

Vidhi Specialty Food Ingredients Limited.

Office: E/27/28/29, Commerce Centre, 78, Tardeo Road,
Mumbai – 400034, India.

Tel : + 91 22 6140 6666 Fax : +91 22 2352 1980

Factory : 59/B & 68, M.I.D.C. Dhatav, Roha

Dist : Raigad, Maharashtra – 402116, India.

E-mail : mitesh.manek@vidhifoodcolour.com

Web : www.vidhifoodcolour.com

CIN : L24110MH1994PLC076156

Date: September 29, 2021

To,

The Manager, Department of Corporate Services (DCS-Listing) BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 531717	The Manager, Listing Compliance National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Symbol: VIDHIING
---	--

Dear Sir(s)/Madam(s),

Ref.: Company Code: BSE – 531717, NSE Symbol: VIDHIING

Sub: Voting Results of the 28th Annual General Meeting under regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

We wish to inform you that the 28th Annual General Meeting (AGM) of the Company was held on Tuesday, September 28, 2021 at 03:30 p.m. through Video Conference ('VC') / Other Audio Visual Means ('OAVM'), in accordance with the Circulars issued by the Ministry of Corporate Affairs vide General Circular No. 02/2021 dated January 13, 2021 in continuation of General Circular No. 20/2020 dated May 05, 2020 read with General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars") and the SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/ 2020/79 dated May 12, 2020 read with circular No. SEBI/HO/CFD/CMD2/CIR/P/ 2021/11 dated January 15, 2021 in relation to 'Additional relaxation in relation to compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Circular"), to transact the business as stated in the notice of 28th AGM. The venue of the meeting was deemed to be the Registered Office of the Company.

As per Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and in terms of MCA and SEBI Circulars, the Company had provided to its Members the facility to cast their votes by electronic means on all the resolutions as stated in the notice of the 28th AGM. Since voting by show of hands was not permissible as per the Act, at the 28th AGM, the Chairman ordered for a poll for voting on all the resolutions and voting through poll was conducted by electronic means. As per the provisions of the Act, the Members who had already voted through Remote E-voting, would not vote on Poll at the AGM.

The Board of Directors had appointed Mr. Hemanshu Kapadia, Practicing Company Secretary (C. P. No. 2285 and Membership No: F3477), proprietor of M/s. Hemanshu Kapadia & Associates, as a Scrutinizer to scrutinize the Remote E-voting process in a fair and transparent manner. The Chairman appointed Mr. Hemanshu Kapadia, Practicing Company Secretary (C. P. No. 2285 and Membership No: F3477), proprietor of M/s. Hemanshu Kapadia & Associates and Mr. Vipin Mehta, Member of the Company, as the Scrutinizers to conduct the Poll process at the 28th AGM in a fair and transparent manner.

The Scrutinizers issued Combined Scrutinizers' Report on the Remote E-voting and on the Electronic Poll taken at the AGM on all the resolutions contained in the notice of the 28th AGM of the Company. Report of Scrutinizers was furnished on September 29, 2021.



Mode of voting for all the resolutions at the 28th AGM: The remote e-voting was conducted between Saturday, September 25, 2021 (09:00 a.m.) to Monday, September 27, 2021 (05:00 p.m.) and e-poll was taken at the AGM.

Pursuant to the Regulation 44 of the Listing Regulations, please find attached herewith the voting results of the 28th AGM of the Company held on Tuesday, September 28, 2021.

As per the Scrutinizers' Report, all the resolutions as set out in the Notice of the 28th AGM have been approved by the Members of the Company with requisite majority. The details of the resolutions passed at the 28th AGM are given in the table below:

Res. No.	Particulars	Nature of Business	Type of Resolution
1 (a)	To receive, consider and adopt the Standalone Audited Financial Statement of the Company for the financial year ended March 31, 2021 together with the Board's Report and the Report of Auditors' thereon.	Ordinary	Ordinary
1 (b)	To receive, consider and adopt the Consolidated Audited Financial Statement of the Company for the financial year ended March 31, 2021 together with the Report of Auditors' thereon.	Ordinary	Ordinary
2	To confirm the 1 st Interim Dividend, 2 nd Interim Dividend and 3 rd Interim Dividend declared in the financial year 2020-21.	Ordinary	Ordinary
3	To declare Final Dividend on Equity Shares for the financial year 2020-21.	Ordinary	Ordinary
4	To appoint a Director in place of Mr. Mihir B. Manek (DIN: 00650613), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Ordinary
5	To appoint Mrs. Vidhi Harsh Parekh (DIN: 07584061) as Director of the Company.	Special	Ordinary
6	To approve appointment of Mrs. Vidhi Harsh Parekh (DIN: 07584061) as Whole-time Director of the Company and payment of remuneration to her.	Special	Ordinary
7	To approve the payment of remuneration to Mr. Vijay Krishnaswamirao Atre (DIN: 00416853) as Non-Executive Director of the Company which may exceeds fifty per cent of the total annual remuneration payable to all Non-Executive Directors.	Special	Special
8	To approve the aggregate annual remuneration payable to the Promoter-Executive Directors/ Members of the Promoter Group exceeding 5% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013.	Special	Special

