



# Vimal Oil & Foods Ltd.

Vimal Group

ISO 22000:2005 Certified Co.

**Date:** October 01, 2019

**To**  
**The BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001  
**SECURITY CODE: 519373**

**To,**  
**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai - 400 051  
**SECURITY CODE: VIMALOIL-EQ**

Dear Sir,

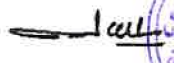
**SUB: VOTING RESULT OF 27<sup>TH</sup> ANNUAL GENERAL MEETING.**

With reference to the above subject, we attached herewith the voting result, in the format prescribed under the Regulation 44 of the SEBI (LODR) Regulations, 2015, of the 27th Annual General Meeting (AGM) of the Company held on Monday, September 30, 2019 at 11:00 A. M. at the Registered Office of the Company at Village, Hanumant Heduva, Near Palavasna Railway Crossing, Highway, Mehsana – 384002.

You are requested to kindly take the same on record.

Thanking You,

Yours faithfully,  
For, Vimal Oil & Foods Limited

  
\_\_\_\_\_  
Authorized Signatory

Encl: As above

|                                                                               |                            |
|-------------------------------------------------------------------------------|----------------------------|
| Date of AGM:                                                                  | Monday, September 30, 2019 |
| Total number of shareholders on record date:                                  | 3172                       |
| No. of shareholders present in the meeting either in person or through proxy: |                            |
| Promoters and Promoter Group:                                                 | 5                          |
| Public:                                                                       | 12                         |
| No. of Shareholders attended the meeting through Video Conferencing:          |                            |
| Promoters and Promoter Group:                                                 | Not Applicable             |
| Public:                                                                       | Not Applicable             |

#### Agenda- wise disclosure

| Resolution No. 1 - Ordinary Resolution                                    |                |                        | To Consider and Adopt:<br>(a) the audited financial statement (Standalone) of the Company for the financial year ended March 31, 2019, the reports of the Board of Directors and Auditors thereon; and<br>(b) the audited Consolidated financial statement of the Company for the financial year ended March 31, 2019 |                                                            |                              |                            |                                                        |                                                      |
|---------------------------------------------------------------------------|----------------|------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------|------------------------------|----------------------------|--------------------------------------------------------|------------------------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                |                        | No                                                                                                                                                                                                                                                                                                                    |                                                            |                              |                            |                                                        |                                                      |
| Category                                                                  | Mode of Voting | No. of shares held (1) | No. of votes polled (2)                                                                                                                                                                                                                                                                                               | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group                                               | E-Voting       | 10892500               | 10892500                                                                                                                                                                                                                                                                                                              | 100.00                                                     | 10892500                     | 0                          | 100.00                                                 | 0.00                                                 |
|                                                                           | Poll           |                        | 0                                                                                                                                                                                                                                                                                                                     | 0.00                                                       | 0                            | 0                          | 0.00                                                   | 0.00                                                 |
|                                                                           | Total          |                        | 10892500                                                                                                                                                                                                                                                                                                              | 100.00                                                     | 10892500                     | 0                          | 100.00                                                 | 0.00                                                 |
| Public- Institutions                                                      | E-Voting       | 1300                   | 0                                                                                                                                                                                                                                                                                                                     | 0.00                                                       | 0                            | 0                          | 0.00                                                   | 0.00                                                 |
|                                                                           | Poll           |                        | 0                                                                                                                                                                                                                                                                                                                     | 0.00                                                       | 0                            | 0                          | 0.00                                                   | 0.00                                                 |
|                                                                           | Total          |                        | 0                                                                                                                                                                                                                                                                                                                     | 0.00                                                       | 0                            | 0                          | 0.00                                                   | 0.00                                                 |
| Public- Non Institutions                                                  | E-Voting       | 4126200                | 221731                                                                                                                                                                                                                                                                                                                | 5.37                                                       | 220731                       | 1000                       | 99.55                                                  | 0.45                                                 |
|                                                                           | Poll           |                        | 0                                                                                                                                                                                                                                                                                                                     | 0.00                                                       | 0                            | 0                          | 0.00                                                   | 0.00                                                 |
|                                                                           | Total          |                        | 221731                                                                                                                                                                                                                                                                                                                | 5.37                                                       | 220731                       | 1000                       | 99.55                                                  | 0.45                                                 |
| Total                                                                     |                | 15020000               | 11114231                                                                                                                                                                                                                                                                                                              | 74.00                                                      | 11113231                     | 1000                       | 99.99                                                  | 0.01                                                 |

