

REGD. OFFICE: "VADILAL HOUSE"

53,SHRIMALI SOCIETY, NR. NAVRANGPURA RLY. CROSSING, NAVRANGPURA, AHMEDABAD - 380009.

TELE. NO.: (91) (79) 26564019-24 FAX: (91) (79) 26564027

CIN No: L91110GJ1982PLC008169

VISIT US ON : http/www.vadilalgroup.com

VADILAL INDUSTRIES LIMITED DISCLOSURE UNDER CLAUSE – 35-A OF LISTING AGREEMENT WITH STOCK EXCHANGES

Date of Annual General Meeting: 28th September, 2015 Total number of shareholders on record date: 11812

No. of shareholders present in the meeting either in person or through proxy:

i. Promoters and Promoter Gro

14

ii. Public:

104

No. of Shareholders attended the meeting through Video Conferencing

i. Promoters and Promoter Grc NIL

ii. Public:

NIL

Details of the Agenda:

Item No. 1 To adopt the audited Statement of Profit & Loss for the year ended March 31, 2015, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.

Resolution required: Ordinary Mode of voting: Poll and E-voting

Voting Results:

Promoter / Public	No. of shares held	polled	% of votes polled on outstanding shares			favour on votes	% of votes against on votes polled
Promoter Group	4691947	4562881	97.25	4160156	462700		
Public Institutional	379468		07120	4100136	402725	91.1739	8.826
holders	373400	0	0.00	0	0	0.0000	0.000
Public Others	2116415	394635	40.00				
Total		334033	20.03	394424	211	99.9465	0.0535
7001	7187830	4957516	68.97	4554580	402936		

Item No. 2 To declare dividend on Equity Shares for the financial year ended on March 31, 2015.

Resolution required: Ordinary Mode of voting: Poll and E-voting

Voting Results:

Promoter / Public	No. of shares held		% of votes polled on outstanding shares	No. of votes in favour		favour on votes	% of votes against on votes polled
Promoter Group	4691947	4562881	97.25	4562881			
Public Institutional	379468		37.23	4502081	0	100.0000	0.0000
holders	373400	0	0.00	0	0	0.0000	0.000
Public Others	2116415	394635	10.00				
Total		354033	20.03	394424	211	99.9465	0.0539
10101	7187830	4957516	68.97	4957305	211	99.9957	
and the same of th						99.9957	0.0043





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Item No. 3 To appoint a Director in place of Mr. Devanshu L. Gandhi (DIN: 00010146) 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. If re-appointed, the same shall not be termed as discontinuation of his office as Managing Director of the Company.

Resolution required: Ordinary Mode of voting: Poll and E-voting

Voting Results:

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour		% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	4691947	4562881	97.25	4160156	402725	91.1739	2 22 24
Public Institutional holders	379468	0	0.00	0	0	0.0000	0.0201
Public Others	2116415	394635	18.65	394424	211	00.010	
Total	7187830	4957516				99.9465	0.0333
		.557510	00.57	4554580	402936	91.8722	8.1278

Item No. 4 To appoint Statutory Auditors and fix their remuneration.

Resolution required: Ordinary Mode of voting: Poll and E-voting

Voting Results:

Promoter / Public	No. of shares held	polled	% of votes polled on outstanding shares	No. of votes in favour	CONTRACTOR CONTRACTOR	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	4691947	4562881	97.25	4160156	402725	01 1770	
Public Institutional	379468	0	0.00	1200250	402723		0.0201
holders	373400	0	0.00	0	0	0.0000	0.0000
Public Others	2116415	394635	18.65	204424			
Total		55 1055	20.00	394424	211	99.9465	0.0535
Total	7187830	4957516	68.97	4554580	402936	91.8722	

Item No. 5 To appoint Mrs. Deval D. Gandhi (DIN: 00988905) as a Non-executive & Non-Independent Director of the Company, liable to retire by rotation.

