

Vimal Group ISO 22000: 2005 Certified Co.

7	\$1.50 miles 1.50
of AGME AND THE SECOND	Friday, September 29, 2017
number of shareholders on record date:	3172
of shareholders present in the meeting either in person or through proxy:	On Charles William Administration of the Control of
Promoters and Promoter Group:	6
Public:	15
·	
of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Anton Parlie Laboration on the Laboration of the Con- Control of the Con-	Ordinary Resolution		To Consider and Adopt: (a) the audited financial statement (Standalone) of the Company for the financial year ended March 31, 2017, 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, 2017							
	/ promoter group :		No section of the sec							
Calegory	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100					
D	E-Voting	11112500	11112500	100.00	11112500	0	100.00	0.00		
Promoter and	Poll	11112500	0	0.00	0	. 0	0.00	0.00		
Promoter Group	Total	11112500	11112500	100.00	11112500	0	100.00	0.00		
	E-Voting	25800	0	0.00	0	0	0.00	0.00		
Public-Institutions	Poll	23800	0	0.00	0	0	0.00	0.00		
	Total	25800	0	0.00	0	0	0.00	0.00		
Public- Non	E-Voting	3881700	47348	1.22	47348	· 0	100.00	0.00		
	Poll	3881700	1935	0.05	1935	. 0	100.00	0.00		
Institutions	Total	3881700	49283	1.27	49283	0	100.00	0.00		
Total		15020000	11161783	74.31	11161783	0	100.00	0.00		

	Ordinary Resolution		Annual Genera	Pirector in place of Si al meeting and being	geligible, offers i	nerself for re-a _l	ppolntment.		
The same tends of the sale to be sale to be an extended to the sale to the sal	/ promoter group : lution?	M - har ye was an agree on a same a fact							
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 and	E-Voting	11112500	11112500	100.00	11112500	0	100.00	0.00	
	Poll		11112500	0.00		_ 0	0.00	0.00	
Promoter Group	Total	11112500	11112500	100.00	11112500	0	0.00	0.00	
	E-Voting	25800	0	0.00	0	0	0.00	0.00	
Public- Institutions	Poll	7 2,500	0	0.00	0	0	0.00	0.00	
	Total	25800	0	0.00	0	O	0.00	0.00	
Bullio Non	E-Voting	3881700	47348	1.22	1153	46195	2.44	97.56	
Public- Non Institutions	Poll	3001700	1935	0.05	1935	0	100.00	0.00	
	Total	3881700	49283	1.27	3088	46195	6.27	93.73	
Total		15020000	11161783	74.31	11115588	46195	99.59	0.41	





Vimal Group ISO 22000: 2005 Certified Co.

Resolution No. 3 =	Ordinary Resolution	1	To ratify Appo	Intment of Statutory	Auditors.	The Article Control of		
	/promoter group a dution?		No	er side producti Estado	e of the second			1 (10) (20) (10) 1 (10) (10) (10) (10) (10) (10) (10) (10
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
	Polí	11112500	0	0.00	11112300	0	0.00	0.00
riolliotei Gioup	Total	11112500	11112500	100.00	11112500	0	100.00	0.00
	E-Voting	25800	0	0.00	0	0	0.00	0.00
Public-Institutions	Poll	25000	0	0.00	0	0	0.00	0.00
	Total	25800	0	0.00	0	0	0.00	0.00
Public- Non	E-Voling	3881700	47348	1.22	1153	46195	2.44	97.56
Institutions	Poll	3001/00	1935	0.05	1935	0	100.00	0.00
DISTILUTIONS	Total	3881700	49283	1.27	3088	46195	6.27	93.73
Total		15020000	11161783	74.31	11115588	46195	99.59	0.41

Resolution No. 4 - (Ordinary Resolution	1	To re-appoint	Shri Jayesh C. Patel (DIN: 00027767)	as a Managing	Olrector,	
*************************	/ promoter group : lution?	/ · varance	Yes					
Category	F-Voting		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	7916200	71.24	7916200	0	100.00	0.00
	Poll	1 11111300	0	0.00	0	0	0.00	0.00
	Total	11112500	7916200	71.24	7916200	0	100.00	0.00
	E-Voting	25800	. 0	0.00	0	0	0.00	0.00
Public- Institutions	Poll	23000	0	0.00	0	0	0.00	0.00
	Total	25800	0	0.00	0	0	0.00	0.00
Public- Non	E-Voting	3881700	47348	1.22	1153	46195	2.44	97.56
	Poli	3881700	1935	0.05	1935	0	100.00	0.00
Institutions	Total	3881700	49283	1.27	3088	46195	6.27	93.73
Total		15020000	7965483	53.03	7919288	46195	99.42	0.58

