



VADILAL DAIRY INTERNATIONAL LTD.

Plot No. M-13, MIDC, Tarapur, Navapur Road,
Boisar, Dist. Palghar - 401506
Tel. : (02525) 272697 / 273234
Email.: info@vadilal.net
<http://www.vadilalicecream.com>

Date: 29th September, 2023

To,
The Bombay Stock Exchange Limited,
Floor 25, P.J. Towers,
Dalal Street,
Mumbai-400 001

BSE Scrip Code: 519451

Sub: Consolidated Report of Scrutinizer for the 36th Annual General Meeting of the Company.

Dear Sir/ Madam,

Please find enclosed herewith the consolidated report of scrutinizer on remote e-voting and e-voting at the AGM issued by Mr. Suhas Ganpule, Practicing Company Secretary of 36th Annual General Meeting of the Company held on Friday, 29, 2023 at 01.00 PM via Video Conference/ Other Audio-Visual Means.

This is for your information and records.

Thanking you,

Yours Sincerely

For,

For Vadilal Dairy International Limited

Shailesh Gandhi
Managing Director
DIN: 01963172



Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (xi) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman,

**36th Annual General Meeting of the Equity Shareholders of
Vadilal Dairy International Limited**

Held on Friday, September 29, 2023 at 1.00 p.m. through Video conferencing/Other Audio Visual Means

Consolidated Scrutinizer's Report on voting by Remote E-voting and E-voting facility to the shareholders present at the AGM through Video Conferencing/ Other Audio Visual Means in respect of the Resolutions (Businesses) contained in the Notice dated September 05, 2023

Dear Sir,

I, Mr. Suhas S. Ganpule, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the Voting through Remote E-voting and E-voting facility to the Shareholders present at the Annual General Meeting (AGM) through Video Conferencing/ Other Audio Visual means (VC/OAVM) on the below mentioned resolution(s), at 36th Annual General Meeting of the Equity Shareholders of the Company held on Friday, September 29, 2023 at 1.00 p.m., submit my report as under:

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the E-voting facility to the shareholders present at the AGM through VC/OAVM and Remote E-voting. My responsibilities as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Business) contained in the Notice dated September 05, 2023, through Remote E-voting and E-voting facility to the Shareholders present at the AGM through VC/OAVM.

1. After the time fixed for E-voting facility to the shareholders present at the AGM through VC /OAVM by the Chairman, electronic voting system for Voting was started.
2. The Company had appointed Central Depository Services (India) Limited ("CDSL") as the Agency for providing e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not casted their vote earlier through remote e-voting facility.
3. The remote e-voting period remained open from Tuesday, September 26, 2023 (9.00 A.M.) to Thursday, September 28, 2023 (5.00 P.M.)





- The shareholders holding shares as on the "cut off" date i.e. Friday, September 22, 2023 were entitled to vote on the proposed resolutions (Items No.1 to 3 as set out in the Notice of the 36th Annual General Meeting of the Company).
- The votes were unblocked on **September 29, 2023** in the presence of two witnesses Mr. Shravan Chavan and Mr. Umit Vala who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

(Shravan Chavan)

(Umit Vala)

- The result of the scrutiny of voting by Remote E-Voting and through E-voting facility to the shareholders present at the AGM through VC/OAVM, in respect of resolutions (businesses) contained in Notice dated September 05, 2023 as under:

1) Resolution No. 1- (Ordinary Resolution):

Adoption of Annual Accounts for the year ended March 31, 2023 and the Statement of Profit and Loss for the year ended together with Directors Report and Auditors thereon that date.

(i) Voted in favour of resolution:

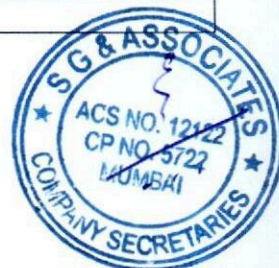
Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	32	25,17,897	99.94%
E-voting during AGM	0	0	0
Total	32	25,17,897	99.94%

(ii) Voted in against of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	3	1,390	0.06%
E-voting during AGM	0	0	0
Total	3	1,390	0.06%

(iii) Invalid Votes:

Voting Description	Number of Members who vote	Number of shares for which votes casted
Remote E-voting	-	-
E-voting during AGM	-	-
Total	-	-





2) Resolution No. 2 - (Ordinary Resolution):

Re-appointment of Mrs. Bela Gandhi (DIN 01923718), as Director who retires by rotation

(i) Voted in favour of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	32	25,17,897	99.94%
E-voting during AGM	0	0	0
Total	32	25,17,897	99.94%

(ii) Voted in against of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	3	1,390	0.06%
E-voting during AGM	0	0	0
Total	3	1390	0.06%

(iii) Invalid Votes:

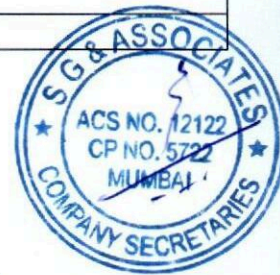
Voting Description	Number of Members who vote	Number of shares for which votes casted
Remote E-voting	-	-
E-voting during AGM	-	-
Total	-	-

3) Resolution No. 3 - (Ordinary Resolution):

Approval for the remuneration of Shri. Shailesh Gandhi, Managing Director of the company:

(i) Voted in favour of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	30	1,24,040	98.89%
E-voting during AGM	0	0	0
Total	30	1,24,040	98.89%





(ii) Voted in against of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	3	1,390	1.11%
E-voting during AGM	0	0	0
Total	3	1390	1.11%

(iii) Invalid Votes:

Voting Description	Number of Members who vote	Number of shares for which votes casted
Remote E-voting	1	5,35,969
E-voting during AGM	-	-
Total	1	535969

4) Resolution No. 4 - (Ordinary Resolution):

Approval for the remuneration of Shri. Rahil Gandhi, whole time director of the company:

(i) Voted in favour of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	30	1,24,040	98.89%
E-voting during AGM	0	0	0
Total	30	1,24,040	98.89%

(ii) Voted in against of resolution:

Voting Description	Number of Members who vote	Number of shares for which votes casted.	% of total number of valid votes casted
Remote E-voting	3	1,390	1.11%
E-voting during AGM	0	0	0
Total	3	1390	1.11%

(iii) Invalid Votes:

Voting Description	Number of Members who vote	Number of shares for which votes casted
Remote E-voting	1	5,35,969
E-voting during AGM	-	-
Total	1	5,35,969

All the Resolutions at item numbers 1 to 4 has been passed with requisite majority.





SG & ASSOCIATES

Company Secretaries

All relevant records relating to electronic voting were sealed and handed over to the Company Secretary, of the Company, for safe keeping.

Thanking you,

Yours faithfully,
For SG & Associates
Practicing Company Secretaries

Suhas S. Ganpule
Proprietor

Membership No.: 12122

C. P. No.: 5722

UDIN: A012122E001127600

For SG & ASSOCIATES
COMPANY SECRETARIES

SUHAS GANPULE
ACS NO. 12122
CP NO. 5722
PROPRIETOR

Place: Mumbai
Date: September 29, 2023