Aforesaid Voting Results are declared on September 29, 2021 and posted on the website of the Company, www.vidhifoodcolour.com, along with the Scrutinizers' Reports.

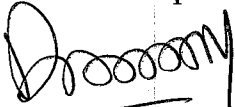


Please also find attached herewith the following:

- Voting results as per the Regulation 44 of the Listing Regulations [voting results is combined result of Remote E-voting (Section 108 of the Act) and E-Poll at the 28th AGM (Section 109 of the Act)], and
- Combined Scrutinizers' Report on the remote e-voting and voting on E-poll at the 28th AGM.

In the aforesaid result and Report, brief description of resolutions has been given. Kindly refer to the notice of the 28th AGM for the complete resolutions. The aforesaid documents are also posted on the website of the Company: www.vidhifoodcolour.com

Yours faithfully,
For Vidhi Specialty Food Ingredients Limited,



Bipin M. Manek
Chairman of 28th AGM and Managing Director
(DIN: 00416441)
Place: Mumbai

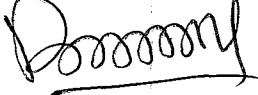


Encl: As above

Voting Results of the 28th Annual General Meeting as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	September 28, 2021
Total Number of Shareholders on Record Date	21775
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	0
Public	0
No. of Shareholders attended the meeting through video conferencing:	
Promoters and Promoter Group	7
Public	32

For Vidhi Specialty Food Ingredients Limited,



Bipin M. Manek
Chairman of 28th AGM and Managing Director
(DIN: 00416441)



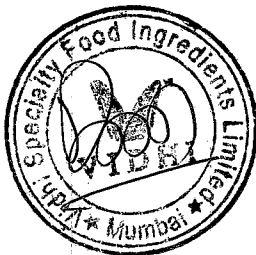
Date: September 29, 2021

Place: Mumbai

Agenda 1 (a): To receive, consider and adopt the Standalone Audited Financial Statement of the Company for the financial year ended March 31, 2021, the Change in Equity, Statement of Profit and Loss and Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Board's Report and the Report of Auditors' thereon.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32101000	0	0.0000	0	0	0	0
	Poll		30974667	96.4913	30974667	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		30974667	96.4913	30974667	0	100.0000	0.0000
Public Institutions	E-Voting	232685	63127	27.1298	63127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total		63127	27.1298	63127	0	100.0000	0.0000
Public Non Institutions	E-Voting	17611315	27436	0.1558	27435	1	99.9964	0.0036
	Poll		100101	0.5684	100101	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		127537	0.7242	127536	1	99.9992	0.0008
Total		49945000	31165331	62.3993	31165330	1	100.0000	0.0000



Agenda 1 (b): To receive, consider and adopt the Consolidated Audited Financial Statement of the Company for the financial year ended March 31, 2021 including the Audited Balance Sheet as at March 31, 2021, the Change in Equity, Statement of Profit and Loss and Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Report of Auditors' thereon.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32101000	0	0.0000	0	0	0	0
	Poll		30974667	96.4913	30974667	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		30974667	96.4913	30974667	0	100.0000	0.0000
Public Institutions	E-Voting	232685	63127	27.1298	63127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total		63127	27.1298	63127	0	100.0000	0.0000
Public Non Institutions	E-Voting	17611315	27436	0.1558	27435	1	99.9964	0.0036
	Poll		100101	0.5684	100101	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		127537	0.7242	127536	1	99.9992	0.0008
Total		49945000	31165331	62.3993	31165330	1	100.0000	0.0000