	Ordinary Resolution		2017-18.	muneration payable	to Cost Auditor,	M/S. J. R. Pate	l & Associates for ti	ie financial year
	lution?							
Category	F-Voting		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 Pr	E-Voting	11112500	11112500	100.00	11112500	0	100.00	0.00
	Poli	1 11112300	0	0.00	0	0	0.00	0.00
Promoter Group	Total	11112500	11112500	100.00	11112500	0	100.00	0.00
	E-Voting	25800	0	0.00	0	o	0.00	0.00
Public-Institutions	Poll	25000	0	0.00	. 0	0	0.00	0.00
	Total	25800	0	0.00	0	0	0.00	0.00
B. I.II. Ham	E-Voting	3881700	47348	1.22	47348	0	100.00	0.00
Public- Non	Poli] 3881/00	1935	0.05	1935	0	100.00	0.00
Institutions	Total	3881700	49283	1.27	49283	0	100.00	0.00
Total		15020000	11161783	74.31	11161783	0	100.00	0.00







Vimal Group ISO 22000: 2005 Certified Co.

Resolution No. 6 -	Ordinary Resolution	1 ************************************	Service of Doc	uments through a pa	rticular mode a	s may be sough	t by Members	7.77.77.77.77.77.77.77.77.77.77.77.77.7
	/ promoter group : lution?		No					
Category Mode of Voting		No. of shares held (1)	No. of votes polied (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 Group	E-Voting	11112500	11112500	100.00	11112500	0	100.00	0.00
	Poll	11112300	0	0.00	0	0	0.00	0.00
	Total	11112500	11112500	100.00	11112500	0	100.00	0.00
	E-Voting	25800	0	0.00	0	0	0.00	0.00
Public-Institutions	Poll	7 23800	0	0.00	0	0	0.00	0.00
	Total	25800	0	0.00	0	0	0.00	0.00
Oublic Non	E-Voting	3881700	47348	1.22	1153	46195	2.44	97.56
Public- Non	Poll	3881700	1935	0.05	1935	0	100.00	0.00
Institutions 1-	Total	3881700	49283	1.27	3088	46195	6.27	93.73
Total		15020000	11161783	74.31	11115588	46195	99.59	0.41

Resolution No. 7 - ! Whether promoter				on of the Promoter o				
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
	E-Voling	11112500	10892500	98.02	10892500	0	100.00	0.00
Promoter Group	Poll	1 11112500	0	0.00	0	0	0.00	0.00
	Total	11112500	10892500	98.02	10892500	0	100.00	0.00
	E-Voting	25800	0	0.00	0	0	0.00	0.00
Public-Institutions	Poll	25000	0	0.00	0	0	0.00	0.00
	Total	25800	. 0	0.00	0	0	0.00	0.00
Out to Non	E-Voting	3881700	47348	1.22	1153	46195	2.44	97.56
Public- Non	Poll] 3661/60	1935	0.05	1935	0	100.00	0.00
Institutions —	Total	3881700	49283	1.27	3088	46195	6.27	93.73
Total		15020000	10941783	72.85	10895588	46195	99.58	0.42

Resolution No. 8 =	Spedal Resolution		Shifting of Reg	istered Office of the	Company.			
Whether promoter	/ promoter group :	are Interested	No					British Arthur Barrier British Arthur April
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
B	E-Voting	11112500	11112500	100.00	11112500	. 0	100.00	0.00
Promoter Group 🛏	Poll	11112300	11112300	0.00	11112300	0	0.00	0.00
	Total	11112500	11112500	100.00	11112500	0	100.00	0.00
	E-Voting	25800	0	0.00	0	0	0.00	0.00
Public-Institutions	Poll	23800	0	0.00	0	0	0.00	0.00
	Total	25800	0	0.00	0	0	0.00	0.00
5 1 P 41	E-Voting	3881700	47348	1.22	47348	0	100.00	0.00
Public- Non	Poll] 3881/00	1935	0.05	1935	0	100.00	0.00
Institutions	Total	3881700	49283	1.27	49283	0	100.00	0.00
Total		15020000	11161783	74.31	11161783	0	100.00	0.00





