

Registered Office: A - 603, Shapath IV, S. G. Road, Ahmedabad-380 015, Guiarat, INDIA. Tel.: +91-79-40307050 - 59 Fax: +91-79-66527069 www.freshtrop.com info@freshtrop.com CIN: L15400GJ1992PLC018365

30th September, 2016

To, The General Manager Department of Corporate Services **BSE Limited** Dalal Street Mumbai - 400001

Dear Sir,

Freshtrop Fruits Limited - Scrip Code 530077

Subject: Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 - Details of Voting Results at the 24th **Annual General Meeting**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find details of voting results inclusive of e-voting and poll conducted at the 24th Annual General Meeting of the Company held on Thursday, 29th September, 2016 at 11.00 a.m. at Sindhu Bhavan, Sindhu Bhavan Marg, Opp Pakwan, Off S. G. Road, Ahmedabad -380059

Reports of the Scrutinizer are also enclosed herewith.

You are requested to kindly take the same on record.

AHMEDABA

Thanking YOU

Yours faithfully,

FOR FRESHTROP FRUITS LIMITED

Jignesh Gandhi

Company Secretary

Unit-I

Gat No. 171, Vill. Jaulke, Bombay-Agra Rd. Post Ozar, Tal. Dindori, Dist. Nasik-422 207, Maharashtra, INDIA

Tel.: +91-2557-279 172 Fax: +91-2557-279 108

Survey No. 1366, Savlej-Wayfale Rd. Post Siddhewadi, Tal. Tasgaon Dist. Sangli-416 311, Maharashtra, INDIA

Tel.: +91-2346-254 871 / 2 / 3 Fax: +91-2346-254 874

Unit-IV

Gat No. 598/1, Vill. Janori, Tal. Dindori, Dist. Nasik-422 206 Maharashtra, INDIA Tel.: +91-2557-202 852-54

Details of Voting Results – 24th Annual General Meeting held on 29th September, 2016

	■ CPublic State Control of the Cont	
	 Promoters and Promoter Group 	
Not arranged	No. of Shareholders attended the meeting through video conferencing	4.
35		
6	Public 19 10 10 10 10 10 10 10 10 10 10 10 10 10	,
	 Promoters and Promoter Group 	
	No. of shareholders present in the meeting either in person or through proxy	ω
6085	Total number of shareholders on record date	2.
29 th September , 2016	Date of the AGM	ŀ

Agenda-wise disclosure

RESOLUTION NO. 1

6 99.99	60.11 73,01,258	73,01,264	1,21,45,000		IOIal
3,74,582		3,74,588	52,18,324	lotal	
				Postal Ballot (If Applicable)	
2,94,601	5.65	2,94,601		Poll	Institutions
79,981	1.53	79,987	52,18,324	E-Voting	Public-Non
0	0.00	0		Total	
				Postal Ballot (If Applicable)	
0	0.00,	0		Poll	Institutions
0	0.00	0	•	E-Voting	Public
69,26,676	100.00 6	69,26,676	69,26,676	Total	
				Postal Ballot (If Applicable)	Group
0	0.00	0		Poll	Promoter
69,26,676	100.00	69,26,676	69,26,676	E-Voting	Promoter and
(4) (5)	(3) = [(2)/(1)]*100	(2) (3) = [(;	(1)		
against		shares			
In Favour Votes	outstanding - I	polled on	held		
No. of Votes No.	% of votes Polled N	No. of votes % of v	No. of shares N	Mode of Voting	Category
			•	on?	agenda/resolution?
			interested in the No	Whether promoter/promoter group are in	Whether pror
31 st March, 2016	ar ended on 31	Auditor's Report for the year ended on	A		٠
ial statements to	* audited illiair	ORDINARY — Adoption of audited financial statements together with reports of Board of Directors and	0	Resolution required: (Ordinary / Special)	Resolution requ

