



Date: September 13, 2025

BSE Limited

Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai – 400 001,
Maharashtra, India

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051,
Maharashtra, India

BSE Scrip Code: 519156

NSE Code: VADILALIND

Subject: Outcome of meeting of the board of directors (“Board”) of Vadilal Industries Limited (“Company”) held on September 13, 2025 and intimations under Regulation 30, read with relevant clauses of Paragraph A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 (“Listing Regulations”)

Dear Sir / Madam,

This is to inform you that as per the articles of association of the Company (“**Articles**”), the promoter directors on the board of directors of the Company (“**Board**”) are required to be re-designated as non-executive directors of the Company with effect from the earlier of: (a) the date of appointment of the chief executive officer of the Company, or (b) September 29, 2025 (“**Effective Date**”).

Pursuant to Regulation 30 read with paragraph A of Part A of Schedule III of the Listing Regulations, we hereby inform you that the Board has at its meeting held on September 13, 2025, based on recommendation of the Nomination and Remuneration Committee of the Company and in accordance with the provisions of the Articles, approved the following:

1. Re-designation of **Mr. Rajesh R. Gandhi (DIN: 00009879)** from an Executive Director to a Non-Executive Director of the Company, with effect from the close of business hours on the Effective Date.
2. Re-designation of **Mr. Devanshu L. Gandhi (DIN: 00010146)** from an Executive Director to a Non-Executive Director of the Company, with effect from the close of business hours on the Effective Date.
3. Re-designation of **Mr. Janmajay V. Gandhi (DIN: 02891386)** from an Executive Director to a Non-Executive Director of the Company, with effect from the close of business hours on the Effective Date.

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.vadilalicecreams.com / www.vadilalgroup.com **CIN No. :** L91110GJ1982PLC005169



This disclosure is being provided to your good offices in accordance with the relevant provisions of the Listing Regulations, including *inter alia*, Regulation 30 read with relevant provisions of paragraph A of Part A of Schedule III to the Listing Regulations, and circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 issued by the Securities and Exchange Board of India (“SEBI”) on November 11, 2024 (“SEBI Circular”). The details as required under the SEBI Circular read with the Listing Regulations are enclosed as **Annexures 1 to 3**.

The meeting of the Board started at 10:30 a.m and concluded at 05:00 p.m.

Kindly take the above information in your records.

Thanking You,
For Vadilal Industries Limited

Rashmi Bhatt
Company Secretary & Compliance officer

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ANNEXURE 1

DETAILS AS REQUIRED UNDER THE LISTING REGULATIONS AND THE SEBI CIRCULAR FOR REDESIGNATION OF MR. RAJESH R. GANDHI

SR. NO.	PARTICULARS	DETAILS
1.	Name of the Director	Mr. Rajesh R. Gandhi (DIN: 00009879)
2.	Reason for change	Redesignation from the position of Executive Director to Non-Executive Non-Independent Director
3.	Date of redesignation & term of appointment	Effective from the close of business hours on the Effective Date till the completion of the remaining period of his present term of appointment, i.e., until May 13, 2030.
4.	Brief profile (in case of appointment)	<p>Mr. Rajesh R. Gandhi has been associated with the Company since its inception having hands on experience in the ice-cream and processed foods business.</p> <p>He has in the past,</p> <ul style="list-style-type: none"> (a) looked after day-to-day affairs of the Company pertaining to following areas: production, QA/ QC, R & D, logistics (ice-cream transportation), cups and cones and purchase (capital goods and deep freeze machines) of the ice-cream division, (b) looked after sales and marketing of ice-cream exports and Happinezz Parlors owned and/or managed by the Vadilal Group, (c) looked after exports and domestic sales, international freight, Government subsidies of the entire division for the processed food division, (d) looked after sales, marketing and legal for the construction business, (e) handled the total portfolio of finance, accounts, mis, taxation, internal audit, EDP, secretarial, legal, insurance, systems, all taxes and DGFT, and human resource of all above mentioned departments and P&A of the head office.