Dipak Rachchha & Co. Advocates

401, Akshat Tower, Opp. Rajpath Club, Nr. Pakvan Dining Hall, S. G. Highway, Ahmedabad – 380054 Phone : (O) 079-40030884 (M) 9377663602 Email : drachchha@gmail.com

Date: September 29, 2017

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: CONSILIDATED 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 August 17, 2017 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 25th Annual General Meeting (AGM), on the resolutions contained in the Notice dated August 17, 2017 of the AGM of the Company, held on Friday, September 29, 2017 at 11:00 A.M. at the 4th Floor, Heritage, Nr. The Grand Bhagwati, 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 25th AGM, based on the reports generated from the e-voting system provided by CDSL and based on the voting at 25th AGM.

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



Page 1 of 5

The Members of the Company holding shares as on the cut-off date (i.e. Friday, September 22, 2017) were entitled to vote on the resolutions as contained in the Notice of the 25th Annual General Meeting.

I have issued separate Scrutinizer's Reports dated September 29, 2017 (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 25th 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 25th AGM.

Resolution No. 1: ORDINARY RESOLUTION

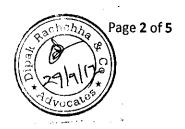
To consider and adopt (a) the audited financial statement (standalone) of the Company for the financial year ended March 31, 2017, the Reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2017:

		Vot	es in favour o Resolution	f the	-Votes ag	ainst the F	Resolution	Invalid Votes	
Voting Method Remote	Total Valid Votes 11159848	No of Folios	No. of Shares 11159848	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast 0.00	Noof Folios	No. of Shares
E-Voting			11133040	100.00	U	"	0.00	"	0
Poll at the AGM	1935	4	1935	100.00	0	0	0.00	0	0
Total	11161783	19	11161783	100.00	0	0	0.00	0	0

Resolution No. 2: ORDINARY RESOLUTION

To appoint a Director in place of Smt. Mona J. Acharya (DIN 07316719) who retires by rotation at this Annual General meeting and being eligible, offers herself for re-appointment:

		Vo	tes in favour o Resolution		Votes a	gainst the R	esolution	Invalid Votes	
Voting Method	Total Valid Votes	No. of Folios	Noof 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	11159848	14	11113653	99.59	1	46195	0.41	0	0



1444								
1935	4	1935	100.00	n 1	0	0		
					O	U	١	"
11161783	18	11115588	99.59	1	46105	0.41		
[-		55.55	_	40193	0.41	U	ט
1	11161783	11161783 18					11161703	1161792 40 44447900

Resolution No. 3: ORDINARY RESOLUTION

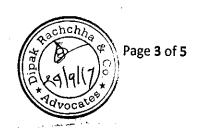
To ratify the appointment of Auditors:

		Vol	tes in favour o Resolution	The state of the s	Votes a	gainst the R	esolution	Invali	d Votes
Voting: Method	Total Valid Votes	No: of Folios	No. of Shares	% of total number- of valid votes ::	No. of Folios		% of total number of valid votes	No. of Follos	No. of Shares
Remote E-Voting	11159848	14	11113653	99.59	1	46195	0.00	0	0
Poll at the AGM	1935	4	1935	100.00	0	0	0.00	0	0
Total	11161783	18	11115588	99.59	1	46195	0.41	0	0

Resolution No. 4: ORDINARY RESOLUTION

To re-appoint Shri Jayesh C. Patel (DIN: 00027767) as a Managing Director.