Agenda 2: To confirm the 1st Interim Dividend, 2nd Interim Dividend and 3rd Interim Dividend declared in the financial year 2020-21.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32101000	0	0.0000	0	0	0	0
	Poll		30974667	96.4913	30974667	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		30974667	96.4913	30974667	0	100.0000	0.0000
Public Institutions	E-Voting	232685	63127	27.1298	63127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total		63127	27.1298	63127	0	100.0000	0.0000
Public Non Institutions	E-Voting	17611315	27436	0.1558	27435	1	99.9964	0.0036
	Poll		100101	0.5684	100101	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		127537	0.7242	127536	1	99.9992	0.0008
Total		49945000	31165331	62.3993	31165330	1	100.0000	0.0000



Agenda 3: To declare Final Dividend on Equity Shares for the financial year 2020-21.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32101000	0	0.0000	0	0	0	0
	Poll		30974667	96.4913	30974667	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		30974667	96.4913	30974667	0	100.0000	0.0000
Public Institutions	E-Voting	232685	63127	27.1298	63127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total		63127	27.1298	63127	0	100.0000	0.0000
Public Non Institutions	E-Voting	17611315	27436	0.1558	27435	1	99.9964	0.0036
	Poll		100101	0.5684	100101	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		127537	0.7242	127536	1	99.9992	0.0008
Total		49945000	31165331	62.3993	31165330	1	100.0000	0.0000



Agenda 4: To appoint a Director in place of Mr. Mihir B. Manek (DIN: 00650613), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 ("the Act") and who is not disqualified to become Director under the Act and being eligible, offers himself for re-appointment.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32101000	0	0.0000	0	0	0	0
	Poll		30974667	96.4913	30974667	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		30974667	96.4913	30974667	0	100.0000	0.0000
Public Institutions	E-Voting	232685	63127	27.1298	56000	7127	88.7101	11.2899
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total		63127	27.1298	56000	7127	88.7101	11.2899
Public Non Institutions	E-Voting	17611315	27436	0.1558	27403	33	99.8797	0.1203
	Poll		100101	0.5684	100101	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		127537	0.7242	127504	33	99.9741	0.0259
Total		49945000	31165331	62.3993	31158171	7160	99.9770	0.0230



Agenda 5: To appoint Mrs. Vidhi Harsh Parekh (DIN: 07584061) as Director of the Company.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32101000	0	0.0000	0	0	0	0
	Poll		30974667	96.4913	30974667	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		30974667	96.4913	30974667	0	100.0000	0.0000
Public Institutions	E-Voting	232685	63127	27.1298	56000	7127	88.7101	11.2899
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total		63127	27.1298	56000	7127	88.7101	11.2899
Public Non Institutions	E-Voting	17611315	27436	0.1558	27398	38	99.8615	0.1385
	Poll		100101	0.5684	100101	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		127537	0.7242	127499	38	99.9702	0.0298
Total		49945000	31165331	62.3993	31158166	7165	99.9770	0.0230



Agenda 6: To consider appointment of Mrs. Vidhi Harsh Parekh (DIN: 07584061) as Whole-time Director of the Company and payment of remuneration to her.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32101000	0	0.0000	0	0	0	0
	Poll		30974667	96.4913	30974667	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		30974667	96.4913	30974667	0	100.0000	0.0000
Public Institutions	E-Voting	232685	63127	27.1298	63127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total		63127	27.1298	63127	0	100.0000	0.0000
Public Non Institutions	E-Voting	17611315	27436	0.1558	27398	38	99.8615	0.1385
	Poll		100101	0.5684	100101	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		127537	0.7242	127499	38	99.9702	0.0298
Total		49945000	31165331	62.3993	31165293	38	99.9999	0.0001



Agenda 7: To approve the payment of remuneration to Mr. Vijay Krishnaswamirao Atre (DIN: 00416853) as Non-Executive Director of the Company which may exceeds fifty per cent of the total annual remuneration payable to all Non-Executive Directors.

Resolution Required:	Special
Whether promoter/promoter group are interested in the agenda/ resolution?	No

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32101000	0	0.0000	0	0	0	0
	Poll		30974667	96.4913	30974667	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		30974667	96.4913	30974667	0	100.0000	0.0000
Public Institutions	E-Voting	232685	63127	27.1298	63127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total		63127	27.1298	63127	0	100.0000	0.0000
Public Non Institutions	E-Voting	17611315	27436	0.1558	25438	1998	92.7176	7.2824
	Poll		100101	0.5684	100101	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		127537	0.7242	125539	1998	98.4334	1.5666
Total		49945000	31165331	62.3993	31163333	1998	99.9936	0.0064



Agenda 8: To approve the aggregate annual remuneration payable to the Promoter-Executive Directors/Members of the Promoter Group exceeding 5% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013.

