



Date: 30<sup>th</sup> September, 2020

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 36<sup>th</sup> Annual General Meeting of Vadilal Industries Limited held on Wednesday, 30<sup>th</sup> September, 2020 at 11.00 am.**

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 36<sup>th</sup> Annual General Meeting of Vadilal Industries Limited held on 30<sup>th</sup> September, 2020

Please receive the same in records.

For VADILAL INDUSTRIES LIMITED

  
Ms. Rashmi Bhatt  
Company Secretary & Compliance Officer



**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



**Gist of proceedings of 36<sup>th</sup> Annual General Meeting of Vadilal Industries Limited held on 30<sup>th</sup> September, 2020 at 11.00 a.m.**

The 36<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Monday, 30<sup>th</sup> September, 2020 Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) at 11.00 a.m.

Mr. Vijay R. Shah, Chairman and Independent Director of the Board of Directors took the Chair. 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, on behalf of the Chairman called the meeting in order.

Company Secretary introduced all the Directors who had joined the meeting via VC. The meeting was attended by all Directors. It was also informed that representatives of Statutory Auditors and Secretarial Auditors of the Company were also present and attending the meeting.

After welcoming the Members and briefing the Members about the operations and functioning of the Company by the Chairman, the following business, as mentioned in the notice dated 31<sup>st</sup> August, 2020 convening the meeting, was carried out.

**Ordinary businesses:**

**As an Ordinary Resolution:**

- 1) To consider and adopt:
  - (a) The audited financial statement of the Company for the financial year ended March 31, 2020, the reports of the Board of Directors and Auditors thereon; and
  - (b) The audited consolidated financial statement of the Company for the financial year ended March 31, 2020.
- 2) To appoint a Director in place of Mr. Rajesh R. Gandhi (DIN: 00009879) who retires by rotation at this Annual General Meeting in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
- 3) To appoint a Director in place of Mrs. Deval D. Gandhi (DIN: 00988905) who retires by rotation at this Annual General Meeting in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.
- 4) To Approve appointment of M/s. Arpit Patel & Associates, Chartered Accountants, Ahmedabad as Statutory Auditors for the period of 5 years and fix their remuneration

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**Special Businesses:**

**As an Ordinary Resolution:**

- 5) To Approve Proposal to Increase remuneration of Mr. Kalpit R. Gandhi, Director and Chief Financial officer of the company and holding office or place of Profit in the Company.
- 6) To Approve Appointment of Ms. Shaily Dedhia (DIN: 08853685) as an Independent Director of the Company for the period of 5 years
- 7) To Approve Appointment of Mr. Preet Shah (DIN: 05131516) as an Independent Director of the Company for the period of 5 years

**As a Special Resolution:**

- 8) To Approve Appointment of Mr. Rajesh R. Gandhi (DIN: 00009879) as a Managing Director of the Company for the period of 5 years and approve payment of remuneration for a period of 3 years
- 9) To Approve Appointment of Mr. Devanshu L. Gandhi (DIN: 00010146) as a Managing Director of the Company for the period of 5 years and approve payment of remuneration for a period of 3 years

Company Secretary informed members that remote e-voting commenced from Sunday, 27<sup>th</sup> September, 2020 at 9.00 A.M. and ended on Tuesday, 29<sup>th</sup> September, 2020 at 5.00 P.M. further she informed that e-voting facility also available during AGM to the Members who are attending the Meeting virtually and not casted their votes earlier at the time of remote e-voting.

Company Secretary informed members that Mr. Manoj Hurkat of M/s Manoj Hurkat & Associates, Practicing Company Secretaries, Ahmedabad has been appointed as a scrutinizer to scrutinize the votes casted through e-voting process. The scrutinizer, after scrutinizing the votes, will submit the Scrutinizer's Report to the Chairman within the statutory time limit. Therafter, the Combined Results will be declared by the Chairman/Company Secretary and submitted to the Stock Exchanges and CDSL. The combined results shall also be placed at the web-site of the Company viz. [www.vadilalgroup.com](http://www.vadilalgroup.com).

The meeting concluded with a vote of thanks.

For VADILAL INDUSTRIES LIMITED

  
Ms. Rashmi Bhatt  
Company Secretary & Compliance Officer



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