| Resolution No. 2 - Ordinary Resolution                                    |                |                        | To appoint a Director in place of Shri Jayesh C. Patel (DIN 00027767) who retire by rotation at this Annual General Meeting and being eligible, offer himself for re-appointment. |                                                            |                              |                            |                                                        |                                                      |
|---------------------------------------------------------------------------|----------------|------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------|------------------------------|----------------------------|--------------------------------------------------------|------------------------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                |                        | No                                                                                                                                                                                |                                                            |                              |                            |                                                        |                                                      |
| Category                                                                  | Mode of Voting | No. of shares held (1) | No. of votes polled (2)                                                                                                                                                           | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group                                               | E-Voting       | 10892500               | 10892500                                                                                                                                                                          | 100.00                                                     | 10892500                     | 0                          | 100.00                                                 | 0.00                                                 |
|                                                                           | Poll           |                        | 0                                                                                                                                                                                 | 0.00                                                       | 0                            | 0                          | 0.00                                                   | 0.00                                                 |
|                                                                           | Total          |                        | 10892500                                                                                                                                                                          | 100.00                                                     | 10892500                     | 0                          | 0.00                                                   | 0.00                                                 |
| Public- Institutions                                                      | E-Voting       | 1300                   | 0                                                                                                                                                                                 | 0.00                                                       | 0                            | 0                          | 0.00                                                   | 0.00                                                 |
|                                                                           | Poll           |                        | 0                                                                                                                                                                                 | 0.00                                                       | 0                            | 0                          | 0.00                                                   | 0.00                                                 |
|                                                                           | Total          |                        | 0                                                                                                                                                                                 | 0.00                                                       | 0                            | 0                          | 0.00                                                   | 0.00                                                 |
| Public- Non Institutions                                                  | E-Voting       | 4126200                | 221731                                                                                                                                                                            | 5.37                                                       | 220731                       | 1000                       | 99.55                                                  | 0.45                                                 |
|                                                                           | Poll           |                        | 0                                                                                                                                                                                 | 0.00                                                       | 0                            | 0                          | 0.00                                                   | 0.00                                                 |
|                                                                           | Total          |                        | 221731                                                                                                                                                                            | 5.37                                                       | 220731                       | 1000                       | 99.55                                                  | 0.45                                                 |
| Total                                                                     |                | 15020000               | 11114231                                                                                                                                                                          | 74.00                                                      | 11113231                     | 1000                       | 99.99                                                  | 0.01                                                 |





# Keyur J. Shah & Associates

## Company Secretaries

Hand Phone: +91 9909702182  
keyur@keyurjshah.com

**Consolidated Scrutinizers' Report**  
[Pursuant to Section 108 of the Companies Act, 2013  
read with Rule 20 of the Companies (Management and Administration Rules), 2014]

To,

Date: 30<sup>th</sup> September, 2019

**Vimal Oil & Foods Limited,**  
CIN: L15400GJ1992PLC017626  
Village - Hanumant Heduva,  
Nr. Palavasna Railway Crossing,  
Highway, Mehsana - 384002,  
Gujarat, India

**Subject: Consolidated Scrutinizers' Report on Remote e-voting and voting at the meeting of shareholders through poll, Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015**

Dear Sir,

I, **Keyur J. Shah**, Practicing Company Secretary of M/s Keyur J. Shah & Associates, Company Secretaries, having address at 408, 4<sup>th</sup> Floor, Chitrarath Complex, B/h President Hotel, Off C. G. Road, Navrangpura - 380009, Ahmedabad, Gujarat, India, was appointed as scrutinizer by the Board of Directors of VIMAL OIL & FOODS LIMITED ("the Company") at their meeting held on 29<sup>th</sup> August, 2019 for the purpose of:

- Scrutinizing the remote E-voting process (remote e-voting) in terms of the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time; and
- Scrutinizing the voting through ballot paper or polling paper at the 27<sup>th</sup> Annual General Meeting (AGM), on the resolutions contained in the Notice dated 31<sup>st</sup> August, 2019 of the AGM of the Company, held on Monday, 30<sup>th</sup> September, 2019 at 11:00 A.M.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting on the resolutions contained in the Notice of the AGM of the members of the Company and at the meeting. My Responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favour" "against" or remain "abstain/invalid", if any, on the resolutions contained in the Notice of 27<sup>th</sup> AGM, based on the reports generated from the e-voting system provided by CDSL and based on the voting at 27<sup>th</sup> AGM.