For, Freshtrop Fruits Limited

Jignesh Gandhi

Company Secretary

RESERVED SHEET

0.00		-					,	
0.00	99.99		73,01,258	60.11	73,01,264	1,21,45,000		Total
0.00	99.99	6	3,74,582	7.18	3,74,588	52,18,324	Total	4
							Postal Ballot (If Applicable)	
0.00	0.00	0	2,94,601	5.65	2,94,601		Poll	Institutions
0.00	99.99	6	79,981	1.53	79,987	52,18,324	E-Voting	Public-Non
0.00	0.00	0	0	0.00	0		Total	
		•					Postal Ballot (If Applicable)	
0.00	0.00	. 0	0	0.00	0		Poll	Institutions
0.00	0.00	. 0	0	0.00	0		E-Voting	Public -
0.00	0.00	0	69,26,676	100.00	69,26,676	69,26,676	Total	•
				-			Postal Ballot (If Applicable)	eroup
0.00	0.00	0.	0	0.00	0	1	Poll	Promoter
0.00	100.00	0	69,26,676	100.00	69,26,676	69,26,676	E-Voting	Promoter and
(6) = [(4)/(2)]*100 $(7) = [(5)/(2)]*100$	(6) = [(4)/(2)]*100	(5)	(4)	(3) = [(2)/(1)]*100	(2)	. (1)		
	er.			•	•		,	
	polled			res				a
on votes polled	our	S.	– In Favour	on outstanding	polled	held		
% of Votes against	% of Votes in	No. of	No. of Votes	% of votes Polled	No. of votes	No. of shares	Mode of Voting	Category
ę			J	•	No.	interested in the	promoter/promoter group are solution?	agenda/resolution?
@ 10% (₹1.00) per share on the face value of ₹10 each for the	on the face value	per share	9 10% (₹1.00)	of dividend	ORDINARY – Declaration financial year 2015-16		Resolution required: (Ordinary / Special)	Resolution requi

For, Freshtrop Fruits Limited

Jignesh Gandhi Company Secretary



	Total			Institutions	Public-Non			Institutions	Public		Group	Promoter			•	4	>	Category	agenda/resolution?	Whether p	Resolution r
		Total	Postal Ballot (If Applicable)	Poll	E-Voting	Total	Postal Ballot (If Applicable)	Poll	- E-Voting	Total	Postal Ballot (If Applicable)	Poll	and E-Voting					Mode of Voting	olution?	Whether promoter/promoter group are	Resolution required: (Ordinary / Special)
	1,21,45,000	52,18,324			52,18,324				F.,	69,26,676			69,26,676	(1)	•	,	held	No. of shares	, ,	interested in the	
	63,86,018	3,74,588		2,94,601	79,987	0		0	0	60,11,430		. 0	60,11,430	(2)		,	polled	No. of votes		Yes	ORDINARY - Re-a
1	52.58	7.18		5.65	1.53	0.00		0.00	0.00	86.79		0.00	86.79	(3) = [(2)/(1)]*100	;	shares	on outstanding	% of votes Polled			ORDINARY – Re-appointment of Mrs.
	8 63,86,012	8 3,74,582		5 2,94,601	3 79,981	0 0		0 0	0	9 60,11,430		0 0	9 60,11,430	(4)			– In Favour	d No. of Votes			
A. Carrie	. 6	6		0	6	0		0	0	0		0	0	(5)		against	Votes	No. of			3700:NIC
	99.99	99.99	. 4	0.00	99.99	0.00		0.00	0.00	0.00		0.00	100.00	(6) = [(4)/(2)]*100		polled	favour on votes	% of Votes in			Nanita Motiani (DIN: 00787809) who retires by rotation
	0.00	0.00		0.00	0.00	0,00		0.00	0.00	0.00		0.00	0.00	(7) = [(5)/(2)] *100			on votes polled	%_of Votes against	9		rotation