		Vot	es in favour c Resolution	of the	Votes ag	ainst the I	Resolution	Invali	d Votes
Voting Method	Total Valid 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 yotes	No. of Follos	No. of Shares
Remote E-Voting	7963548	13	7917353	99.42	1	46195	0.58	0	0
Poll at the AGM	1935	4	1935	100.00	0	0	0.00	0	0
Total	7965483	17	7919288	99.42	1	46195	0.58	0	0



Resolutions No. 5: ORDINARY RESOLUTION

To approve remuneration payable to Cost Auditor, M/S. J. R. Patel & Associates for the financial year 2017-18:

		Vot	es in favour c Resolution		Votes ag	ainst the I	Resolution	Invali	d Votes 🔻
Voting Method	Total Valid 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	No. of Folios	No. of Shares
Remote E-Voting	11159848	15	11159848	100.00	0	0	cast 0	0	0
Poll at the AGM	1935	4	1935	100.00	0	0	0	0	0
Total	11161783	19	11161783	100.00	0	0	0	0	0

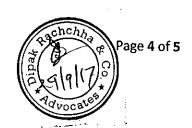
Resolution No. 6: ORDINARY RESOLUTION

Service of Documents through a particular mode as may be sought by Members:

		Vot	es in favour o Resolution		Votes ag	gainst the I	Resolution	Invali	d Votes
Voting Method	Total Valid 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	No. of Folios	No. of Shares
Remote E-Voting	11159848	14	11113653	99.59	1	46195	0.41	0	0
Poll at the AGM	1935	4	1935	100.00	0	0	0	0	0
Total	11161783	18	11115588	99.59	1	46195	0.41	0	0

Resolution No. 7: SPECIAL RESOLUTION

Re-classification of the Promoter of the Company:



Poll at the AGM	1935 941783	4	1935	100.00	0	0	0	0	0
Poll at	1935	4	1935	100.00	0	0	0	0	
		! !	·		· I			1	
Remote 10 E-Voting	939848	13	10893653	99.58	1	46195	Cast 0.42	0	0
	tal Valid Votes	No. of Folios	es in favour of Resolution No. of Shares		No. of Folios	No. of Shares	% of total number of valid	No: of Follos	No. of Shares

Resolution No. 8: SPECIAL RESOLUTION

Shifting of Registered Office of the Company:

Total	11161783	19	11161783	100.00	0	0	0	0	0
Poll at the AGM	1935	4	1935	100.00	0	0	0	0	0
Remote E-Voting	11159848	15	11159848	100.00	0	0	0	0	0
Voting Method	Total Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Follos	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
		Vot	es in favour of Resolution	of the	, Votes ag	ainst the I	Resolution	Invali	d Votes

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 25th Annual General Meeting of the Company.

Thanking you,

Place: Ahmedabad

Date: September 29, 2017

Yours faithfully

Dipak Rachchha

Advocate

For, Vimal Oil & Foods Ltd.

Jayesh C. Patel Managing Director Page 5 of 5



401, Akshat Tower, Opp. Rajpath Club, Nr. Pakvan Dining Hall, S. G. Highway, Ahmedabad – 380054 Phone : (O) 079-40030884 (M) 9377663602 Email : drachchha@gmail.com

FORM No. MGT-13 Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Vimal Oil & Foods Limited
(CIN: L15400GJ1992PLC017626)
4th Floor Heritage,
Nr. The Grand Bhagwati,
Sarkhej-Gandhinagar Highway,
Ahmedabad, Gujarat-380054

Ref.: 25th Annual General Meeting of the Equity Shareholders of Vimal Oil & Foods Limited held on Friday, 29th September, 2017 at 11:00 A.M. at 4th Floor Heritage, Nr. The Grand Bhagwati, Sarkhej-Gandhinagar Highway, Ahmedabad, Gujarat-380 054

Dear Sir,

I, Dipak Rachchha, an advocate, having address at 401, Akshat Tower, opp. Rajpath Club, Sarkhej-Gandhinagar Highway, Ahmedabad – 380 054, appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 25th Annual General Meeting ('AGM') of the Equity Shareholders of Vimal Oil & Foods Limited ('the Company'), held on Friday, September 29, 2017 at 11:00 A.M. at 4th Floor Heritage, Nr. The Grand Bhagwati, Sarkhej-Gandhinagar Highway, Ahmedabad, Gujarat-380 054, hereby submit my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3. I did not find any poll paper(s) invalid.



4.	The	result	of the	Poll is	as und	ler
----	-----	--------	--------	---------	--------	-----

(a). <u>Item No. 1 (Ordinary Resolution)</u>: To consider and adopt (a) the audited financial statement (standalone) of the Company for the financial year ended March 31, 2017, 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, 2017.

