



Date: 20<sup>th</sup> September, 2021

To,  
The National Stock Exchange of India Ltd.  
Exchange Plaza,  
Plot no. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (E), Mumbai - 400 051.

To  
Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai - 400 001.

Scrip Code No. VADILALIND-EQ

Scrip Code: 519156

Dear Sir,

**SUB: VOTING RESULTS FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM ALONG WITH THE SCRUTINIZER'S REPORT OF 37<sup>th</sup> ANNUAL GENERAL MEETING**

With reference of above mention subject, we are enclosing herewith the details of Voting Results (remote e-voting and e-voting during the AGM) of 37<sup>th</sup> Annual General Meeting ("AGM") of the Company held on September 18, 2021 at 11:00 am (IST) through VC/OAVM, in compliance with the relevant provisions of the Companies Act, 2013 read with the Rules made thereunder and in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in the format prescribed under Regulation 44(3) of the SEBI (LODR) Regulations, 2015 with Scrutinizer's Report Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014.

Please take note that the voting results has already been filed in XBRL mode.

Thanking you,

Yours faithfully,  
For VADILAL INDUSTRIES LIMITED

Rashmi Bhatt  
COMPANY SECRETARY

**VADILAL INDUSTRIES LIMITED**

Corporate Office : 10th Floor, Colonnade Building, Opp. Iscon Temple BRTS Bus Stand, Ambli-Bopal Road, Bopal,  
Ahmedabad-380015. Ph. No.: 079-48081200

Reg. Office : VadilalHouse, 53, Shrimali Society, Nr. Navrangpura Railway Crossing, Navrangpura, Ahmedabad-380009. Ph. No. : 079-26564019-24  
Email id : info@vadilalgroup.com Website : vadilalicecreams.com / www.vadilalgroup.com CIN No. L91110GJ1982PLC005169

<b>General information about company</b>	
Scrip code	519156
NSE Symbol	VADILALIND
MSEI Symbol	
ISIN	INE694D01016
Name of the company	VADILAL INDUSTRIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	18-09-2021
Start time of the meeting	11:00 AM
End time of the meeting	11:35 AM



<b>Scrutinizer Details</b>	
Name of the Scrutinizer	CS MANOJ HURKAT
Firms Name	MANOJ HURKAT & ASSOCIATES
Qualification	CS
Membership Number	4287
Date of Board Meeting in which appointed	13-08-2021
Date of Issuance of Report to the company	18-09-2021



<b>Voting results</b>	
Record date	11-09-2021
Total number of shareholders on record date	10874
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	12
b) Public	45
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Adoption of Standalone and Consolidated Audited Financial Statements for the year ended on 31st March, 2021					
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	4652154	4230365	90.9335	4230365	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4652154	4230365	90.9335	4230365	0	100
Public- Institutions	E-Voting	600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		600	0	0	0	0	0
Public- Non Institutions	E-Voting	2535076	282294	11.1355	282289	5	99.9982	0.0018
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2535076	282294	11.1355	282289	5	99.9982
Total		7187830	4512659	62.7819	4512654	5	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Re-appointment of Mr. Devanshu L Gandhi (DIN: 00010146) as Director of the Company					
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	4652154	4230365	90.9335	4230365	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4652154	4230365	90.9335	4230365	0	100
Public- Institutions	E-Voting	600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		600	0	0	0	0	0
Public- Non Institutions	E-Voting	2535076	281371	11.0991	281354	17	99.994	0.006
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2535076	281371	11.0991	281354	17	99.994
Total		7187830	4511736	62.7691	4511719	17	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Re-appointment of Mr. Kalpit R. Gandhi (DIN : 02843308) as Director of the Company					
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	4652154	4230365	90.9335	4230365	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4652154	4230365	90.9335	4230365	0	100
Public- Institutions	E-Voting	600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		600	0	0	0	0	0
Public- Non Institutions	E-Voting	2535076	282294	11.1355	282277	17	99.994	0.006
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2535076	282294	11.1355	282277	17	99.994
Total		7187830	4512659	62.7819	4512642	17	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(4)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of M/s. Arpit Patel & Associates, Chartered Accountants, Ahmedabad as Statutory Auditors of the Company for the remaining period of 4 years and fix their remuneration					
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	4652154	4230365	90.9335	995624	3234741	23.5352	76.4648
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4652154	4230365	90.9335	995624	3234741	23.5352
Public- Institutions	E-Voting	600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		600	0	0	0	0	0
Public- Non Institutions	E-Voting	2535076	282294	11.1355	282291	3	99.9989	0.0011
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2535076	282294	11.1355	282291	3	99.9989
Total		7187830	4512659	62.7819	1277915	3234744	28.3184	71.6816
Whether resolution is Pass or Not.							No	
Disclosure of notes on resolution							Textual Information(1)	





