



**Date: 30<sup>th</sup> September, 2022**

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,

**Subject: Gist of Proceedings of 38<sup>th</sup> Annual General Meeting of Vadilal Industries Limited held on i.e. Thursday, 29<sup>th</sup> September, 2022 at 3.00 pm.**

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, Please find attached herewith a gist of the proceedings of 38<sup>th</sup> Annual General Meeting of Vadilal Industries Limited held on 29<sup>th</sup> September, 2022

Please receive the same in records.

For **VADILAL INDUSTRIES LIMITED**

**Rashmi Bhatt**  
**Company Secretary**

**VADILAL INDUSTRIES LIMITED**

Reg. Office : Vadilal House, 53, Shrimali Society, Nr. Navrangpura Railway Crossing, Navrangpura, Ahmedabad - 380009.

Ph. No.: 079-26564019-24. Email id : info@vadilalgroup.com

Website : www.vadilalicecreams.com / www.vadilalgroup.com CIN No. : L91110GJ1982PLC005169



## **PROCEEDINGS OF 38<sup>TH</sup> ANNUAL GENERAL MEETING OF VADILAL INDUSTRIES LIMITED**

The Thirty Eighth Annual General Meeting (AGM) of Vadilal Industries Limited held on Thursday, September 29, 2022 at 3:00 p.m. (IST) through Video Conference ("VC")/ Other Audio-Visual Means ("OAVM") without physical presence of the members at the common venue.

The AGM was held in compliance with the General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 respectively, issued by Ministry of Corporate Affairs ("MCA") and Circular dated May 12, 2020, with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 15th January, 2021 and SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated 13th May, 2022 issued by Securities and Exchange Board of India ("SEBI") and other social distancing norms in view of the outbreak of COVID-19 pandemic.

Mr. Vijay R. Shah, Chairman and Independent Director of the Company chaired the meeting. After ascertaining the requisite Members being present in person to form the quorum and for conducting the business of the meeting, Mrs. Rashmi Bhatt, Company Secretary called the meeting in order. The Chairman noted the presence of all the Directors, Auditors and Company Secretary Mrs. Rashmi Bhatt introduced all Directors, officers, Auditors to the members attending AGM including Mr. Manoj Hurkat, Practicing Company Secretary who has been appointed as scrutinizer to scrutinize the e-voting process in the fair and transparent manner.

Thereafter Company Secretary briefed all the members about the regulatory aspects, e-voting on CDSL platform and with the consent of the Members, the Notice of the Meeting, Board's Report, Statutory Auditors' Report, Secretarial Auditors' Report were taken as read. She informed the members that the Statutory Auditors' Report and Secretarial Auditors' Report contains qualification and observations which have been fully detailed with explanations in the Annual Report of the Company.

Thereafter, the following resolutions as set out in the notice convening AGM were put to the members for e-voting:

<b>Sr. No.</b>	<b>Details of Agenda</b>	<b>Type of Resolution</b>
<b>Ordinary Business</b>		
1.	To receive, consider and adopt the audited Standalone and Consolidated financial statements of the Company for the financial year ended March 31, 2022 together with Board's Report thereon and Auditors' Reports thereon	<b>Ordinary</b>
2.	To declare dividend on Equity Shares for the financial year ended on March 31, 2022	<b>Ordinary</b>

### **VADILAL INDUSTRIES LIMITED**

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3	To appoint a Director in place of Mr. Rajesh R Gandhi (DIN: 00009879) who retires by rotation and being eligible, offers himself for reappointment.	<b>Ordinary</b>
4.	To appoint a Director in place of Mrs. Deval D. Gandhi (DIN: 00988905) who retires by rotation and being eligible, offers herself for reappointment.	<b>Ordinary</b>
5.	To Approve appointment of M/s. Arpit Patel & Associates, Chartered Accountants, Ahmedabad as Statutory Auditors for the term of one year out of his remaining term of three years.	<b>Ordinary</b>

Thereafter, the Company Secretary requested the host to enable members to ask their questions who have registered themselves as a Speaker. The speaker member asked the questions/ queries which were replied satisfactorily/ appropriately by Managing Director, Mr. Rajesh R Gandhi and Mr. Kalpit R Gandhi director & CFO of the company.

Thereafter, Mrs. Rashmi Bhatt informed that the e-voting facility would be available till 15 minutes after conclusion of AGM. She further informed the members that the results of the e-voting along with the scrutinizers' report shall be communicated to BSE and NSE where the equity shares of the company are listed and will also be placed on the company's website [www.vadilalgroup.com](http://www.vadilalgroup.com) within 48 hours from the conclusion of the meeting.

The Company Secretary concluded the meeting with vote of thanks to all stakeholders at 04.10 p.m.

For **VADILAL INDUSTRIES LIMITED**

**Rashmi Bhatt**  
**Company Secretary**

**VADILAL INDUSTRIES LIMITED**

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