

# VIDLI RESTAURANTS LIMITED

**Reg Office:-**D-09, Eastern Business District, LBS Road, Bhandup West, Mumbai 400078.

•**T:** +9122 49708389 •**W:** [www.kamatsindia.com](http://www.kamatsindia.com) •**E:** [cs@kamatsindia.com](mailto:cs@kamatsindia.com)

**CIN:** L55101MH2007PLC173446

Date: 23<sup>rd</sup> December, 2020

To,  
**Listing Department**  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001

Scrip Code: 539659  
Scrip ID: VIDLI

Dear Sir/Madam,

Sub: **Result of Postal Ballot by remote e-voting process pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report.**

Pursuant to provisions of Section 108, 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company was sought through Postal Ballot for the matter as mentioned in the Postal Ballot Notice dated 7<sup>th</sup> November, 2020.

In terms of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith details of e-voting results and Scrutinizer's Report.

The e-voting results and the Scrutinizer's Report are being uploaded on the Company's website [www.kamatsindia.com](http://www.kamatsindia.com).

Kindly take the same in your records.

Thanking You  
For Vidli Restaurants Limited,

Vidhi V Kamat  
Managing Director  
DIN No: 07038524  
Encl: a/a



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## **E-VOTING RESULTS OF THE POSTAL BALLOT CONDUCTED VIDE NOTICE DATED 7<sup>TH</sup> NOVEMBER, 2020 PURSUANT TO REGULATION 44 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

<b>Date of the AGM/EGM:</b>	N.A
	(Notice of Postal Ballot - 7 <sup>th</sup> November, 2020.  <b>Remote e-voting start time and date – 9.00 a.m. (IST) on Tuesday, 24th November, 2020.</b>  <b>Remote e-voting end time and date - 5.00 p.m. (IST) on Wednesday, 23<sup>rd</sup> December, 2020.)</b>
<b>Total number of shareholders on record date (As on cut-off date -Friday 13th November, 2020):</b>	163
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>	N.A (Resolution passed through Postal Ballot)
Promoters and Promoter Group:	
Public:	
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group:	
Public:	

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## Agenda- wise disclosure

### Item No. 1:

#### Related Party Transaction with Conwy Hospitality Private Limited:

Resolution required: (Ordinary/ Special)	Ordinary Resolution
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 – in against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2643000	0	0.00	0	0	0	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot		0	0.00	0	0	0	0
	Total		0	0.00	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	1687000	403000	23.89	403000	0	100.00	0.00
	Poll		0	0.00	0	0	0	0
	Postal Ballot		0	0.00	0	0	0	0
	Total		403000	23.89	403000	0	100.00	0.00
Total		4330000	403000	9.31	403000	0	100.00	0.00

Based on the scrutinizer's combined report dated 23<sup>rd</sup> December, 2020 on remote e-voting the resolution as set out in the notice of Postal Ballot dated 7<sup>th</sup> November, 2020 is declared as passed unanimously.

This is for your information and records.

Thanking You  
 For Vidli Restaurants Limited

Vidhi V Kamat  
 Managing Director  
 DIN No: 07038524



Date: 23<sup>rd</sup> December, 2020

**Scrutinizer's Report on Postal Ballot process conducted through remote e-voting pursuant to provisions of section 110, 108 of Companies Act, 2013 read with Rule 20, 22 of Companies (Management and Administration) Rules, 2014 as amended of Vidli Restaurants Limited**

To,  
The Chairperson  
Vidli Restaurants Limited

I, Pooja Sawarkar, proprietor of M/s. Pooja Sawarkar & Associates, Company Secretaries in Practice (Membership no. FCS 10262, COP no. 15085) have been appointed as Scrutinizer by Vidli Restaurants Limited (the Company) as per Board resolution dated 7<sup>th</sup> November, 2020 for the purpose of scrutinizing the Postal Ballot process, in respect of the resolution set out in the Postal Ballot Notice dated 7<sup>th</sup> November, 2020 ('Notice') which was conducted only through remote voting by electronic means ('remote e-voting'), in a fair and transparent manner pursuant to Section 110, 108 of the Companies Act, 2013 ('the Act') read with Rule 20, 22 of the Companies (Management and Administration) Rules, 2014, (as amended) ('the Rules') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') in compliance with the framework issued by Ministry of Corporate Affairs through its General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and 33/2020 dated 28th September, 2020, ('MCA Circulars').

The Company has engaged the services of National Securities Depository Limited (NSDL) for remote e-voting.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules including MCA Circulars and Listing Regulations relating to remote e-voting for the resolution contained in the Postal Ballot Notice dated 7<sup>th</sup> November, 2020. Our responsibility as a Scrutinizer is to ensure that the remote e-voting is carried out in a fair and transparent manner and to make a scrutinizer's report on the votes cast "IN FAVOUR" or "AGAINST" on the resolution contained in the Postal Ballot Notice dated 7<sup>th</sup> November, 2020 based on the reports generated from the e-voting system provided by NSDL.

Members holding shares as on Friday, 13th November, 2020, "cut-off date", were entitled to vote on the resolution stated in the Notice.

The remote e-voting period was open from Tuesday, 24th November, 2020 at 9.00 a.m. (IST) and was closed on Wednesday, 23rd December, 2020 at 5.00 p.m. (IST). After closure of the voting period on Thursday, Wednesday, 23rd December, 2020 5.00 p.m., the NSDL portal was blocked for voting.

The votes cast by remote e-voting were unblocked on Wednesday, 23rd December, 2020 in the presence of two witnesses who were not employees of the Company and the e-voting results / list of members who have voted for and against were downloaded from the e-voting website of NSDL.

The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, folio number or client ID of the shareholders, number of shares held by them. There were no invalid votes.

The details containing, inter alia, list of equity shareholders, who voted "For" or "Against" the resolution put to vote, were generated from the e-voting website of NSDL and based on such reports generated, the result of the e-voting is as under:



**Item No. 1 of the Postal Ballot Notice dated 7<sup>th</sup> November, 2020:**

**ORDINARY RESOLUTION**

**Approval of Related Party Transaction with Conwy Hospitality Private Limited;**

**(i) Voted in favour of the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	403000	100

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0

<b>Total number of Valid votes casted under remote e-voting</b>	<b>403000</b>
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**(iii) Invalid votes :**

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0

Based on above results, I report that, the resolution as per the Notice stands passed unanimously.

The electronic data and all other relevant records relating to the remote e-voting will be handed over to the Chairperson of the Company for safe preservation.

Thank you.

Yours faithfully,  
For Pooja Sawarkar & Associates  
Company Secretaries

Pooja Sawarkar  
Proprietor  
FCS 10262; COP 15085

**UDIN:** F010262B001625502

**Place:** Mumbai

**Date:** 23<sup>rd</sup> December, 2020