**Consolidated Report of Scrutinizer**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xii) of**  
**The Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman  
of 37<sup>th</sup> Annual General Meeting of the members of  
VADILAL INDUSTRIES LIMITED  
held on 18<sup>th</sup> September, 2021 at 11.00 a.m.  
through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

Dear Sir,

1. I, CS Manoj Rajaram Hurkat, Practising Company Secretary, have been appointed by the Board of Directors of Vadilal Industries Limited (“Company”) as a Scrutinizer for the purpose of scrutinizing the Remote E-voting & E-voting during the 37<sup>th</sup> Annual General meeting of the members of the Company and for ascertaining the majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered in connection with 37<sup>th</sup> Annual General Meeting held on 18<sup>th</sup> September, 2021 at 11.00 a.m. through Video Conference (VC)/ Other Audio Visual Means (OAVM) as per framework issued by the Ministry of Corporate Affairs (MCA) vide General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 and Circular No. 02/2021 dated January 13, 2021 (MCA Circulars) and also SEBI Circular dated 12<sup>th</sup> May, 2020 and SEBI Circular dated January 15, 2021 (SEBI Circulars).
2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of Companies Act, 2013 and Rules relating to voting on the resolutions contained in the Notice to 37<sup>th</sup> Annual General Meeting of the members of the Company.





My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated below, based on the scrutiny of the reports generated from the e-voting (both Remote E-voting and E-voting during the AGM) system provided by M/s. Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facilities as appointed by the Company.

3. Further to the above, I submit my consolidated report as under:

**A. For Remote E-voting:**

- I. The Remote E-voting period remained open from Wednesday, 15<sup>th</sup> September, 2021 (9.00 a.m.) to Friday, 17<sup>th</sup> September, 2021 (5.00 p.m.).
- II. The Members of the Company as on "cut off" date i.e. 11<sup>th</sup> September, 2021 were entitled to vote on the resolutions stated in the Notice of 37<sup>th</sup> Annual General Meeting. The paid up capital as on cut-off date was Rs. 7,18,78,300 divided into 71,87,830 Equity share of Rs. 10/- each.
- III. The votes casted were subsequently unblocked by me on 18<sup>th</sup> September, 2021 at 11.45 a.m. in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

Sr. No.	Name & Address of witnesses	Signature of witnesses
01.	Sunil A. Mulchandani 58, Sudama Homes, B/h Nandigram Society, Nana Chiloda, Ahmedabad - 382340	
02.	Saloni Hurkat Sanyam-11/B, Ajanta Society, B/h LIC Society, Nr. Upasna Circle, Wadhwan-363005, Surendranagar	

- IV. The electronic ballots were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorization lodged with the Company.



- V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for remote e-voting, were prepared based on report generated from the e-voting website of CDSL.

