders of Source Natural Foods and Herbal Supplements Limited, held on Saturday, the 26th day of September, 2015 at 11.00 A.M at Hotel Pai Comforts, #1319,100 Feet Road, J.P Nagar II Phase, Bangalore -500078, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, ONE ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The ballots cast by shareholder, none was found to be invalid.
4. The result of the Poll is as under:

ORDINARY BUSINESS:

Resolution No. 1- To consider and adopt the Audited Balance Sheet as on 31st March, 2015 and the audited Statement of Profit and Loss for the year ended 31st March, 2015 together with reports of Directors and Auditors thereon:



i Voted in favour of the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
11	23921	100%

ii Voted against the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
NIL	NIL	--

iii Invalid votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No. 2- Appointment of a Director in place of Mr. Arvind Varchaswi, who retired by rotation and being eligible offered himself for re-appointment:

i Voted in favour of the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
11	23921	100%

ii Voted against the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
NIL	NIL	NIL

iii Invalid votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Resolution No. 3- Ratification of appointment of M/s. Vijay Narayan & Co., Chartered Accountants as Statutory Auditors of the Company to hold office upto the conclusion of 21st Annual General Meeting of the Company at a remuneration to be decided/approved by the Board of Directors:

i Voted in favour of the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
11	23921	100%

ii Voted against the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
NIL	NIL	100%

iii Invalid votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

SPECIAL BUSINESS:

Resolution No. 4- Appointment of Mr. Chandrakant L Rathi as Independent Director of the Company:

i Voted in favour of the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
11	23921	100%

ii Voted against the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
NIL	NIL	NIL



iii Invalid votes:		
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
NIL	NIL	

Resolution No. 5- Authorization to the directors of the Company to create a charge for borrowings up to Rs.50 Crores or to deal with the properties of the Company.:

i Voted in favour of the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
11	23921	100%

ii Voted against the resolution :		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of Valid votes cast
NIL	NIL	NIL

iii Invalid votes:		
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
NIL	NIL	

- A compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You,

Yours faithfully,



AJAY S SHRIVASTAVA
Practicing Company Secretary
Membership No. 3489
COP: 3479



Place: Hyderabad

Date: 28.09.2015