Resolution Required:	Special
Whether promoter/promoter group are interested in the agenda/resolution?	Yes

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)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32101000	0	0.0000	0	0	0	0
	Poll		30974667	96.4913	30974667	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total		30974667	96.4913	30974667	0	100.0000	0.0000
Public Institutions	E-Voting	232685	63127	27.1298	63127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total		63127	27.1298	63127	0	100.0000	0.0000
Public Non Institutions	E-Voting	17611315	27436	0.1558	25464	1972	92.8124	7.1876
	Poll		100101	0.5684	100001	100	99.9001	0.0999
	Postal Ballot		0	0.0000	0	0	0	0
	Total		127537	0.7242	125465	2072	98.3754	1.6246
Total		49945000	31165331	62.3993	31163259	2072	99.9934	0.0066

For Vidhi Specialty Food Ingredients Limited,



Bipin M. Manek
Chairman of 28th AGM and Managing Director
(DIN: 00416441)



Date: September 29, 2021

Place: Mumbai

SCRUTINIZERS' REPORT - COMBINED

(Consolidated Report of Scrutinizers' on remote e-voting and e-voting at the 28th Annual General Meeting)

[Pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 28th Annual General Meeting ('AGM') of the Shareholders of **Vidhi Specialty Food Ingredients Limited** [CIN: L24110MH1994PLC076156] ('the Company') held on Tuesday, the 28th day of September, 2021 through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and e-voting at AGM in terms of provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard - 2 (SS - 2) on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 28th Annual General Meeting (AGM) of the Company held on Tuesday, September 28, 2021 at 03:30 p.m. through VC/OAVM.

1. I, Hemanshu Kapadia, (C.P. No.: 2285, Membership No.: F3477), Proprietor of M/s.Hemanshu Kapadia & Associates, Mumbai have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules'), the Secretarial Standard-2 ('SS-2') on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, on the resolutions contained in the notice to the 28th AGM of the Members of the Company, held on Tuesday, September 28, 2021 at 03:30 p.m. through VC/OAVM.
2. The Company has engaged National Securities Depository Limited ('NSDL') for using their platform for providing facility for voting through remote e-voting as well as venue voting on the day of AGM. The remote e-voting remained open from Saturday, the 25th day of September, 2021, 09:00 a.m. (IST) to Monday, the 27th day of September, 2021, 05:00 p.m. (IST) and the remote e-voting platform was blocked thereafter.
3. Under the provisions of Section 109 of the Act read with Rule 21 of the Rules, as amended, and in terms of the SS-2, Mr. Hemanshu Kapadia, Practicing Company Secretary (C.P. No.: 2285, Membership No.: F3477), Proprietor of M/s. Hemanshu Kapadia & Associates, Mumbai, and Mr. Vipin Mehta, Member of the Company (DP-Client ID: IN303028-67124112) have been appointed as the Scrutinizers by the Chairman of the 28th AGM to scrutinize the e-voting process on all the resolutions at the 28th AGM held on Tuesday, September 28, 2021 at 03:30 p.m. conducted through VC/OAVM.
4. The notice dated August 05, 2021, as confirmed by the Company, sent to the shareholders through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliances with the MCA Circular No. 02/2021 dated January 13, 2021 in continuation of the General Circular No. 20/2020 dated May 05, 2020 read with General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020.



[Handwritten signature]

[Handwritten initials]

5. For the purpose of ensuring that the Members who have cast their votes through remote e-voting do not vote again at the AGM, we had access, after the closure of period for remote e-voting and before the start of the AGM, to details relating to the Members, such as their names, folios nos./Client and DP ID, number of shares held and such other information that we may require, who have cast votes through remote e-voting but not the manner in which they have cast their votes. We, after the conclusion of the e-voting at the AGM unblocked the votes cast through remote e-voting and made the Consolidated Scrutinizers' Report of the total votes cast in favour or against or invalid votes, if any. Votes cast through remote e-voting were unblocked in the presence of two witnesses, Ms. Priyanka Soni and Mr. Kaushik Patel, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Ms. Priyanka Soni