(i) Voted in favour of the res	olution:			
Number of members present and voting (in person or by proxy)	Number of votes cast by the	em % of total number of valid vote: cast		
4	1935	100.00		
(ii) Voted against the resolut Number of members present	ion: Number of votes cast by the	em % of total number of valid		
and voting (in person or by proxy)		votes cast		
NIL	NIL	0.00		
(iii) Invalid votes:				
Total Number of members (in proxy) whose votes were dec	' '	I number of votes cast by them		
NIL		NIL		

(b). <u>Item No. 2 (Ordinary Resolution)</u>: To appoint a Director in place of Smt. Mona J. Acharya (DIN 07316719) who retires by rotation at this Annual General meeting and being eligible, offers herself for re-appointment

offers herself for re-appointment

(I) Voted in tavour of the res	iolution:				
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast			
4	1935	100.00			
(ii) Voted against the resolut Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast			
proxy)					
NIL	NIL	0.00			
(iii) Invalid votes: Total Number of members (in		mber of votes cast by them			
proxy) whose votes were de	clared invalid				
NIL		NIL			



(i) Voted in favour of the res	olution:		
Number of members present and voting (in person or by	Number of vot	es cast by them	% of total number of valid vote cast
ргоху)	10	25	100.00
4	12	35	100.00
(ii) Voted against the resolut	ion:		
		es cast by them	% of total number of valid
and voting (in person or by proxy)			votes cast
NIL	N	IIL	0.00
(iii) Invalid votes: Total Number of members (in proxy) whose votes were dec		Total nun	nber of votes cast by them
NIL	iarca irrania		
			NIL
			3.14
d). <u>Item No. 4 (Ordinary Res</u> Managing Director	olution); To re-a	ppoint Shri Jaye	NIL sh C. Patel (DIN: 00027767) as
A CONTRACTOR OF THE PROPERTY O		ppoint-Shri Jaye	sh C: Patel (DIN: 00027767) as
(i) Voted in favour of the re Number of members present and voting (in person or by	solution:	ppoint Shri Jaye	sh C: Patel (DIN: 00027767) as
Managing Director (i) Voted in favour of the removed in the remov	solution: Number of vo		sh C. Patel (DIN: 00027767) as % of total number of valid vote
(i) Voted in favour of the re Number of members present and voting (in person or by proxy)	solution: Number of vot	es cast by them	sh C. Patel (DIN: 00027767) as % of total number of valid vote cast 100.00
(i) Voted in favour of the resolution Number of members present and voting (in person or by proxy) 4 (ii) Voted against the resolution Number of members present	solution: Number of vot 1:	es cast by them	sh C. Patel (DIN: 00027767) as % of total number of valid vote cast
(i) Voted in favour of the resolution Number of members present and voting (in person or by proxy) 4 (ii) Voted against the resolution	solution: Number of vot 1:	es cast by them	sh C. Patel (DIN: 00027767) as % of total number of valid vote cast 100.00
(i) Voted in favour of the resolution Number of members present and voting (in person or by proxy) 4 (ii) Voted against the resolution Number of members present and voting (in person or by proxy)	Solution: Number of vot tion: Number of vot	es cast by them 935 es cast by them	sh C. Patel (DIN: 00027767) as % of total number of valid vote cast 100.00 % of total number of valid votes cast
(i) Voted in favour of the resolution Number of members present and voting (in person or by proxy) 4 (ii) Voted against the resolution Number of members present and voting (in person or by proxy)	Solution: Number of vot tion: Number of vot	es cast by them	sh C. Patel (DIN: 00027767) as % of total number of valid vote cast 100.00 % of total number of valid
(i) Voted in favour of the resolution Number of members present and voting (in person or by proxy) 4 (ii) Voted against the resolution Number of members present and voting (in person or by proxy)	Solution: Number of vot tion: Number of vot	es cast by them 935 es cast by them	sh C. Patel (DIN: 00027767) as % of total number of valid vote cast 100.00 % of total number of valid votes cast
(i) Voted in favour of the resolution Number of members present and voting (in person or by proxy) 4 (ii) Voted against the resolution Number of members present and voting (in person or by proxy) NIL	Solution: Number of vot tion: Number of vot	es cast by them 935 es cast by them	sh C. Patel (DIN: 00027767) as % of total number of valid vote cast 100.00 % of total number of valid votes cast
(i) Voted in favour of the resolution Number of members present and voting (in person or by proxy) 4 (ii) Voted against the resolution Number of members present and voting (in person or by proxy) NIL (iii) Invalid votes:	solution: Number of vot tion: Number of vot	es cast by them 935 es cast by them	sh C. Patel (DIN: 00027767) as % of total number of valid vot cast 100.00 % of total number of valid votes cast 0.00