**B. For E-voting during the AGM:**

- I. The e-voting was conducted together on all the Item nos. 1 to 4 on the agenda during the AGM.
- II. The e-voting during the AGM was conducted to enable the members of the Company who have attended the AGM through VC/OAVM and had not casted their vote through Remote E-voting facility.
- III. After ensuring that all the members who desire to cast their vote through E-voting at the AGM have exercised their right to vote and after seeking permission from the Chairman of 37<sup>th</sup> Annual General Meeting, E-voting at the AGM was closed/blocked.
- IV. The electronic votes casted by the members during the AGM were subsequently unblocked by me immediately after the conclusion of AGM and electronic ballots were diligently scrutinized. The electronic votes were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization lodged with the Company.
- V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for e-voting during the AGM, were prepared based on report generated from the e-voting system of CDSL.
4. Based on such scrutiny of the Remote E-voting & E-voting during AGM, the combined result of the voting is as under:



**(a) Resolution 1 (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for adoption of Standalone and Consolidated Audited Financial Statements for the year ended on 31<sup>st</sup> March, 2021:**

**(i) Voted in favour of the resolution:**

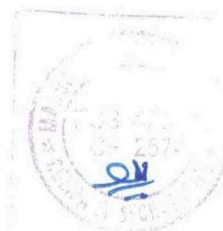
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	57	4502514	100%
E-voting (During AGM)	2	10140	99.98%
Total	59	4512654	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	2	3	Negligible
E-voting (During AGM)	1	2	0.02%
Total	3	5	Negligible

**(iii) Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil



**(b) Resolution No. 2 (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for Re-appointment of Mr. Devanshu L. Gandhi (DIN: 00010146) as Director of the Company:**

**(i) Voted in favour of the resolution:**

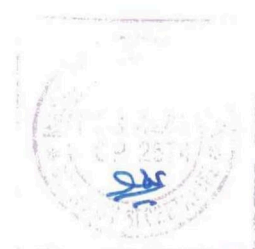
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	55	4501579	100%
E-voting (During AGM)	2	10140	100%
Total	57	4511719	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	15	Negligible
E-voting (During AGM)	1	2	Negligible
Total	4	17	Negligible

**(iii) Invalid/Unutilized Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	1	923	0.02%
E-voting (During AGM)	Nil	Nil	Nil
Total	1	923	0.02%



**(c) Resolution No. 3 (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for Re-appointment of Mr. Kalpit R. Gandhi (DIN: 02843308) as Director of the Company:**

**(i) Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	56	4502502	100%
E-voting (During AGM)	2	10140	100%
Total	58	4512642	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	15	Negligible
E-voting (During AGM)	1	2	Negligible
Total	4	17	Negligible

**(iii) Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

**(d) Resolution No. 4 (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for Appointment of M/s. Arpit Patel & Associates, Chartered Accountants, Ahmedabad (Registration No.: 144032W) as Statutory Auditors of the Company for remaining term of 4 years and to fix their Remuneration:**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	50	1277912	28.38%
E-voting (During AGM)	1	3	0.03%
Total	51	1277915	28.32%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	9	3224605	71.62%
E-voting (During AGM)	2	10139	99.97%
Total	11	3234744	71.68%

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

306, ARTH Complex, B/h. A. .K. Patel House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad – 380 009 (Gujarat) India  
Tel. No. : 079-2640 2110, 2640 2117 – Mobile: 98250 15582 - E-mail : [manojhurkat@hotmail.com](mailto:manojhurkat@hotmail.com)

5. A compact disk (CD) / Excel Sheet send other supportive documents containing list of equity shareholders who voted “For”, “Against” and those votes which were considered “Invalid” for each resolution and also resolutions received from corporate shareholders etc. will be returned for safe keeping by our separate letter to the Company.
6. The reports generated in respect of electronic ballots and all other relevant records will also be handed over by me to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Place: Ahmedabad  
Date: 18<sup>th</sup> September, 2021



Signature of the Scrutinizer  
[CS MANOJ HURKAT]  
FCS- 4287, CP - 2574

Countersigned by:

For, **VADILAL INDUSTRIES LIMITED**



**AUTHORISED SIGNATORY**