

Vidhi Specialty Food Ingredients Limited.

(Formerly known as Vidhi Dyestuffs Mfg. Ltd.)

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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

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Web : www.vidhifoodcolour.com

CIN : L24110MH1994PLCO76156

Date: September 26, 2017

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
Ahmedabad Stock Exchange Limited A-2, Kamdhenu Complex, Opposite Sahajanand College, 120 Feet Ring Rd, Panjara Pol, Ambawadi, Ahmedabad, Gujarat 380015 Scrip Code: 65175	

Dear Sir/Madam,

Ref.: Company Code: BSE - 531717, ASE - 65175, NSE Symbol: VIDHIING

Sub: Proceedings of the 24th Annual General Meeting

In terms of Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time ('Listing Regulations'), we have to inform you that the 24th Annual General Meeting of the Members of the Company was held on Monday, September 25, 2017, at the Victoria Memorial School for Blind, Opp. Tardeo AC Market, 73, Tardeo Road, Mumbai - 400 034 at 3.55 p.m. and concluded at 4.55 p.m.

All the Directors and Chairman of Board Committees were present at the 24th Annual General Meeting [AGM] except Mr. Vijay K. Atre, who could not attend the AGM due to his prior commitments and communicated the same to the Chairman of the Company in advance. Ms. Preeti Bhangle, Authorised Representative of M/s. Hemanshu Kapadia & Associates, Secretarial Auditors and Mr. Atul Gala, Partner of M/s. Bhuta Shah & Co. LLP, Statutory Auditors was also present at the AGM. Further, Mr. Nikesh Jain, Partner of M/s. JMR & Associates, the proposed Statutory Auditors, was also present at the AGM. Total 34 Members were present in person including 1 representative of Body Corporate. No proxies were received by the Company.



Mr. Bipin M. Manek took the Chair. The requisite quorum being present, the Chairman declared the Meeting in order. The Chairman briefed the Members about the relevant provisions of the Companies Act, 2013, the relevant rules made thereunder, provisions of the Listing Regulations and the procedure of the AGM. He also informed that as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions of the Companies Act, 2013 and Regulation 44 of the Listing Regulations, 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 to the 24th AGM and e-voting was kept open from Friday, September 22, 2017 [9:00 a.m. (IST)] to Sunday, September 24, 2017 [5:00 p.m. (IST)]. Mr. Hemanshu Kapadia (FCS: 3477 and CP: 2285), Proprietor of M/s. Hemanshu Kapadia & Associates, Practising Company Secretaries, was acted as Scrutinizer for e-voting.

With the consent of all the Members, Notice of the 24th AGM and the Secretarial Audit Report were taken as read.

The qualification mentioned in the Auditor's Report along with the reply from Management was read at the AGM. The objective and implications of all the Resolutions were briefly explained before they were put to vote at the Meeting.

The Chairman also provided a fair opportunity to the Members of the Company who are entitled to vote to seek clarifications and/or offer comments related to the items of business and same were adequately addressed.

Since voting by show of hands was not permissible as per the provisions of the Companies Act, 2013 and Listing Regulations, the Chairman ordered for a poll for the voting on all the resolutions as mentioned in the notice of the 24th AGM and voting was conducted by means of poll for the said resolutions in order to enable the Members to cast their vote who have not voted through e-voting.

Thereafter, the Chairman appointed Ms. Preeti Bhangle (FCS: 8303 and CP: 9134), Partner of M/s. VPP & Associates, Practising Company Secretaries, and Ms. Jinal Jain (DP ID-Client ID: 1206690000058405), Member of the Company, as Scrutinizers for poll. The poll was conducted as per the provisions of the Companies Act, 2013 and Rules made there under in a fair and transparent manner.

The Scrutinizer issued separate Scrutinizer's Report on the Remote E-voting. The Scrutinizers issued separate Scrutinizers' Report on the poll taken on all the resolutions contained in the notice of the 24th AGM of the Company. The Scrutinizers also submitted the combined report on the result of Remote e-voting together with that of Poll. Reports of Scrutinizers were furnished on September 26, 2017.

Mode of voting for all the resolutions at the 24th AGM: Remote E-voting was conducted between Friday, September 22, 2017 and Friday, September 24, 2017 and poll was taken at the AGM.



As per the consolidated Report of the Scrutinizer(s), all the resolutions as set out in the Notice of 24th AGM have been approved by the Members of the Company with requisite majority. The details of the resolutions passed at 24th AGM are given in table below:

Resolution No.	Brief description of resolutions (Kindly refer to the AGM notice for complete resolutions)	Outcome of voting
1	Ordinary Resolution: Adoption of the audited financial statement of the Company for the financial year ended March 31, 2017 including the Audited Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss Account, Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the reports of the Directors' and Auditor's thereon	Approved with requisite majority
2	Ordinary Resolution: Confirmation of the 1 st , 2 nd and 3 rd Interim Dividend declared in the financial year 2016-17	Approved with requisite majority
3	Ordinary Resolution: Declaration of final dividend @20% (Rs. 0.20/- per equity shares) for the Financial Year ended March 31, 2017	Approved with requisite majority
4	Ordinary Resolution: Re-appointment of Mr. Vijay Krishnaswamirao Atre (DIN: 00416853), as a Director, liable to retire by rotation.	Approved with requisite majority
5	Ordinary Resolution: Appointment of the Statutory Auditors of the Company and fix their remuneration	Approved with requisite majority

Aforesaid Voting Results were declared on September 26, 2017 and posted on the website of the Company at www.vidhifoodcolour.com and at the Registered Office and Corporate Office of the Company and also at the website of the CDSL at www.evotingindia.com.

Kindly take the above proceedings on your record and oblige.

Thanking You.

Yours faithfully,

For Vidhi Specialty Food Ingredients Limited
(Formerly known as Vidhi Dyestuffs Manufacturing Limited)

Kalika Dabholkar

Kalika Dabholkar
Company Secretary &
Compliance Officer
Membership No.: A38704
Place: Mumbai