For, Freshtrop Fruits Limited

Company Secretary

STUDIES *

RESOLUTION NO. - 4

	0.00	99.99	6	/3,01,258	60.11	/3,01,264	1,21,45,000		iorai
	0.00	99.99	. 6	3,74,582	7.18	3,74,588	52,18,324	lotal	1
	4							Postal Ballot (If Applicable)	
-	0.00	0.00	0	2,94,601	5.65	2,94,601		Poll	Institutions
	0.00	99.99	6	79,981	1.53	79,987	52,18,324	E-Voting	Public-Non
	0.00	0.00	0	0	0.00	0		Total	
			•					Postal Ballot (If Applicable)	
	0.00	0.00	0	0	0.00	0	1	Poll	Institutions
9	0.00	0.00	0	0	0.00	0	1	- E-Voting	Public
	0.00	0.00	0	69,26,676	100.00	69,26,676	69,26,676	Total	
								Postal Ballot (If Applicable)	Group
	0.00	0.00	0	0	0.00	0		Poll	Promoter
	0.00	100.00	0	69,26,676	100.00	69,26,676	69,26,676	nd E-Voting	Promoter and
	(6) = $[(4)/(2)]*100$ (7) = $[(5)/(2)]*100$	(6) = [(4)/(2)]*100	(5)	(4)	(3) = [(2)/(1)]*100	(2)	(1)		
c.		*			3				
		polled	against		shares	1			•
	on votes polled	favour on votes	Votes	– In Favour	on outstanding	polled	held ·		•
	% of Votes against	% of Votes in	No. of	No. of Votes	% of votes Polled	No. of votes	No. of shares	Mode of Voting	Category
	*						•	ution?	agenda/resolution?
					•	No .	interested in the	promoter/promoter group are i	Whether pro
	0				(remuneration.			
	106109W) as Statutory Auditors of the Company and fixing their	uditors of the Com	Statutory A	106109W) as \$	Ahmedabad (Firm Registration No. –	Ahmedabad (Firn			
	ORDINARY - Ratification of appointment of M/s Mayank Shah & Associates Chartered Accountment	h & Associates Ch	lavank Sha	nent of M/s N	ification of appointr	ORDINARY - Rat		Resolution required: (Ordinary / Special)	Resolution req

For, Freshtrop Fruits Limited

Jignesh Gandhi
Company Secretary

*									
	0.00	99.99	6	56,85,135	46.81	56,85,141	1,21,45,000		TOTAL
	0.00	99.99	6	3,74,582	7.18	3,74,588	52,18,324	lotal))
. •								Postal Ballot (If Applicable)	-
	0.00	0.00	0	2,94,601	5.65	2,94,601		Poll	Institutions
	0.00	99.99	6	79,981	1.53	79,987	52,18;324	E-Voting	Public-Non
	0.00	0.00	0	0	0.00	0		Total	-
								Postal Ballot (If Applicable)	
	0.00	0.00	0	0	0.00	0		TOIL .	HISHIGHORS
i	0.00	0.00	0	0	0.00	0	,	E-Voting	Fubile -
	0.00	0.00	0	53,10,553	76.66	53,10,553	. 69,26,676	lotal	
								Postal Ballot (If Applicable)	Q Q
	0.00	0.00	. 0	0	0.00	0		POI	Group
	0.00	100.00	0	53,10,553	76.66	53,10,553	69,26,676	_	Promoter and
	(7) = [(5)/(2)] *100	(6) = [(4)/(2)]*100	(5)	(4)	(3) = [(2)/(1)]*100	(2)	(1)		
		,					~		,
,	*	polled	against	,	snares				
	on votes polled	on votes		– In Favour	on outstanding	polled	held		
	% of Votes against	% of Votes in	No. of	No. of Votes	% of votes Polled	No. of votes	No. of shares	Mode of Voting	Category
	4.							on?	agenda/resolution?
						Yes	nterested in the	promoter/promoter group are interested	Whether pron
٠,		Ċ		,	e.f. 01.08.2016	of three years w.e.f. 01.08.2016			
	SPECIAL - Re-appointment of Mr. Ashok Motiani (DIN: 00124470) as a Managing Director for a further period	as a Managing Direct)0124470)	k Motiani (DIN: (ointment of Mr. Ashol	SPECIAL - Re-app		Resolution required: (Ordinary / Special)	Resolution requ