Resolution required: Ordinary Mode of voting: Poll and E-voting

Voting Results:

Promoter / Public	No. of shares held	polled	% of votes polled on outstanding shares	No. of votes in favour	Constitution of the Consti	favour on votes	% of votes against on votes polled
Promoter Group	4691947	4562881	97.25	4160156	402725	01 1720	
Public Institutional holders	379468	0	0.00	1200200	0	91.1739 0.0000	0.020
Public Others	2116415	394635	18.65	394424	744		
Total	7187830	4957516			211	33.3103	0.0535
A	7107030	4537510	68.97	4554580	402936	91.8722	8.1278





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Item No. 6 To appoint Mr. Kalpit R. Gandhi (DIN: 02843308) as a Non-executive & Non-Independent Director of the Company, liable to retire by rotation.

Resolution required: Ordinary Mode of voting: Poll and E-voting

Voting Results:

Promoter / Public	No. of shares held	polled	% of votes polled on outstanding shares	No. of votes in favour		favour on votes	% of votes against on votes polled
Promoter Group	4691947	4562881	97.25	4160156	402725	04 4700	
Public Institutional	379468	0		1200200	402725	91.1739	8.8261
holders	373408	U	0.00	0	0	0.0000	0.0000
Public Others	2116415	394635	18.65	204424			
Total		004000	20100	394424	211	99.9465	0.0535
T O'CUT	7187830	4957516	68.97	4554580	402936	91.8722	

Item No. 7 To appoint Mr. Malay R. Mahadevia (DIN: 00064110) as an Independent Director of the Company for a term of 5 consecutive years.

Resolution required: Ordinary Mode of voting: Poll and E-voting

Voting Results:

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour		% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	4691947	4562881	97.25	4160156	402725	04 4700	
Public Institutional	379468	0			102/25	91.1739	8.8261
holders	373408	U	0.00	0	0	0.0000	0.0000
Public Others	2116415	394635	18.65	394424	244		
Total	7107020		20.03		644	99.9465	0.0535
	7187830	4957516	68.97	4554580	402936	91.8722	8.1278

Item No. 8 To appoint Mr. Chetan M. Tamboli (DIN: 00028421) as an inpdependent Director of the company for a term of 5 consecutive years.

Resolution required: Ordinary Mode of voting: Poll and E-voting

Voting Results:

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	Control of the special sections	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	4691947	4562881	97.25	4160156	402725	01 1720	
Public Institutional	379468	0	0.00	1200130	402725	91.1739	8.826
holders	373400	0	0.00	0	0	0.0000	0.000
Public Others	2116415	394635	18.65	204424	244		-
Total		001000	20.00	394424	211	99.9465	0.053
	7187830	4957516	68.97	4554580	402936	91.8722	8.1278





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Item No. 9 To adopt new Articles of Association of the company containing regulations in conformity with the Companies Act, 2013.

Resolution required: Special Mode of voting: Poll and E-voting

Voting Results :

Promoter / Public	No. of shares held	polled	% of votes polled on outstanding shares	No. of votes in favour		% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	4691947	4562881	97.25	4562881			
Public Institutional	379468	0		4302001	0	100.0000	0.0000
holders	373408	0	0.00	0	0	0.0000	0.0000
Public Others	2116415	394635	10.00	224424			
Total		001000	10.05	394424	211	99.9465	0.0535
7000	7187830	4957516	68.97	4957305	211	99.9957	0.0043

Item No. 10 To approve the related party Transaction under section 188 of companies Act , 2013 and rules made thereunder and clause-49 of the Listing Agreement .

Resolution required: Special Mode of voting: Poll and E-voting

Voting Results:

Promoter / Public	No. of shares held	polled	% of votes polled on outstanding shares	No. of votes in favour		favour on votes	% of votes against on votes polled
Promoter Group	4691947	122824	2.62	0			-
Public Institutional	379468		2.02	0	122824	0.0000	100.0000
holders	373100	"	0.00	0	0	0.0000	0.0000
Public Otherso	2116415	204640	-				NAME OF THE PERSON OF THE PERS
Total n		224010	10.00	394384	226	99.9427	0.0555
Total II	7187830	517434	7.20	394384		33.3427	0.0573
			7.20	334304	123050	76.2192	23.7808