(e). <u>Item No. 5 (Ordinary Res</u>	olution): To appr	ove remuneration	n payable to Cost Auditor, M/S. J.		
R. Patel & Associates for t	ne financial year	2017-18			
(i) Voted in favour of the re	solution:				
Number of members present		tes cast by them	% of total number of valid votes		
and voting (in person or by		,	cast		
ргоху)		<u></u>			
4	1935		100.00		
			-		
(ii) Voted against the resolut	tion:				
Number of members present		es cast by them	% of total number of valid		
and voting (in person or by		, and an	votes cast		
proxy)			1 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3		
NIL		VIL	0.00		
(iii) Invalid vator			· · _ · _ · _ · _ · _ · _ · _ · _ ·		
(iii) Invalid votes: Total Number of members (in					
proxy) whose votes were dec		Total nun	number of votes cast by them		
NIL	iared invalid	 -			
	 -		NIL		
(f). Item No. 6 (Ordinary Reso	<u>lution):</u> Service c	of Documents thro	ough a particular mode as may be		
sought by Members					
(1) Maria 12 (1)			The second secon		
(i) Voted in favour of the res					
Number of members present and voting (in person or by	Number of vot	es cast by them	% of total number of valid votes		
			cast		
proxy)		\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	100 00		
		935	100.00		
(ii) Voted against the resolut	ion:				
Number of members present		es cast by them	% of total number of valid		
and voting (in person or by	114111001 01 101	co case by them	votes cast		
proxy)			votes cast		
NIL		IIL	0.00		
(iii) Invalid votes:					
Total Number of members (in		Total num	nber of votes cast by them		
proxy) whose votes were dec	lared invalid				

NIL



NIL

(g): Item No. 7 (Special Resolution): Re-classification of the Promoter of the Company (iv) Voted in favour of the resolution: Number of members present Number of votes cast by them % of total number of valid votes and voting (in person or by cast proxy) 1935 100.00 (v) Voted against the resolution: Number of members present Number of votes cast by them % of total number of valid and voting (in person or by votes cast

(vi) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid

NIL

Total number of votes cast by them

NIL

NIL

NIL

(h). Item No. 8 (Special Resolution): Shifting of Registered Office of the Company

proxy) NIL

(vii) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)

4 1935 100.00

(viii) Voted against the resolution:

Number of members present and voting (in person or by proxy)

NIL NIL NIL 0.00

(ix) Invalid votes:	
Total Number of members (in person or by	Total number of votes cast by them
proxy) whose votes were declared invalid	<u> </u>
NIL	NIL

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



0.00

Page 5 of 6

6. The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board of Directors of the Company for safe keeping.

Thanking you,

PLACE: Ahmedabad

DATE

: September 29, 2017

ENCL: AS ABOVE

Yours Faithfully

Dipak Rachchha **Advocate**

For, Vimal Oil & Foods Ltd.

Managing Director



401, Akshat Tower, Opp. Rajpath Club, Nr. Pakvan Dining Hail, S. G. Highway, Ahmedabad – 380054 Phone : (O) 079-40030884 (M) 9377663602 Email : drachchha@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

Date: September 29, 2017

To,
The Chairman,
Vimal Oil & Foods Limited,
CIN: L15400GJ1992PLC017626
4th Floor Heritage,
Nr. The Grand Bhagwati,
Sarkhej-Gandhinagar Highway,
Ahmedabad, Gujarat-380054

SUB: REPORT ON REMOTE E-VOTING

Dear Sir,

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 August 17, 2017 under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, for conducting the remote e-voting proceedings in a fair and transparent manner, in respect of the resolutions as set out in the notice dated August 17, 2017 issued by the Company to its members.