The Company has made arrangements with CDSL for providing a system of voting by the Members electronically through remote e-voting.

The Members of the Company holding shares as on the cut-off date (i.e. Monday, 23<sup>rd</sup> September, 2019) were entitled to vote on the resolutions as contained in the Notice of the 27<sup>th</sup> Annual General Meeting.

I have issued separate Scrutinizer's Reports dated 30<sup>th</sup> September, 2019 (a) on voting by Electronic means (i.e. Remote e-voting), and (b) on voting through ballot papers, on the resolutions contained in



the Notice of the 27<sup>th</sup> Annual General Meeting of the Company. I submit herewith my consolidated scrutinizer's report on the voting through electronic means (remote e-voting) and voting at 27<sup>th</sup> AGM.

**Resolution No. 1: Ordinary Resolution**

To consider and adopt (a) the audited financial statement (standalone) of the Company for the financial year ended March 31, 2019, the Reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2019;

| Voting Method   | Total Votes        | Votes in favour of the Resolution |                    |                                       | Votes against the Resolution |               |                                       | Invalid Votes |               |
|-----------------|--------------------|-----------------------------------|--------------------|---------------------------------------|------------------------------|---------------|---------------------------------------|---------------|---------------|
|                 |                    | No. of Folios                     | No. of Shares      | % of total number of valid votes cast | No. of Folios                | No. of Shares | % of total number of valid votes cast | No. of Folios | No. of Shares |
| Remote E-Voting | 1,11,14,231        | 15                                | 1,11,13,231        | 99.99%                                | 1                            | 1000          | 0.01%                                 | 0             | 0             |
| Poll at the AGM | 0                  | 0                                 | 0                  | 0%                                    | 0                            | 0             | 0%                                    | 0             | 0             |
| <b>Total</b>    | <b>1,11,14,231</b> | <b>15</b>                         | <b>1,11,13,231</b> | <b>99.99%</b>                         | <b>1</b>                     | <b>0</b>      | <b>0.01%</b>                          | <b>0</b>      | <b>0</b>      |

**Resolution No. 2: Ordinary Resolution**

To appoint a Director in place of Shri Jayesh C. Patel (DIN 00027767) who retires by rotation at this Annual General meeting and being eligible, offers himself for re-appointment.

| Voting Method   | Total Votes        | Votes in favour of the Resolution |                  |                                       | Votes against the Resolution |               |                                       | Invalid Votes |                  |
|-----------------|--------------------|-----------------------------------|------------------|---------------------------------------|------------------------------|---------------|---------------------------------------|---------------|------------------|
|                 |                    | No. of Folios                     | No. of Shares    | % of total number of valid votes cast | No. of Folios                | No. of Shares | % of total number of valid votes cast | No. of Folios | No. of Shares    |
| Remote E-Voting | 1,11,14,231        | 14                                | 79,16,931        | 99.99%                                | 1                            | 1,000         | 0.01%                                 | 1             | 31,96,300        |
| Poll at the AGM | 0                  | 0                                 | 0                | 0%                                    | 0                            | 0             | 0%                                    | 0             | 0                |
| <b>Total</b>    | <b>1,11,14,231</b> | <b>14</b>                         | <b>79,16,931</b> | <b>71.23%</b>                         | <b>1</b>                     | <b>1,000</b>  | <b>0.01%</b>                          | <b>1</b>      | <b>31,96,300</b> |



*\*Total votes cast through remote e-voting were 1,11,14,231, out of which 31,96,300 votes were cast by interested party, thus such are invalidated and not taken into consideration*

**Thanking you,**

**Yours faithfully,**



**Keyur J. Shah**  
**Practicing Company Secretary**  
**Membership Number: FCS: 9559**  
**COP. No.: 8814**

**Place: Ahmedabad**

**Date: 30<sup>th</sup> September, 2019**