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SR. NO.	PARTICULARS	DETAILS
		Pursuant to the terms of the articles of association of the Company, he has sought re-designation from the post of Executive Director to Non-Executive Director of the Company.
5.	Disclosure of relationships between directors	Mr. Rajesh R. Gandhi is not related to any of the directors or key managerial personnel of the Company.
6.	Information as required pursuant to circular bearing reference no. LIST/COMP/14/2018-19 issued by BSE Limited and circular with reference no. NSE/CML/2018/24 issued by National Stock Exchange of India Limited, both dated June 20, 2018.	Mr. Rajesh R. Gandhi is not debarred from holding the office of director by virtue of an order of the SEBI or any other governmental authority.

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ANNEXURE 2

DETAILS AS REQUIRED UNDER THE LISTING REGULATIONS AND THE SEBI CIRCULAR FOR REDESIGNATION OF MR. DEVANSHU L. GANDHI

SR. NO.	PARTICULARS	DETAILS
1.	Name of the Director	Mr. Devanshu L. Gandhi (DIN: 00010146)
2.	Reason for change	Redesignation from the position of Executive Director to Non-Executive Non-Independent Director
3.	Date of redesignation & term of appointment	Effective from the close of business hours on the Effective Date till the completion of the remaining period of his present term of appointment, i.e., until May 13, 2030.
4.	Brief profile	<p>Mr. Devanshu L. Gandhi has been associated with the Company since its inception having hands on experience in the ice-cream and processed food business.</p> <p>He has in the past:</p> <ul style="list-style-type: none"> (a) looked after day-to-day affairs of the Company pertaining to domestic sales and marketing of the ice cream division, government subsidies of ice cream plants and revenue expenses of refrigeration service department, (b) looked after production, purchase, works, QC, R&D of the processed food division (c) looked after purchase of land and material, project commissioning and legal for construction division (d) taken care of the entire forex division (FFMC and consultancy services), human resource and P&A. <p>Pursuant to the terms of the articles of association of the Company, he has sought re-designation from the post of Executive Director to Non-Executive Director of the Company.</p>
5.	Disclosure of relationships between directors	Mr. Devanshu L. Gandhi is not related to any of the directors or key managerial personnel of the Company.
6.	Information as required pursuant to circular bearing reference no. LIST/COMP/14/2018-19 issued by	Mr. Devanshu L. Gandhi is not debarred from holding the office of director by virtue of an order of the SEBI or any other governmental authority.

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	BSE Limited and circular with reference no. NSE/CML/2018/24 issued by National Stock Exchange of India Limited, both dated June 20, 2018.	
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ANNEXURE 3

DETAILS AS REQUIRED UNDER THE LISTING REGULATIONS AND THE SEBI CIRCULAR FOR REDESIGNATION OF MR. JANMAJAY V. GANDHI

SR. NO.	PARTICULARS	DETAILS
1.	Name of the Director	Mr. Janmajay V. Gandhi (DIN: 02891386)
2.	Reason for change	Redesignation from the position of Executive Director to Non-Executive Non-Independent Director
3.	Date of redesignation & term of appointment	Effective from the close of business hours on the Effective Date till the completion of the remaining period of his present term of appointment, i.e., until May 13, 2030.
4.	Brief profile	<p>Mr. Janmajay V. Gandhi aged 46 is a dynamic business leader with extensive experience in Finance, Strategy, Accounting, Legal, Administration, and Investment. He holds an MBA in Finance & Strategy from the University of Technology, Sydney, and has consistently demonstrated his ability to drive growth and innovation. During his tenure at Vadilal Chemicals Limited from 2008 to 2013, the company achieved significant growth, showcasing his strategic insight and leadership skills.</p> <p>His passion for growth, innovation, and excellence ensures he remains a key player in transforming the Vadilal Group into a global brand, while staying rooted in its heritage.</p> <p>Pursuant to the terms of the articles of association of the Company, he has sought re-designation from the post of Executive Director to Non-Executive Director of the Company.</p>
5.	Disclosure of relationships between directors	Mr. Janmajay V. Gandhi is not related to any of the directors or key managerial personnel of the Company.
6.	Information as required pursuant to circular bearing reference no. LIST/COMP/14/2018-19 issued by BSE Limited and circular with reference no. NSE/CML/2018/24 issued by National Stock Exchange of India Limited, both dated June 20, 2018.	Mr. Janmajay V. Gandhi is not debarred from holding the office of director by virtue of an order of the SEBI or any other governmental authority.

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