



Date: September 29, 2018

To,

The Manager, Department of Corporate Services (DCS-Listing) BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 531717	The Manager, Listing Compliance National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Symbol: VIDHIING
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Dear Sir,

Ref.: Company Code: BSE - 531717, NSE Symbol: VIDHIING

Sub: Voting Results of the 25th Annual General Meeting under regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Dear Sir/Madam,

As per Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Company had provided to its Members the facility to cast their votes by electronic means on all the resolutions as stated in the notice of the 25th Annual General Meeting (AGM). Since voting by show of hands was not permissible as per the Companies Act, 2013, at the 25th AGM, the Chairman ordered for a poll for voting on all the resolutions and voting was conducted by means of poll. As per the Companies Act, 2013, Members who had already voted through Remote E-voting, did not vote on Poll at the 25th AGM.

The Board of Directors had appointed Mr. Vipin Mehta, Practicing Company Secretary (Membership No: F8587 and C.P. No: 9869), Partner of M/s. VPP & Associates as a Scrutinizer to scrutinize the Remote E-voting process in a fair and transparent manner. The Chairman of the 25th AGM appointed Mr. Vipin Mehta, Membership No: F8587 and C.P. No: 9869), Partner of M/s. VPP & Associates, Practicing Company Secretaries, Mumbai and Mrs. Pooja Mayank Jain, Member of Vidhi Specialty Food Ingredients Limited ('the Company') having DP-Client Id 12066900-00058424 as the Scrutinizers to conduct the Poll process at the 25th AGM in a fair and transparent manner.

The Scrutinizer issued separate Scrutinizer's Report on the Remote E-voting. The Scrutinizers issued separate Scrutinizers' Report on the poll taken on all the resolutions contained in the notice of the 25th AGM of the Company. The Scrutinizers has also submitted the combined report on the result of Remote E-voting together with that of Poll. Reports of Scrutinizers were furnished on September 29, 2018.

Mode of voting for all the resolutions at the 25th AGM: Remote E-voting was conducted between Tuesday, September 25, 2018 and Thursday, September 27, 2018 and poll was taken at the AGM.

Vidhi Specialty Food Ingredients Ltd.

(Formerly known as Vidhi Dyestuffs Mfg. Ltd.)

RegdOff:

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Fax : + 91 22 2352 1980, E-mail : vdmil@vsnl.com, Web. : www.vidhifoodcolour.com

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Dist :Raigad, Maharashtra 402116, India

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Pursuant to the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ['Listing Regulations'], please find attached herewith the voting results of the 25th AGM of the Company held on Friday, September 28, 2018.

As per the consolidated Report of the Scrutinizers, all the resolutions as set out in the Notice of 25th AGM have been approved by the Members of the Company with requisite majority.

Sr. No.	Particulars	Nature of Business	Type of Resolution
1.	To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended March 31, 2018 including the Audited Balance Sheet as at March 31, 2018, the Statement of Profit and Loss and Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Board's Report and the Report of Auditors' thereon.	Ordinary	Ordinary
2.	To confirm the 1 st Interim Dividend, 2 nd Interim Dividend and 3 rd Interim Dividend declared in the financial year 2017-18.	Ordinary	Ordinary
3.	To declare Final Dividend on equity shares for the financial year 2017-18	Ordinary	Ordinary
4.	To appoint a Director in place of Mr. Mihir B. Manek (DIN: 00650613), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 ('the Act') and who is not disqualified to become Director under the Act and being eligible, offers himself for re-appointment	Ordinary	Ordinary
5.	To ratify the appointment of Statutory Auditors and fixing their remuneration	Ordinary	Ordinary
6.	To approve the aggregate annual remuneration payable to the Promoter - Executive Directors/Members of the Promoter Group exceeding 5% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013	Special	Special
7.	To approve the aggregate annual remuneration payable to Mr. Vijay K. Atre (DIN: 00416853) as Non-Executive Director of the Company, which exceeds fifty per cent of the total annual remuneration payable to all Non-Executive Directors	Special	Special
8.	To approve the continuation of holding the office of a Non-Executive Director by Mr. Vijay K. Atre (DIN: 00416853)	Special	Special
9.	To approve the continuation of holding the office of an Independent Non-Executive Director by Mr. Prafulchandra Shah (DIN: 00417022)	Special	Special

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Please also find attached herewith the following:

- Voting results as per the Regulation 44 of the Listing Regulations [Voting results are combined results of Remote E-voting (Section 108 of the Companies Act, 2013) and Poll (Section 109 of the Companies Act, 2013)].
- Scrutinizers' Reports on the electronic voting and voting on poll at the 25th AGM along with the consolidated report on voting.

