



Date: 01st October, 2022

To
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400 001.

Scrip Code: 519152

Dear Sir,

SUB: VOTING RESULTS FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM ALONG WITH THE SCRUTINIZER'S REPORT OF 37th ANNUAL GENERAL MEETING

With reference of above mention subject, we are enclosing herewith the details of Voting Results (remote e-voting and e-voting during the AGM) of 37th Annual General Meeting ("AGM") of the Company held on September 29, 2022 at 05:00 pm (IST) through VC/OAVM, in compliance with the relevant provisions of the Companies Act, 2013 read with the Rules made thereunder and in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India in the format prescribed under Regulation 44(3) of the SEBI (LODR) Regulations, 2015 with Scrutinizer's Report Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014.

Please take note that the voting results has already been filed in XBRL mode.

Thanking you,

**Yours faithfully,
For VADILAL ENTERPRISES LIMITED**

**Ashish Thaker
Company Secretary**

VADILAL ENTERPRISES LIMITED

Reg. Office : 10th Floor, Colonnade Building, Opp. Iscon Temple BRTS Bus Stand, Ambli-Bopal Road, Bopal, Ahmedabad-380015. Ph. No.: 079-30921200
Corporate Office : VadilalHouse, 53, Shrimali Society, Nr. Navrangpura Railway Crossing, Navrangpura, Ahmedabad-380009. Ph. No. : 079-26564019-24
Email id : info@vadilalgroup.com Website : vadilalicecreams.com / www.vadilalgroup.com CIN No. L51100GJ1985PLC007995

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General information about company

Scrip code	519152
NSE Symbol	
MSEI Symbol	
ISIN	INE693D01018
Name of the company	VADILAL ENTERPRISES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2022
Start time of the meeting	05:00 PM
End time of the meeting	05:20 PM

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Scrutinizer Details

Name of the Scrutinizer	CS MANOJ HURKAT
Firms Name	MANOJ HURKAT & ASSOCIATES
Qualification	CS
Membership Number	4287
Date of Board Meeting in which appointed	26-08-2022
Date of Issuance of Report to the company	29-09-2022

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Voting results	
Record date	22-09-2022
Total number of shareholders on record date	1349
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	12
b) Public	24
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited financial statement for the financial year ended on 31st March, 2022				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	442177	284362	64.3095	284362	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		442177	284362	64.3095	284362	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	420491	182407	43.3795	182267	140	99.9232	0.0768
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		420491	182407	43.3795	182267	140	99.9232
Total		862668	466769	54.1076	466629	140	99.9700	0.0300
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Decelaration of dividend on equity shares for the financial year ended on 31st march, 2022				
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)	$(3)=[(2)/(1)]*100$	(4)	(5)	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	442177	284362	64.3095	284362	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		442177	284362	64.3095	284362	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	420491	182407	43.3795	182267	140	99.9232	0.0768
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		420491	182407	43.3795	182267	140	99.9232
Total		862668	466769	54.1076	466629	140	99.9700	0.0300
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Rajesh R Gandhi (DIN :00009879) as director of the company				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	442177	284362	64.3095	284362	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		442177	284362	64.3095	284362	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	420491	182407	43.3795	182407	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		420491	182407	43.3795	182407	0	100.0000
Total		862668	466769	54.1076	466769	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Consolidated Report of Scrutinizer
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xii) of
The Companies (Management and Administration) Rules, 2014]

To,
The Chairmen
(Mr. Rajesh R. Gandhi for Items 1 & 2 and Mr. Devanshu L.Gandhi for Item no.3)
of 37th Annual General Meeting of the members of
VADILAL ENTERPRISES LIMITED
held on 29th September, 2022 at 5.00 p.m.
through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

Dear Sir,

1. I, CS Manoj Rajaram Hurkat, Practising Company Secretary, have been appointed by the Board of Directors of Vadilal Enterprises Limited (“Company”) as a Scrutinizer for the purpose of scrutinizing the Remote E-voting & E-voting during 37th Annual General meeting of the members of the Company and for ascertaining the majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered in connection with the 37th Annual General Meeting held on 29th September, 2022 at 5.00 p.m. through Video Conference (VC) / Other Audio Visual Means (OAVM) as per framework issued by the Ministry of Corporate Affairs (MCA) vide General Circular No. 20/2020 dated 5th May, 2020 read with Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 02/2021-22 dated 13th January, 2021 and Circular No. 02/2022 dated 5th May, 2022 (“MCA Circulars”) and also SEBI Circular dated 12th May, 2020, SEBI Circular dated 15th January, 2021 and SEBI Circular dated 13th May, 2022 (“SEBI Circulars”)
2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of Companies Act, 2013 and Rules relating to voting on the resolutions contained in the Notice of 37th Annual General Meeting of the members of the Company.

