



Vimal Oil & Foods Ltd.

Vimal Group

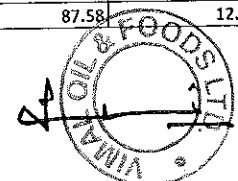
ISO 22000: 2005 Certified Co.

Date of AGM:	Friday, September 30, 2016
Total number of shareholders on record date:	3242
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	16
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: (a) the audited financial statement (Standalone) of the Company for the financial year ended March 31, 2016, 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, 2016					
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	11112500	11112500	100.00	11112500	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	11112500	11112500	100.00	11112500	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	1300	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	3906200	285052	7.30	285052	0	100.00	0.00
	Poll		37776	0.97	37776	0	100.00	0.00
	Total	3906200	322828	8.26	322828	0	100.00	0.00
Total		15020000	11435328	76.13	11435328	0	100.00	0.00

Resolution No. 2 - Ordinary Resolution			To appoint a Director in place of Shri Jayesh C. Patel (DIN No. 00027767) who retires by rotation at this Annual General meeting and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	11112500	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	11112500	0	0.00	0	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	1300	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	3906200	285052	7.30	244941	40111	85.93	14.07
	Poll		37776	0.97	37776	0	100.00	0.00
	Total	3906200	322828	8.26	282717	40111	87.58	12.42
Total		15020000	322828	2.15	282717	40111	87.58	12.42



Regd. Office: 4th Floor, 'HERITAGE', Nr. The Grand Bhagwati, S. G. Highway, Ahmedabad - 380 054, Gujarat, India.
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CIN: L15400GJ1992PLC017626





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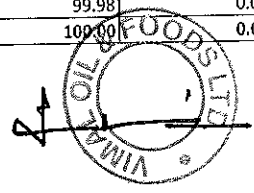
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Resolution No. 3 - Ordinary Resolution			To ratify the appointment of Auditors					
Whether promoter/ promoter group are Interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes 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	11112500	11112500	100.00	11112500	0	100.00	0.00
	Poll		0	0.00			0.00	0.00
	Total		11112500	11112500	100.00	11112500	0	100.00
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		1300	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	3906200	285052	7.30	285052	0	100.00	0.00
	Poll		37776	0.97	37776	0	100.00	0.00
	Total		3906200	322828	8.26	322828	0	100.00
Total		15020000	11435328	76.13	11435328	0	100.00	0.00

Resolution No. 4 - Ordinary Resolution			To Appoint shri Dltin N. Patel (DIN 06978984) As An Independent Director					
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	11112500	11112500	100.00	11112500	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		11112500	11112500	100.00	11112500	0	100.00
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		1300	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	3906200	285052	7.30	244873	40179	85.90	14.10
	Poll		37776	0.97	37776	0	100.00	0.00
	Total		3906200	322828	8.26	282649	40179	87.55
Total		15020000	11435328	76.13	11395149	40179	99.65	0.35

Resolution No. 5 - Ordinary Resolution			To Appoint Smt. Mona J. Acharya (DIN 07316719) As Director					
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	11112500	11112500	100.00	11112500	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		11112500	11112500	100.00	11112500	0	100.00
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		1300	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	3906200	285052	7.30	284984	68	99.98	0.02
	Poll		37776	0.97	37776	0	100.00	0.00
	Total		3906200	322828	8.26	322760	68	99.98
Total		15020000	11435328	76.13	11435260	68	100.00	0.00



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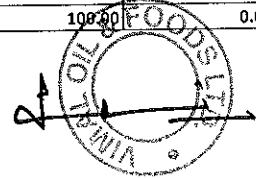


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Resolution No. 6 - Ordinary Resolution			To Approve the Remuneration Payable to the Cost Auditor, M/s. S A & Associates for the Financial Year 2016-17					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	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	11112500	11112500	100.00	11112500	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	11112500	11112500	100.00	11112500	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	1300	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	3906200	285052	7.30	285052	0	100.00	0.00
	Poll		37776	0.97	37776	0	100.00	0.00
	Total	3906200	322828	8.26	322828	0	100.00	0.00
Total		15020000	11435328	76.13	11435328	0	100.00	0.00