In this context, I hereby submit my report as under:

- 1. In accordance with the Notice of AGM sent to the Equity Shareholders, the voting through electronic (Remote e-Voting) means was started on September 26, 2017 at 9:00 A.M. and ended on September 28, 2017 at 5:00 P.M. being last date fixed by the Company for receipt of votes, and all the votes received up to the said date and time were considered for my scrutiny.
- 2. The Equity Shareholders holding shares as on cut-off date i.e. September 22, 2017 were entitled to vote on the resolutions as stated in the Notice of AGM of the Company.
- 3. The votes were unblocked on September 29, 2017 in the presence of Mr. Prawin Charan Dwary and Mr. Vivek Vakharia who are not the employees of the Company, and who have signed below as witnesses to the unblocking of the votes.



- 4. The e-voting results/list downloaded from the website of CDSL (<u>www.evotingindia.com</u>) is being handed over to the Chairman of the Company along with this report.
- 5. The result of the e-voting is as under:
- (a). <u>Item No. 1 (Ordinary Resolution)</u>: To consider and adopt (a) the audited financial statement (standalone) of the Company for the financial year ended March 31, 2017, 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, 2017.

(i) Voted in favour of the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
15	11159848	100.00 %

(ii) Voted against the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by	% of total number of valid	
	them	votes cast	
NIL	NIL NIL	NIL	

(iii) Invalid votes:

Number of members voted through remote e- voting	Total number of votes cast by them
NIL	NIL

- (b). <u>Item No. 2 (Ordinary Resolution):</u> To appoint a Director in place of Smt. Mona J. Acharya (DIN 07316719) who retires by rotation at this Annual General meeting and being eligible, offers herself for re-appointment.
 - (i) Voted in favour of the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
14	11113653	99.59 %

(ii) Voted against the resolution:

	Number of e-votes cast by them	% of total number of valid votes
through remote e-voting		cast
1	46195	0.41 %

(iii) Invalid votes:

Number of members voted through remote e- voting	Total number of votes cast by them
NIL	NIL



(i) Voted in favour of the res	solution:		
Number of members voted	Number of e-votes cast by them		% of total number of valid vote
through remote e-voting	14442652		cast
14	11113653		99.59 %
(ii) Voted against the resolut	ion:		
Number of members voted	Number of e-votes cast by them		% of total number of valid vote
through remote e-voting		•	cast
1	46	195	0.41 %
(iii) Invalid votes:			
Number of members voted thr	nugh remote e-	Total num	whom of the transfer of the
voting	ough remote e-	Total nul	mber of votes cast by them
NIL		 	
AND THE PARTY OF T	solution): To re-a	ppoint Shri-Jayes	h C. Patel (DIN: 00027767) as
Managing Director.		ppoint Shri Jayes	
Managing Director. (i) Voted in favour of the res	olution:		h C. Patel (DIN: 00027767) as
(i) Voted in favour of the res Number of members voted	olution:	ppoint Shri Jayes tes cast by them	h C. Patel (DIN: 00027767) as % of total number of valid vote
Managing Director. (i) Voted in favour of the res	olution: Number of e-vo	tes cast by them	h C. Patel (DIN: 00027767) as % of total number of valid vote cast
(i) Voted in favour of the res Number of members voted through remote e-voting 13	olution: Number of e-vo		h C. Patel (DIN: 00027767) as % of total number of valid vote
(i) Voted in favour of the res Number of members voted through remote e-voting 13	olution: Number of e-vo 791 on:	tes cast by them	h C. Patel (DIN; 00027767) as % of total number of valid vote cast 99.42 %
(i) Voted in favour of the res Number of members voted through remote e-voting 13 (ii) Voted against the resoluti Number of members voted through remote e-voting	olution: Number of e-vo 791 on: Number of e-vo	tes cast by them 7353 tes cast by them	h C. Patel (DIN: 00027767) as % of total number of valid vote cast
(i) Voted in favour of the res Number of members voted through remote e-voting 13 (ii) Voted against the resoluti Number of members voted	olution: Number of e-vo 791 on:	tes cast by them 7353 tes cast by them	h G. Patel (DIN: 00027767) as % of total number of valid vote cast 99.42 % % of total number of valid vote
Managing Director. (i) Voted in favour of the res Number of members voted through remote e-voting 13 (ii) Voted against the resoluti Number of members voted through remote e-voting	olution: Number of e-vo 791 on: Number of e-vo	tes cast by them 7353 tes cast by them	h C. Patel (DIN: 00027767) as % of total number of valid votes cast 99.42 % % of total number of valid votes cast
(i) Voted in favour of the res Number of members voted through remote e-voting 13 (ii) Voted against the resoluti Number of members voted through remote e-voting 1	olution: Number of e-vo 791 on: Number of e-vo 463	tes cast by them 7353 tes cast by them	h C. Patel (DIN: 00027767) as % of total number of valid vote cast 99.42 % % of total number of valid vote cast