In the aforesaid results and Reports, brief description of resolutions has been given. Kindly refer to the 25th AGM notice for the complete resolutions. The aforesaid documents are also posted on the website of the Company: <http://www.vidhifoodcolour.com/>

For Vidhi Specialty Food Ingredients Limited,

A handwritten signature in black ink, appearing to read 'Mihir B. Manek'.



Mihir B. Manek
(DIN: 00650613)
Chairman of 25th AGM & Joint Managing Director

Place: Mumbai
Encl: As above

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Voting Results of the 25th Annual General Meeting as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	September 28, 2018
Total Number of Shareholders on Record Date	12057
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	4
Public	35
No. of Shareholders attended the meeting through video conferencing:	
Promoters and Promoter Group	Not Applicable
Public	

For Vidhi Specialty Food Ingredients Limited



Mihir B. Manek
(DIN: 00650613)
Chairman of 25th AGM & Joint Managing Director

Place: Mumbai

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Agenda 1: To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended March 31, 2018 including the Audited Balance Sheet as at March 31, 2018, the Statement of Profit and Loss and Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Board's Report and the Report of Auditors' thereon.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(4)/(2)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	32101000	0	0	0	0	0	0
	Poll		32101000	100.000	32101000	0	100.000	0.000
	Total		32101000	32101000	100.000	32101000	0	100.000
Public - Institutional Holders	E-voting	201447	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		201447	0	0	0	0	0
Public - others	E-voting	17642553	12597	0.071	12597	0	100.000	0
	Poll		1778482	10.081	1778482	0	100.000	0
	Total		17642553	1791079	10.152	1791079	0	100.000
TOTAL		49945000	33892079	67.858	33892079	0	100.000	0.000



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Agenda 2: To confirm the 1st Interim Dividend, 2nd Interim Dividend and 3rd Interim Dividend declared in the financial year 2017-18.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	32101000	0	0	0	0	0	0
	Poll		32101000	100.000	32101000	0	100.000	0.000
	Total		32101000	32101000	100.000	32101000	0	100.000
Public - Institutional Holders	E-voting	201447	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		201447	0	0	0	0	0
Public - others	E-voting	17642553	12597	0.071	12597	0	100.000	0
	Poll		1778482	10.081	1778482	0	100.000	0
	Total		17642553	1791079	10.152	1791079	0	100.000
TOTAL		49945000	33892079	67.858	33892079	0	100.000	0.000



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Agenda 3: To declare Final Dividend on equity shares for the financial year 2017-18.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(4)/(2)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	32101000	0	0	0	0	0	0
	Poll		32101000	100.000	32101000	0	100.000	0.000
	Total		32101000	32101000	100.000	32101000	0	100.000
Public - Institutional Holders	E-voting	201447	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		201447	0	0	0	0	0
Public - others	E-voting	17642553	12597	0.071	12597	0	100.00	0
	Poll		1778482	10.081	1778482	0	100.00	0
	Total		17642553	1791079	10.152	1791079	0	100.000
TOTAL		49945000	33892079	67.858	33892079	0	100.000	0.000



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Agenda 4: To appoint a Director in place of Mr. Mihir B. Manek (DIN: 00650613), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 ('the Act') and who is not disqualified to become Director under the Act and being eligible, offers himself for re-appointment.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/ resolution?	Yes

Category	Mode of Voting	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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(4)/(2)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	32101000	0	0	0	0	0	0
	Poll		32101000	100.000	0	0	0	0
	Total		32101000	32101000	100.000	0	0	0
Public - Institutional Holders	E-voting	201447	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		201447	0	0	0	0	0
Public - others	E-voting	17642553	12597	0.071	12597	0	100.000	0
	Poll		1778482	10.081	1754237	0	100.000	0
	Total		17642553	1791079	10.152	1766834	0	100.000
TOTAL		49945000	33892079	67.858	1766834	0	100.000	0



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Agenda 5: To ratify the appointment of Statutory Auditors and fixing their remuneration.