Name: Mr Kaushik Patel

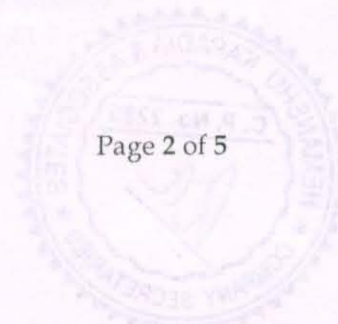
6. The Members whose names appeared in the Register of Members/List of Beneficial Owners as on the cut-off date, i.e. Tuesday, September 21, 2021 were entitled to vote on the resolutions as set out in the notice of the meeting and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off.
7. With respect to e-voting at the AGM, after the time fixed for closing of e-voting by the Chairman at the AGM, the electronic system recording the e-votes was locked by NSDL under our instructions. The e-votes cast at the AGM were unblocked on Tuesday, September 28, 2021 after 15 minutes of conclusion of the AGM.
8. As requested by the Management of the Company, we hereby submit our combined report on the result of remote e-voting together with that of e-voting at 28th AGM, based on the reports generated from NSDL website, with brief description of resolutions, as under. Kindly refer to the notice of the 28th AGM of the Company for the complete details of resolutions. Based on the voting results, we report that all the resolutions as set out in the Notice of the AGM dated August 05, 2021 have been passed with requisite majority:

ORDINARY BUSINESS

1(a) Ordinary Resolution: To receive, consider and adopt the Standalone Audited Financial Statement of the Company for the financial year ended March 31, 2021, the Change in Equity, Statement of Profit and Loss and Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Board's Report and the Report of Auditors' thereon.

Particulars	Remote E-voting			Voting at the AGM			Invalid	Total Valid		
	Ballots	Votes	%	Ballots	Votes	%		Ballots	Votes	%
Assent	87	90562	99.9989	9	31074768	100.0000	0	96	31165330	100.0000
Dissent	1	1	0.0011	0	0	0.0000	0	1	1	0.0000
Total	88	90563	100.0000	9	31074768	100.0000	0	97	31165331	100.0000



1(b) Ordinary Resolution: To receive, consider and adopt the Consolidated Audited Financial Statement of the Company for the financial year ended March 31, 2021 including the Audited Balance Sheet as at March 31, 2021, the Change in Equity, Statement of Profit and Loss and Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Report of Auditors' thereon.

Particulars	Remote E-voting			Voting at the AGM			Invalid	Total Valid		
	Ballots	Votes	%	Ballots	Votes	%		Ballots	Votes	%
Assent	87	90562	99.9989	9	31074768	100.0000	0	96	31165330	100.0000
Dissent	1	1	0.0011	0	0	0.0000	0	1	1	0.0000
Total	88	90563	100.0000	9	31074768	100.0000	0	97	31165331	100.0000

2 Ordinary Resolution: To confirm the 1st Interim Dividend, 2nd Interim Dividend and 3rd Interim Dividend declared in the financial year 2020-21.

Particulars	Remote E-voting			Voting at the AGM			Invalid	Total Valid		
	Ballots	Votes	%	Ballots	Votes	%		Ballots	Votes	%
Assent	87	90562	99.9989	9	31074768	100.0000	0	96	31165330	100.0000
Dissent	1	1	0.0011	0	0	0.0000	0	1	1	0.0000
Total	88	90563	100.0000	9	31074768	100.0000	0	97	31165331	100.0000

3 Ordinary Resolution: To declare Final Dividend on Equity Shares for the financial year 2020-21.

Particulars	Remote E-voting			Voting at the AGM			Invalid	Total Valid		
	Ballots	Votes	%	Ballots	Votes	%		Ballots	Votes	%
Assent	87	90562	99.9989	9	31074768	100.0000	0	96	31165330	100.0000
Dissent	1	1	0.0011	0	0	0.0000	0	1	1	0.0000
Total	88	90563	100.0000	9	31074768	100.0000	0	97	31165331	100.0000

4 Ordinary Resolution: To appoint a Director in place of Mr. Mihir B. Manek (DIN: 00650613), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 ("the Act") and who is not disqualified to become Director under the Act and being eligible, offers himself for re-appointment.

