

Vidhi Specialty Food Ingredients Limited.

(Formerly known as Vidhi Dyestuffs Mfg. Ltd.)

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 : vdml@vsnl.com

Web : www.vidhifoodcolour.com

CIN : L24110MH1994PLCO76156

Date: March 30, 2018

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 First Extra-ordinary General Meeting of the Company for the financial year 2017-18

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 First Extra-ordinary General Meeting (EOGM) of the Members of the Company was held on Thursday, March 29, 2018, at the Terrace, Commerce Centre, 78, Tardeo Road, Mumbai - 400034 at 3:00 p.m. & Concluded at 3:30 p.m.

Mrs. Pravina B. Manek, Mr. Vijay K. Atre and Mr. Rahul Berde could not attend the meeting due to their prior commitment. Other than above, all the other Directors were present. Mrs. Pravina Manek, Chairperson of the Stakeholders' Relationship Committee has authorized Mr. Prafulchandra Shah, one of the Committee Members, to attend the meeting on her behalf and to represent the Committee. Chairman of all other Board Committees were present at the EOGM. Mr. Hemanshu Kapadia, Proprietor of M/s. Hemanshu Kapadia & Associates, Secretarial Auditors and Mr. Nikesh Jain, Partner of M/s. JMR & Associates, Statutory Auditors, was also present at the EOGM. Total 30 Members were present in person including one representative of Body Corporate. No proxies were received by the Company.



Since the Chairman and Managing Director of the Company, Mr. Bipin M. Manek was interested in both the agendas; the Directors present have unanimously appointed Mr. Nirenabhai D. Desai, Independent Director, as Chairman of the meeting and accordingly, he 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 regarding the procedure of the EOGM. 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 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 EOGM and e-voting was kept open from Monday, March 26, 2018 [9:00 a.m. (IST)] to Wednesday, March 28, 2018 [5:00 p.m. (IST)]. Mr. Hemanshu Kapadia Practising Company Secretaries (FCS: 3477 and CP: 2285), Proprietor of M/s. Hemanshu Kapadia & Associates, was acted as Scrutinizer for e-voting. With the consent of all the Members, Notice of the EOGM was taken as read.

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 were 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 EOGM 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 Mr. Hemanshu Kapadia (FCS: 3477 and CP: 2285), Proprietor of M/s. Hemanshu Kapadia & Associates, Practising Company Secretaries, and Ms. Preeti Anand Bhangle (DP ID-Client ID: 12066900 00058384), 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 EOGM 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 March 30, 2018.

Mode of voting for all the resolutions at the EOGM: Remote E-voting was conducted between Monday, March 26, 2018 and Wednesday, March 28, 2018 and poll was taken at the EOGM.



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

Resolution No.	Brief description of resolutions (Kindly refer to the EOGM notice for complete resolutions)	Outcome of voting
1.	To approve an acquisition of 100% Shareholding of Arjun Food Colorants Manufacturing Private Limited	Approved with requisite majority
2.	Approval for re-appointment of Mr. Bipin M. Manek (DIN: 00416441) as Chairman and Managing Director of the Company	Approved with requisite majority

Aforesaid Voting Results were declared on March 30, 2018 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
Company Secretary &
Compliance Officer
Membership No.: A38704
Place: Mumbai