For, Freshtrop Fruits Limited

Company Secretary



Resolution requi	Resolution required: (Ordinary / Special)	-	SPECIAL – Adopti	SPECIAL – Adoption of new set of Article of Association of the Company	e of Association	າ of the Co	mpany.	
Whether prom	Whether promoter/promoter group are in	interested in the	No					
agenda/resolution?	n?							
Category	Mode of Voting	No. of shares	No. of votes	% of votes Polled	No. of Votes	No. of	% of Votes in	% of Votes against
•		held	polled	on outstanding	– In Favour	Votes	on votes	on votes polled
				snares		against	polled	U
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(6) = [(4)/(2)]*100
Promoter and	E-Voting	69,26,676	69,26,676	100.00	69,26,676	0	100,00	0.00
Promoter	Poll	-	0	0.00	0	0	0.00	0.00
Group	Postal Ballot (If Applicable)							
	Total	69,26,676	69,26,676	100.00	69,26,676	0	0.00	0.00
Public -	E-Voting		0	0.00	0	0	0.00	0.00
Institutions	Poll	•	0	0.00	0	0	0.00	0.00
	Postal Ballot (If Applicable)	-	٨					
	Total		0	0.00	0	0	0.00	0.00
Public-Non	E-Voting	52,18,324	79,987	1.53	79,981	9	99.99	0.00
Institutions	Pol		2,94,601	5.65	2,94,601	0	0.00	0.00
	Postal Ballot (If Applicable)							3
	Total	52,18,324	3,74,588	7.18	3,74,582	6	99.99	0.00
Total		1,21,45,000	73,01,264	60.11	73,01,258	, , 6	99.99	0.00

For, Freshtrop Fruits Limited

Jignesh Gandhi
Company Secretary

R.S. Sharma & Associates

Company Secretaries

402, 'Panchdeep', Nr. Mayur Colony, Mithakhali Six Road, Navrangpura, Ahmedabad-380 009. Tele No.: (O) 26561301 (R) 26753786

Report of Scrutinizer

Form No. MGT 13

[Pursuant to sections 108 & 109 of the companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

September 29, 2016

To,
The Chairman of 24th Annual General Meeting
Freshtrop Fruits Limited
A-603, Shapath IV, Opp Karnavati Club,
Ahmedabad-380015.

Dear Chairman,

Subject: Consolidated Scrutinizer's Report on Remote e-voting and Poll Process of 24th Annual General Meeting held on September 29, 2016

By resolution of the Board of Directors dated May 26, 2016 of the Company, I the undersigned have been appointed as the Scrutinizer to ensure that the process of remote e-Voting as prescribed under Section 108 of the Companies Act, 2013 ("Act") read with the Companies (Management and Administration) Rules, 2014 ("Rules") and Poll Process under section 109 of the Act, at the meeting are complied with in respect of the 24th Annual General Meeting of the Company held on September 29,2016 in accordance with the aforesaid rules.

It is the responsibility of the management of the Company to ensure that the compliance with the requirements of the Companies Act, 2013 and rules relating to the remote e-Voting and poll process at the meeting for the resolutions contained in the Notice of the 24th Annual General Meeting of the Company are made. My responsibility as a Scrutinizer for the remote e-Voting for the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions as mentioned in the Notice of the 24th AGM., based on the report generated from the remote e-Voting system provided by the Central Depository Services (India) Limited, the authorized agency engaged by the Company to provide remote e-Voting facilities.

This report is being made to enable you to declare the result of the resolutions proposed to be passed at the aforesaid AGM of the Company.