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CIN: L15400GJ1992PLC017626



Date: September 30, 2016

To,
The Chairman,
Vimal Oil & Foods Limited,
CIN: L15400GJ1992PLC017626
4th Floor Heritage,
Nr. The Grand Bhagwati,
Sarkhej-Gandhinagar Highway,
Ahmedabad, Gujarat-380 054

Dear Sir,

SUB: CONSOLIDATED SCRUTINIZERS' REPORT

I, Dipak Rachchha, an advocate, having address at 401, Akshat Tower, opp. Rajpath Club, Sarkhej-Gandhinagar Highway, Ahmedabad – 380 054, was appointed as scrutinizer by the Board of Directors of Vimal Oil & Foods Limited ("the Company") at their meeting held on May 26, 2016 under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of:

- i. 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
- ii. Scrutinizing the voting through ballot paper or polling paper at the 24th Annual General Meeting (AGM), on the resolutions contained in the Notice dated May 26, 2016 of the AGM of the Company, held on Friday, September 30, 2016 at 11:30 A.M. at the 4th Floor, Heritage, Nr. The Grand Bhagawati, Sarkhej-Gandhinagar Highway, Ahmedabad, Gujarat-380 054.

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 24th AGM, based on the reports generated from the e-voting system provided by CDSL and based on the voting at 24th 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. Friday, September 23, 2016) were entitled to vote on the resolutions as contained in the Notice of the 24th Annual General Meeting.

I have issued separate Scrutinizer's Reports dated September 30, 2016 (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 24th 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 24th 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, 2016, 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, 2016.

Voting Method	Total Valid 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	11397552	21	11397552	100.00	0	0	0.00	0	0
Poll at the AGM	37776	6	37776	100.00	0	0	0.00	0	0
Total	11435328	27	11435328	100.00	0	0	0.00	0	0

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 Valid 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	285052	10	244941	85.93	1	40111	14.07	0	0



Poll at the AGM	37776	6	37776	100.00	0	0	0.00	0	0
Total	322828	16	282717	87.58	1	40111	12.42	0	0

Resolution No. 3: ORDINARY RESOLUTION

To ratify the appointment of Auditors:

Voting Method	Total Valid 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	11397552	21	11397552	100.00	0	0	0.00	0	0
Poll at the AGM	37776	6	37776	100.00	0	0	0.00	0	0
Total	11435328	27	11435328	100.00	0	0	0.00	0	0

Resolution No. 4: ORDINARY RESOLUTION

To appoint Shri Ditin N. Patel (DIN 06978984) as an Independent Director:

Voting Method	Total Valid 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	11397552	19	11357373	99.65	2	40179	0.35	0	0
Poll at the AGM	37776	6	37776	100.00	0	0	0.00	0	0
Total	11435328	25	11395149	99.65	0	40179	0.35	0	0



Resolutions No. 5: ORDINARY RESOLUTION

To appoint Smt. Mona J. Acharya (DIN 07316719) as Director:

Voting Method	Total Valid 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	11397552	20	11397484	99.999	1	68	0.001	0	0
Poll at the AGM	37776	6	37776	100.00	0	0	0.00	0	0
Total	11435328	26	11435260	99.999	1	68	0.001	0	0

Resolution No. 6: ORDINARY RESOLUTION

To Approve the remuneration payable to the Cost Auditor, M/S. S A & Associates for the financial year 2016-17

Voting Method	Total Valid 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	11397552	21	11397552	100.00	0	0	0.00	0	0
Poll at the AGM	37776	6	37776	100.00	0	0	0.00	0	0
Total	11435328	27	11435328	100.00	0	0	0.00	0	0

The electronic data and all other relevant records relating to e-voting is under my safe custody and will be handed over to the Chairman of the Company for preserving safely after the Chairman of the



Meeting considers, approves and signs the Minutes of the 24th Annual General Meeting of the Company.
Thanking you,

Place : Ahmedabad
Date : September 30, 2016



Yours faithfully,

A handwritten signature in black ink, appearing to read "Dipak Rachhcha".

Dipak Rachhcha
Advocate

Counter Signed by



A handwritten signature in black ink, appearing to read "Jayesh C. Patel".

Jayesh C. Patel
Chairman
Vimal Oil & Foods Ltd.