Particulars	Remote E-voting			Voting at the AGM			Invalid	Total Valid		
	Ballots	Votes	%	Ballots	Votes	%		Ballots	Votes	%
Assent	84	83403	92.0939	9	31074768	100.0000	0	93	31158171	99.9770
Dissent	4	7160	7.9061	0	0	0.0000	0	4	7160	0.0230
Total	88	90563	100.0000	9	31074768	100.0000	0	97	31165331	100.0000



Dus

SPECIAL BUSINESS

5 Ordinary Resolution: To appoint Mrs. Vidhi Harsh Parekh (DIN: 07584061) as Director of the Company.

Particulars	Remote E-voting			Voting at the AGM			Invalid	Total Valid		
	Ballots	Votes	%	Ballots	Votes	%		Ballots	Votes	%
Assent	83	83398	92.0884	9	31074768	100.0000	0	92	31158166	99.9770
Dissent	5	7165	7.9116	0	0	0.0000	0	5	7165	0.0230
Total	88	90563	100.0000	9	31074768	100.0000	0	97	31165331	100.0000

6 Ordinary Resolution: To consider appointment of Mrs. Vidhi Harsh Parekh (DIN: 07584061) as Whole-time Director of the Company and payment of remuneration to her.

Particulars	Remote E-voting			Voting at the AGM			Invalid	Total Valid		
	Ballots	Votes	%	Ballots	Votes	%		Ballots	Votes	%
Assent	84	90525	99.9580	9	31074768	100.0000	0	93	31165293	99.9999
Dissent	4	38	0.0420	0	0	0.0000	0	4	38	0.0001
Total	88	90563	100.0000	9	31074768	100.0000	0	97	31165331	100.0000

7 Special Resolution: To approve the payment of remuneration to Mr. Vijay Krishnaswamirao Atre (DIN: 00416853) as Non-Executive Director of the Company which may exceeds fifty per cent of the total annual remuneration payable to all Non-Executive Directors.

Particulars	Remote E-voting			Voting at the AGM			Invalid	Total Valid		
	Ballots	Votes	%	Ballots	Votes	%		Ballots	Votes	%
Assent	82	88565	97.7938	9	31074768	100.0000	0	91	31163333	99.9936
Dissent	6	1998	2.2062	0	0	0.0000	0	6	1998	0.0064
Total	88	90563	100.00000	9	31074768	100.0000	0	97	31165331	100.0000

8 Special Resolution: To approve the aggregate annual remuneration payable to the Promoter-Executive Directors/Members of the Promoter Group exceeding 5% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013.

Particulars	Remote E-voting			Voting at the AGM			Invalid	Total Valid		
	Ballots	Votes	%	Ballots	Votes	%		Ballots	Votes	%
Assent	82	88591	97.8225	8	31074668	99.9997	0	90	31163259	99.9934
Dissent	6	1972	2.1775	1	100	0.0003	0	7	2072	0.0066
Total	88	90563	100.00000	9	31074768	100.0000	0	97	31165331	100.0000

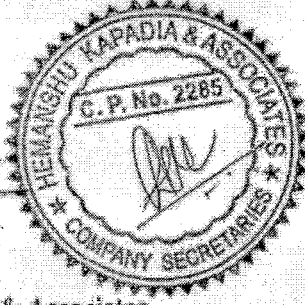


(Handwritten signature)



The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to remote e-voting and e-voting at the 28th AGM on all the resolutions contained in the Notice of the 28th AGM of the Members of the Company. Our responsibility as scrutinizers for the remote e-voting process and e-voting at the 28th AGM is restricted to make Scrutinizers' 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 National Securities Depository Limited, the authorized agency engaged by the Company to provide e-voting facilities for Remote e-voting and e-voting at the 28th AGM.

Yours Sincerely,



Hemanshu Kapadia
Proprietor
Hemanshu Kapadia & Associates
Practicing Company Secretaries
Scrutinizer for E-voting and E-Poll
C.P. No.: 2285; Mem. No.: F3477



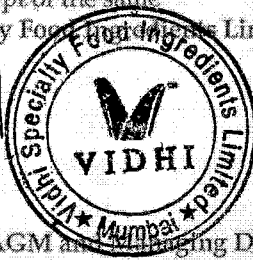
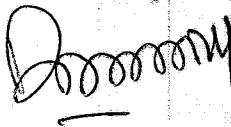
Vipin Mehta
Member
Scrutinizer for E-Poll
DP-Client Id: IN303028 - 67124112

UDIN: F003477C001032450

Date: September 29, 2021 at Mumbai

Date: September 29, 2021 at Mumbai

Acknowledge receipt of the same
For Vidhi Specialty Foods Limited,



Bipin M. Manek
Chairman of 28th AGM and Managing Director
(DIN: 00416441)

Date: September 29, 2021
Place: Mumbai