Resolution Required:	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	32101000	0	0	0	0	0	0
	Poll		32101000	100.000	32101000	0	100.00	0.000
	Total		32101000	32101000	100.000	32101000	0	100.00
Public - Institutional Holders	E-voting	201447	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		201447	0	0	0	0	0
Public - others	E-voting	17642553	12597	0.071	12597	0	100.00	0
	Poll		1778482	10.081	1778482	0	100.00	0
	Total		17642553	1791079	10.152	1791079	0	0
TOTAL		49945000	33892079	67.858	33892079	0	100.00	0.000



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Agenda 6: To approve the aggregate annual remuneration payable to the Promoter - Executive Directors/Members of the Promoter Group exceeding 5% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013.

Resolution Required:	Special
Whether promoter/promoter group are interested in the agenda/resolution?	Yes

Category	Mode of Voting	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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	32101000	0	0	0	0	0	0
	Poll		32101000	100.000	0	0	0	0
	Total		32101000	32101000	100.000	0	0	0
Public - Institutional Holders	E-voting	201447	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		201447	0	0	0	0	0
Public - others	E-voting	17642553	12597	0.071	12202	395	96.864	0.000
	Poll		1778482	10.081	1754237	0	98.637	0.000
	Total		17642553	1791079	10.152	1766439	0	98.624
TOTAL		49945000	33892079	67.858	1766439	0	5.212	0.000



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Agenda 7: To approve the aggregate annual remuneration payable to Mr. Vijay K. Atre (DIN: 00416853) as Non-Executive Director of the Company, which exceeds fifty per cent of the total annual remuneration payable to all Non-Executive Directors.

Resolution Required:	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	32101000	0	0	0	0	0	0
	Poll		32101000	100.000	32101000	0	100.000	0
	Total		32101000	32101000	100.000	32101000	0	100.000
Public - Institutional Holders	E-voting	201447	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		201447	0	0	0	0	0
Public - others	E-voting	17642553	12597	0.071	12202	395	96.864	3.135
	Poll		1778482	10.081	1778482	0	100.000	0
	Total		17642553	1791079	10.152	1790684	395	99.978
TOTAL		49945000	33892079	67.858	33891684	395	99.999	0.001



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Agenda 8: To approve the continuation of holding the office of a Non-Executive Director by Mr. Vijay K. Atre (DIN: 00416853).

Resolution Required:	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	32101000	0	0	0	0	0	0
	Poll		32101000	100.000	32101000	0	100.000	0
	Total		32101000	32101000	100.000	32101000	0	100.000
Public - Institutional Holders	E-voting	201447	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		201447	0	0	0	0	0
Public - others	E-voting	17642553	12597	0.071	12340	257	97.959	2.040
	Poll		1778482	10.081	1778482	0	100.000	0
	Total		17642553	1791079	10.152	1790822	257	99.986
TOTAL		49945000	33892079	67.858	33891822	257	99.999	0.001



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CIN : L24110MH1994PLC076156



Agenda 9: To approve the continuation of holding the office of an Independent Non-Executive Director by Mr. Prafulchandra Shah (DIN: 00417022).

Resolution Required:	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	32101000	0	0	0	0	0	0
	Poll		32101000	100.000	32101000	0	100.000	0
	Total		32101000	32101000	100.000	32101000	0	100.000
Public - Institutional Holders	E-voting	201447	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		201447	0	0	0	0	0
Public - others	E-voting	17642553	12597	0.071	12347	250	98.015	1.985
	Poll		1778482	10.080	1778482	0	100.000	0
	Total		17642553	1791079	10.152	1790829	250	99.986
TOTAL		49945000	33892079	67.858	33891829	250	99.999	0.001

For Vidhi Specialty Food Ingredients Limited



Mihir B. Manek
(DIN: 00650613)
Chairman of 25th AGM & Joint Managing Director
Place: Mumbai

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