Report of Scrutinizer – 37th AGM of Vadilal Enterprises Limited





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My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated below, based on the scrutiny of the reports generated from the e-voting (both remote e-voting and e-voting during the AGM) system provided by M/s Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facilities as appointed by the Company.

3. Further to the above, I submit my consolidated report as under:

A. For Remote E-voting:

- I. The Remote E-voting period remained open from Monday, 26th September, 2022 (9.00 a.m.) to Wednesday, 28th September, 2022 (5.00 p.m.).
- II. The Members of the Company as on "cut off" date i.e. 22nd September, 2022 were entitled to vote on the resolutions stated in the Notice of 37th Annual General Meeting. The paid up capital as on cut-off date was Rs. 86,26,680 divided into 8,62,668 Equity share of Rs. 10/- each.
- III. The votes casted were subsequently unblocked by me on 29th September, 2022 at 6.15 p.m. in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

Sr. No.	Name & Address of witnesses	Signature of witnesses
01.	Sunil A. Mulchandani 58, Sudama Homes, B/h Nandigram Society, Nana Chiloda, Ahmedabad - 382340	
02.	Dhruvi Shah C/2, Archana Park Society Swastik Cross Road, C.G. Road, Navrangpura, Ahmedabad – 380009	

- IV. The electronic ballots were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorization lodged with the Company.

V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for remote e-voting, were prepared based on report generated from the e-voting website of CDSL.

B. For E-voting during the AGM:

- I. The E-voting was conducted together on all the Item nos. 1 to 3 on the agenda during the AGM.
 - II. The e-voting during the AGM was conducted to enable the members of the Company who have attended the AGM through VC/OAVM and had not casted their vote through Remote E-voting facility.
 - III. After ensuring that all the members who desire to cast their vote through E-voting at the AGM have exercised their right to vote and after seeking permission from the Chairman of 37th Annual General Meeting, E-voting at the AGM was closed/blocked.
 - IV. The electronic votes casted by the members during the AGM were subsequently unblocked by me immediately after the conclusion of AGM and electronic ballots were diligently scrutinized. The electronic votes were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization lodged with the Company.
 - V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for e-voting during the AGM, were prepared based on report generated from the e-voting system of CDSL.
4. Based on such scrutiny of the Remote E-voting & E-voting during AGM, the combined result of the voting is as under:



(a) Resolution 1 (Ordinary Business – Ordinary Resolution):

Ordinary Resolution for adoption of Standalone Audited Financial Statements for the year ended on 31st March, 2022.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	52	360120	99.96%
E-voting (During AGM)	Nil	Nil	Nil
Total	52	360120	99.96%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	140	0.04%
E-voting (During AGM)	Nil	Nil	Nil
Total	3	140	0.04%

(iii) Invalid/Unutilised Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	8	106509	29.56%
E-voting (During AGM)	Nil	Nil	Nil
Total	8	106509	29.56%



(b) Resolution No. 2 (Ordinary Business – Ordinary Resolution):

Ordinary Resolution for declaration of dividend on equity shares for the financial year 2021-22.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	52	360120	99.96%
E-voting (During AGM)	Nil	Nil	Nil
Total	52	360120	99.96%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	140	0.04%
E-voting (During AGM)	Nil	Nil	Nil
Total	3	140	0.04%

(iii) Invalid/Unutilised Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	8	106509	29.56%
E-voting (During AGM)	Nil	Nil	Nil
Total	8	106509	29.56%



(c) Resolution No. 3 (Ordinary Business – Ordinary Resolution):

Ordinary Resolution for Re-appointment of Mr. Rajesh R. Gandhi (DIN: 00009879) as Director of the Company, retiring by rotation.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	61	466718	100%
E-voting (During AGM)	Nil	Nil	Nil
Total	61	466718	100%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid/Unutilised** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	2	51	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	2	51	Negligible



306, ARTH Complex, B/h. A.K. Patel House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad - 380 009 (Gujarat) India
Tel. No. : 079-2960 2110, 2640 2117 - Mobile: 98250 15582 - E-mail : manojhurkat@hotmail.com

5. A compact disk (CD) / Excel Sheet send other supportive documents containing list of equity shareholders who voted "For", "Against" and those votes which were considered "Invalid" for each resolution and also resolutions received from corporate shareholders etc. will be returned for safe keeping by our separate letter to the Company.
6. The reports generated in respect of electronic ballots and all other relevant records will also be handed over by me to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Place: Ahmedabad
Date: 29th September, 2022



Signature of the Scrutinizer
[CS MANOJ HURKAT]
FCS- 4287, CP - 2574
UDIN: F004287D001072090

Countersigned by:

For, **VADILAL ENTERPRISES LIMITED**

A handwritten signature in blue ink, appearing to read "A. Lish" with a flourish at the end.

AUTHORISED SIGNATORY