



Date: 21st September, 2023

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: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 - Gist of Proceedings of 39th Annual General Meeting of Vadilal Industries Limited held on Thursday, 21st September, 2023 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 39th Annual General Meeting of Vadilal Industries Limited held on 21st September, 2023

Please receive the same in records.

For **VADILAL INDUSTRIES LIMITED**

Rashmi Bhatt
COMPANY SECRETARY

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.vadilalcreams.com / www.vadilalgroup.com CIN No. : L91110GJ1982PLC005169



PROCEEDINGS OF 39TH ANNUAL GENERAL MEETING OF VADILAL INDUSTRIES LIMITED.

The Thirty Ninth Annual General Meeting {AGM} of Vadilal Industries Limited was held on Thursday, September 21, 2023 at 11:00 a.m. (IST) through Video Conference ("VC")/ Other Audio-Visual Means ("OAVM"). without physical presence of the members at the common venue.

The AGM was held in compliance with the General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022, December 28, 2022 respectively, issued by Ministry of Corporate Affairs ("MCA") and Circular dated May 12, 2020, with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 15th January, 2021 and SEBI/HO/CFD/CMD2/ CIR/P/2022/62dated 13th May, 2022, SEBI/HO/CFD/ PoD-2/P/ CIR/2023/4 dated 05th January, 2023 issued by Securities and Exchange Board of India ("SEBI").

Ms. Shaily J Dedhia, Independent Director of the Company chaired the meeting. After ascertaining the requisite Members being present 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. The Chairman noted the presence/absence of the Directors, Auditors and on the request of the Chairman, Mrs. Rashmi Bhatt introduced all Directors, officers, Auditors to the members attending AGM including Mr. Manoj Hurkat, Practicing Company Secretary who has been appointed as scrutinizer to scrutinize the e-voting process in the fair and transparent manner.

Thereafter the Chairman called the Company Secretary to take all members through the regulatory matter and general instructions pertaining to the annual general meeting. The Company Secretary briefed all the members about the regulatory aspects, e-voting on CDSL platform, the Notice of the Meeting, Board's Report, Statutory Auditors' Report, Secretarial Auditors' Report were taken as read. She informed the members that the Statutory Auditors' Report and Secretarial Auditors' Report did contain disclaimers and observations which has been fully described with explanations in the Annual Report of the Company.

Thereafter, the following resolutions as set out in the notice convening AGM were considered:

Sr. No.	Details of Agenda	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the audited standalone and Consolidated financial statements of the Company for the financial year ended March 31, 2023 together with Board's Report thereon and Auditors' Reports thereto.	Ordinary
2.	To declare dividend on Equity Shares for the financial year ended on March 31, 2023	Ordinary
3.	To appoint a Director in place of Mr. Devanshu L. Gandhi (DIN: 00010146) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary
4.	To appoint a Director in place of Mr. Kalpit R. Gandhi (DIN: 02843308) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary
5.	To Approve appointment of M/s. Arpit Patel & Associates, Chartered Accountants, Ahmedabad as Statutory Auditors for the term of one year out of his remaining term of two years.	Ordinary

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Sr. No.	Details of Agenda	Type of Resolution
Special Business		
6.	To approve the remuneration to be paid to Mr. Rajesh R. Gandhi, Managing Director for remaining period of 2 years of his term w.e.f. 25th March, 2023	Special
7.	To approve the remuneration to be paid to Mr. Devanshu L. Gandhi, Managing Director for remaining period of 2 years of his term w.e.f. 25 th March, 2023	Special

Thereafter, the Company Secretary requested the host to enable members to ask their questions/queries who have registered themselves as a Speaker and to give instructions in respect of Q & A Session. Mrs. Rashmi Bhatt gave instructions to members in respect of Q & A Session and then allowed the speakers to ask questions who were present. The speaker member asked the questions/queries which were replied satisfactorily/ appropriately by Mr. Rajesh R Gandhi Managing Director of the company, Mr. Devanshu L Gandhi Managing Director of the company and Mr. Kalpit R Gandhi Non-Executive Director & Chief financial officer of the company.

Mrs. Rashmi Bhatt informed to the members that the facility of remote e-voting for the members was made available from Monday 18th September, 2023 09:00 AM to Wednesday 20th September, 2023 at 05:00 P.M. The members present during the AGM and had not cast their votes by remote e-voting were requested to cast their votes during the meeting and that the e-voting facility would be available till 15 minutes after conclusion of AGM.

She further informed the members that the results of the e-voting along with the scrutinizers' report shall be communicated to BSE and NSE where the equity shares of the company are listed and will also be placed on the company's website www.vadilalgroup.com and on the website stock exchanges at www.nseindia.com and www.bseindia.com within 2 working days from the conclusion of the meeting.

The meeting commenced at 11.00 a.m. and concluded at 11:40 a.m.

For **VADILAL INDUSTRIES LIMITED**

RASHMI BHATT
COMPANY SECRETARY

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