- The Company has entered into an arrangement with the Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide remote e-voting facilities for the voting through the electronic means to all the members who were eligible to take part in the remote e-voting.
- The cut-off date for the purpose of identification of the members who will be entitled to vote on the resolution placed for the approval for the shareholder was September 22, 2016.
- As prescribed in the rule 20(3) of the Companies (Management and Administration) Rules, 2014 and mentioned in the Notice of 24th Annual General Meeting of the Company, the remote e-voting facilities was kept open for three days from September 26, 2016 (09.00 a.m.) to September 28, 2016 (05.00 p.m.).
- At the end of the remote e-voting period on September 28, 2016 (05.00 p.m.) remote e-voting portal
 of service provider was blocked forthwith.
- During the AGM after the time fixed for closing of the Poll by the Chairman, one Poll box kept for polling was locked in my presence.
- After the AGM, the Poll box kept for voting was immediately opened by me in the presence of Mr. Jigar Trivedi and Mrs. Monali Maheshwari.
- 7. There were 38 shareholders in total present at the meeting present in person or by proxies.
- On Thursday, September 29, 2016 at 1.15 p.m. after counting vote cast at the meeting by Poll Papers
 and the votes cast through remote e-voting process were unblocked by me in the presence of Mr.
 Jayantibhai Vaishya and Mr. Jigar Trivedi
- The Poll papers were reconciled with the record maintained by the Registrar and Share Transfer Agent and the authorities/ proxies lodged with the Company.
- The Poll papers which were incomplete and /or which were found defective have been treated as invalid and kept separately.



Consolidated Report on result of voting through electronic means and voting by Poll is as under: Resolution No. 1 (ORDINARY RESOLUTION)

Adoption of Audited Accounts for the year ended on 31st March, 2016

(i) Votes in favour of the resolution

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
39	7301258	99.9999

(ii) Voted against the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	6	0.0001

(iii) Invalid votes:

Number of members Voted	Total number of votes cast by them
0	0

Resolution No. 2 (ORDINARY RESOLUTION)

Declaration of Final Dividend on Equity Shares

(i) Votes in favour of the resolution

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
39	73,01,258	99,9999

(ii) Voted against the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	6	0.0001

(iii) Invalid votes:



Number of members Voted	Total number of votes cast by them
0	0

Resolution No. 3 (ORDINARY RESOLUTION)

Appointment of Mrs. Nanita Motiani as Director retiring by rotation

(i) Votes in favour of the resolution

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
38	63,86,012	99.9999

(ii) Voted against the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	6	0.0001

(iii) Invalid votes:

Number of members Voted	Total number of votes cast by them
0	0

Smt. Nanita Motiani being interested so her votes are not counted for this resolution.

Resolution No. 4 (ORDINARY RESOLUTION)

Ratification of Appointment of M/s Mayank Shah & Associates, Chartered Accountants, As Statutory Auditors of the Company

(i) Votes in favour of the resolution

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
39	73,01,258	99.9999

(ii) Voted against the resolution:

Number of members Voted	Number of votes	% of total number of valid
	cast by them	votes cast



1	6	0.0001

(iii) Invalid votes:

Number of members Voted	Total number of votes cast by them
0	0

Resolution No. 5 (SPACIAL RESOLUTION)

Re-appointment of Mr. Ashok Motiani (DIN: 00124470) as a Managing Director for a further period of three years w.e.f. 01.08.2016.

(i) Votes in favour of the resolution

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
38	56,85,135	99.9999

(ii) Voted against the resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
1	6	0.0001

(iii) Invalid votes:

Number of members Voted	Total number of votes cast by them
0	0

Shri Ashok Motiani being interested so his votes are not counted for this resolution.

Resolution No. 6 (SPECIAL RESOLUTION)

Adoption of new set of Article of Association of the Company (Special Resolution)

(i) Votes in favour of the resolution

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
39	73,01,258	99.9999

(ii) Voted against the resolution:

			-
Number of members Voted	Number of votes	% of total number of valid	



	cast by them	votes cast
1	- 6	0.0001

(iii) Invalid votes:

Number of members Voted	Total number of votes cast by them
0	0

Note:

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.

M. NO 3125

The Postal Ballot Papers register and other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Date: September 29, 2016

Place: Ahmedabad

Thanking you, Yours faithfully, For, R.S.Sharma & Associates

Company Secretaries (CS R. S. Sharma)

(M. No: 3126, C.P. No. 2118)

Srutinizer for AGM

Witness:

(Jayantibhai Vaishya)

(Jigar Trivedi)