



VADILAL ENTERPRISES LTD.

8th Floor, Time Square, Opp. Iscon Arcade, Nr. Pariseema Complex,
C.G. Road, Navrangpura, Ahmedabad - 380009
Tel.:(079) 2640 7201 to 26407210 Fax:(079) 2640 7201

VISIT US ON : <http://www.vadilalgroup.com>

1st October, 2015

To,
Department of Corporate Services,
Bombay Stock Exchange Limited,
1st Floor, Rotunda Building,
Dalal Street, Fort,
Mumbai - 400 001.

Kind Attn.: Mr. K. Gopalkrishnan, General Manager

Dear Sir,

Sub : Disclosure under Clause - 35A of the Listing Agreement.

Ref : Security Code No. 519152

With reference to the captioned subject and pursuant to Clause 35-A of Listing Agreement with the Stock Exchanges, we are forwarding herewith disclosure under Clause - 35A of the Listing Agreement with Stock Exchanges in respect of 30th Annual General Meeting of the Members of the Company held on 28th September, 2015.

Please take the same in your records.

Thanking you,

Yours faithfully,
For **VADILAL ENTERPRISES LIMITED**


(RUCHITA GURJAR)
Company Secretary

Encl.: As above.



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DISCLOSURE UNDER CLAUSE – 35-A OF LISTING AGREEMENT WITH STOCK EXCHANGES

Date of Annual General Meeting : 28th September, 2015

Total number of shareholders on record date: 1491

No. of shareholders present in the meeting either in person or through proxy:

i. Promoters and Promoter Grc	12
ii. Public:	14

No. of Shareholders attended the meeting through Video Conferencing

i. Promoters and Promoter Grc	NIL
ii. Public:	NIL

Details of the Agenda:

Item No. 1 To adopt the audited Statement of Profit & Loss for the year ended March 31, 2015, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.

Resolution required: Ordinary

Mode of voting: Poll and E-voting

Voting Results :

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	444196	429240	96.63	284362	144878	66.2478	33.7522
Public Institutional holders	35602	0	0.00	0	0	0.0000	0.0000
Public Others	382870	527	0.14	516	11	97.9127	2.0873
Total	862668	429767	49.82	284878	144889	66.2866	33.7134

Item No. 2 To declare dividend on Equity Shares for the financial year ended on March 31, 2015.

Resolution required: Ordinary

Mode of voting: Poll and E-voting

Voting Results :

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	444196	429240	96.63	429240	0	100.0000	0.0000
Public Institutional holders	35602	0	0.00	0	0	0.0000	0.0000
Public Others	382870	527	0.14	516	11	97.9127	2.0873
Total	862668	429767	49.82	429756	11	99.9974	0.0026





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Item No. 3 To appoint a Director in place of Mr. Devanshu D. Gandhi (DIN:00010146) who retires by rotation at this Annual General Meeting in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Resolution required: Ordinary
Mode of voting: Poll and E-voting
Voting Results :

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	444196	429240	96.63	284362	144878	66.2478	33.7522
Public Institutional holders	35602	0	0.00	0	0	0.0000	0.0000
Public Others	382870	527	0.14	516	11	97.9127	2.0873
Total	862668	429767	49.82	284878	144889	66.2866	33.7134

Item No. 4 To appoint Statutory Auditors and fix their remuneration.

Resolution required: Ordinary
Mode of voting: Poll and E-voting
Voting Results :

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	444196	429240	96.63	284362	144878	66.2478	33.7522
Public Institutional holders	35602	0	0.00	0	0	0.0000	0.0000
Public Others	382870	527	0.14	516	11	97.9127	2.0873
Total	862668	429767	49.82	284878	144889	66.2866	33.7134

Item No. 5 To appoint Mrs. Mamta R. Gandhi (DIN: 00674579) as a Non-executive and Non-Independent Director of the Company, liable to retire by rotation.

Resolution required: Ordinary
Mode of voting: Poll and E-voting
Voting Results :

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	444196	429240	96.63	284362	144878	66.2478	33.7522
Public Institutional holders	35602	0	0.00	0	0	0.0000	0.0000
Public Others	382870	527	0.14	516	11	97.9127	2.0873
Total	862668	429767	49.82	284878	144889	66.2866	33.7134





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Item No. 6 To appoint Mr. Jignesh J. Shah (DIN: 01202435) as an Independent Director of the Company, for 5 consecutive years.

Resolution required: Ordinary
Mode of voting: Poll and E-voting
Voting Results :

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	444196	429240	96.63	284362	144878	66.2478	33.7522
Public Institutional holders	35602	0	0.00	0	0	0.0000	0.0000
Public Others	382870	527	0.14	516	11	97.9127	2.0873
Total	862668	429767	49.82	284878	144889	66.2866	33.7134

Item No. 7 To appoint Mr. Ashish H. Modi (DIN:0250619) as an Independent Director of the Company, for 5 consecutive years.

Resolution required: Ordinary
Mode of voting: Poll and E-voting
Voting Results :

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	444196	429240	96.63	284362	144878	66.2478	33.7522
Public Institutional holders	35602	0	0.00	0	0	0.0000	0.0000
Public Others	382870	527	0.14	516	11	97.9127	2.0873
Total	862668	429767	49.82	284878	144889	66.2866	33.7134

Item No. 8 To appoint Mr. Preet P. Shah (DIN:0513516) as an Independent Director of the Company, for 5 consecutive years.

Resolution required: Ordinary
Mode of voting: Poll and E-voting
Voting Results :

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	444196	429240	96.63	284362	144878	66.2478	33.7522
Public Institutional holders	35602	0	0.00	0	0	0.0000	0.0000
Public Others	382870	527	0.14	516	11	97.9127	2.0873
Total	862668	429767	49.82	284878	144889	66.2866	33.7134





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Item No. 9 To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013

Resolution required: Special

Mode of voting: Poll and E-voting

Voting Results :

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	444196	429240	96.63	429240	0	100.0000	0.0000
Public Institutional holders	35602	0	0.00	0	0	0.0000	0.0000
Public Others	382870	527	0.14	516	11	97.9127	2.0873
Total	862668	429767	49.82	429756	11	99.9974	0.0026

Item No. 10 To approve the Related Party Transactions under Section 188 of the Companies Act, 2013 and Rules made thereunder.

Resolution required: Ordinary

Mode of voting: Poll and E-voting

Voting Results :

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter Group	444196	429240	96.63	284362	144878	66.2478	33.7522
Public Institutional holders	35602	0	0.00	0	0	0.0000	0.0000
Public Others	382870	527	0.14	516	11	97.9127	2.0873
Total	862668	429767	49.82	284878	144889	66.2866	33.7134