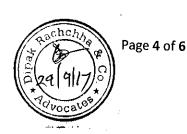


(e). <u>Item No. 5 (Ordinary Resolution):</u> To approve remuneration payable to Cost Auditor, M/S. J. R. Patel & Associates for the financial year 2017-18.

Number of members voted through remote e-voting	Number of e-vote	s cast by them	% of total number of valid votes cast
15	11159848		100.00 %
(ii) Voted against the resolut	ion:		
Number of members voted through remote e-voting	Number of e-vote	cast by them	% of total number of valid votes cast
<u>NIL</u> _	NIL		NIL
(iii) Invalid votes:			
Number of members voted thro voting	ough remote e-	Total nun	nber of votes cast by them

(f). <u>Item No. 6 (Ordinary Resolution):</u> Service of Documents through a particular mode as may be sought by Members.

(i) Voted in favour of the res	olution:		
Number of members voted through remote e-voting	Number of e-vot	es cast by them	% of total number of valid votes
14	1111	3653	cast 99,59 %
(ii) Voted against the resoluti	ion:		
Number of members voted through remote e-voting	Number of e-vot	es cast by them	% of total number of valid votes
1	46195		cast 0.41 %
(iii) Invalid votes:			
Number of members voted thro voting	ough remote e-	Total num	nber of votes cast by them
NIL			NIL



(g). Item No. 7 (Special Resolution): Re-classification of the Promoter of the Company.

(iv) Voted in favour of the resolution: Number of members voted Number of e-votes cast by them % of total number of valid votes through remote e-voting cast 13 10893653 99.58% (v) Voted against the resolution: Number of members voted Number of e-votes cast by them % of total number of valid votes through remote e-voting cast 1 46195 0.42 % (vi) Invalid votes: Number of members voted through remote e-

Total number of votes cast by them

NIL

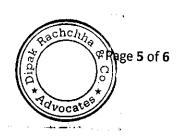
(h). Item No. 8 (Special Resolution): Shifting of Registered Office of the Company.

voting NIL

Number of members voted through remote e-voting	Number of e-votes	s cast by them	% of total number of valid votes cast
15	11159848		100.00 %
(viii) Voted against the resolut	ion:		
Number of members voted through remote e-voting	Number of e-votes	cast by them	% of total number of valid votes
NIL	NIL		NIL
(ix) Invalid votes:			
Number of members voted thro voting	ough remote e-	Total nun	nber of votes cast by them
NIL			NIL NIL

The Register giving full particulars of all votes (casted electronically) received, is enclosed for your perusal and record.

The said register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same shall be handed over to the Chairman of the Company.



The Company may accordingly declare the result of E-voting, in respect of the resolutions mentioned in the notice dated August 17, 2017 issued under Section 108 of the Companies Act, 2013 and rules made there under.

Thanking you,

Yours Faithfully,

WH 88

PLACE:

Ahmedabad

DATE:

September 29, 2017

Dipak Rachchha Advocate

We, the undersigned, witnesses that the votes unblocked from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com) in our presence on September 29, 2017 at the office of the Scrutinizer.

Witness-1:

Mr. Vivek Vakharia

Address: B-63, Rajshree Tower, Nr. Prerna Tirth Derasar, Jodhpur Gam, Satellite, Ahmedabad-

380015

Witness-2:

Mr. Prawin Charan Dwary

Address: Address: 407, Akshat Tower, Opp. Rajpath Club, S.G.Highway, Ahmedabad - 380054

For, Vimal Oil & Foods Ltd.

Jayesh C. Patel Managing Director

