GEECEE

GEECEE VENTURES LIMITED

209-210, Arcadia,195, Nariman Point, Mumbai - 400 021, India
Phone : 91-22-40198600 • Fax : 91-22-40198650
E-mail : gcvl@gcvl.in • Website : www.geeceeventures.com / CIN-L24249MH1984PLC032170

March 28, 2019

To
The Listing Department
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Fax No. 91-22-22722039/41/61
Email: corp.relations@bseindia.com

Re: BSE – Scrip Code: 532764

To
The Listing Department
The National Stock Exchange of India Ltd
"Exchange Plaza"
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Fax No. 91-22-26598237/38
cmlist@nse.co.in cmtrade@nse.co.in

NSE: GEECEE

Dear Sir/Madam,

Sub: - Disclosure of Voting Results of the Postal Ballot process and Remote E-Voting – Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: and in continuation of our letter dated February 21, 2019, enclosing therewith the Postal Ballot Notice dated February 21, 2019, seeking consent of Members of the Company through Special Resolutions for the following:

1. **Approval for continuation of Directorship of Shri Ashwin Kumar Kothari (Din: 00033730), as the Director (Category Chairman and Non-Executive) of the Company not liable to retire by rotation who has already attained the age of seventy-five (75) years, w.e.f. April, 01 2019.**

We would like to inform you that the said Resolutions have been passed by the Members of the Company with requisite majority.

Post-closing of voting period at 05.00 p.m. (IST) on March 26, 2019, the Scrutinizer has submitted his report on the Results of the Postal Ballot (including remote e-voting) on March 28, 2019.

The approval is deemed to have been received on the last date of receipt of postal ballot forms, i.e. on March 26, 2019.

In this regard, please find enclosed the following: Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Scrutinizer Report thereon dated March 28, 2019:

GeeCee Ventures Limited Mumbai

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Details of Voting Results:

Sr.no	Particulars	Reply / Details
1.	Date of the declaration of results of Postal Ballot (including remote e-voting)	March 28, 2019
2.	Total number of shareholders on the record date	8924 as on the Cut-off date i.e. 15th February, 2019
3.	No. of Shareholders present in the meeting either in person or through proxy	Not Applicable
	Promoters and Promoter Group	-
	Public	-
4.	No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
5.	Details of Report under Regulation 44(3)	Annexure -1
6.	Scrutinizer's Report	Annexure -2

You are requested to take the aforementioned information on your record.

Thanking you,

Yours faithfully,

For **GeeCee Ventures Limited**

GeeCee Ventures Limited Mumbai

Dipyanti Kanojia
Company Secretary
Encl: As Above

Annexure – 1

Name of the Company	GeeCee Ventures Limited
Date of AGM/EGM	N.A.
Total number of shareholders on record date	8924
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution Required : (Special)	**1 - Approval for continuation of Directorship of Shri Ashwin Kumar Kothari (DIN: 00033730), as the Director (Category Chairman and Non- Executive) of the Company not liable to retire by rotation who has already attained the age of seventy-five (75) years, w.e.f April, 01 2019.**
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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	14710372	14360372	97.6207	14360372	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**14360372**	**97.6207**	**14360372**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	3312	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	7012859	2297847	32.7662	2297847	0	100.0000	0.0000
	Poll		2411	0.0344	2322	89	96.3086	3.6914
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**2300258**	**32.8006**	**2300169**	**89**	**99.9961**	**0.0039**
Total		**21726543**	**16660630**	**76.6833**	**16660541**	**89**	**99.9995**	**0.0005**

GeeCee Ventures Limited Mumbai

Annexure-2.

Nishant Jawasa & Associates
Company Secretaries

A/103 New Ankur CHS Ltd, 32 Bhardawadi Lane, Off. J. P. Road, Andheri (W)
Mumbai – 400058. Tel: 022-26781209/ 26771289, Email: njawasa@yahoo.co.in

To,
The Chairman
GeeCee Ventures Limited
209-210, Arcadia Building, 2nd Floor,
195, Nariman Point,
Mumbai - 400 021

Dear Sir,

I, Nishant Jawasa, proprietor of M/s. Nishant Jawasa & Associates, Company Secretaries, Mumbai was appointed as the Scrutinizer of GeeCee VenturesLimited for e-Voting and the postal ballot voting process conducted for obtaining approval for the Special Resolutions specified in the Notice.

I Report as under:

1. The postal ballot through e-Voting as well as in physical form was conducted in respect of the special resolution, as per Section 108 and Section 110 of the Companies Act, 2013 between25th February, 2019 to 26th March, 2019.

2. As per the information provided to me, the Company on 21st February, 2019completed the dispatch of documents to 6573 members by email, and on 21st February, 2019 to 2351 members by Courier:

   a. Notice to the members of the Company containing the proposed resolution under Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended on May 9, 2018and other applicable provisions of the Companies Act, 2013 along with the statement pursuant to Sections 102 and 110 of the Companies Act, 2013.
   b. Postal Ballot Form
   c. Business Reply Envelope
   d. Voting authentication details

3. After the time fixed for closing of the e-Voting and Postal Ballot process, i.e. at 5.00 pm on 26th March, 2019, final electronic report of the e-Voting process was generated by accessing the data available on the website of Link Intime (India) Private Limited, i.e. https://www.instavote.linkintime.co.in. The final report was tabulated and data regarding the final e-votes was diligently scrutinized and reconciled with the data available on the above mentioned website.

4. The ballot papers were reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company.

5. As per the information given to me the documents referred to in (2) above were sent to the members/beneficiary holders whose names appeared on the Registers of Members/List of Beneficiaries as on 15th February, 2019.

6. As per the information available on the record and explanation given to me the Company has paid proper and due postage wherever required with reference to the above.

GeeCee Ventures Limited Mumbai

NISHANT JAWASA & ASSOCIATES C. P. NO.6993 Company Secretaries

7. 1(One) Postal Ballot was rejected and vote was treated as invalid for the following reasons:

   a. Vote not casted by the member

8. As on the report date I have not received any envelopes containing Postal Ballot Forms after 5 pm on 26th March, 2019.

9. I have not received any postal ballot paper in defaced/mutilated condition.

10. Total 27 postal ballots and 43e-Voting ballots have been received from the shareholders which have been scrutinized by me to ascertain the assent or dissent of the shareholders and the cumulative result of the e-Voting process and the postal ballot papers received is as under:

Special Resolution:

Item no. 1: Approval for continuation of Directorship of ShriAshwin Kumar Kothari (DIN: 00033730), as the Director (CategoryChairman and Non- Executive) of the Company not liable to retire by rotation who has already attained the age of seventyfive(75) years, w.e.f April, 01 2019.

To consider and to give assent / dissent for passing the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and DisclosureRequirements) Regulations 2015, as amended on May 9, 2018 and the applicable provisions of the Companies Act, 2013, if any/Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), approval ofthe Members of the Company be and is hereby accorded for continuation of the directorship of ShriAshwin Kumar Kothari (DIN-00033730) Chairman and Non-Executive Director, aged 76 years, in the Company w.e.f April 1, 2019.

RESOLVED FURTHER THAT any one from Mr. GauravShyamsukha, Mr. VazhatharaVasudevanSureshKumar – Whole Time Directors,Mr. AshishRanka - Chief Financial Officer and Ms. DipyantiKanojia - Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be proper or necessary to give effect to this resolution."

RESOLVED FURTHER THAT pursuant to the Articles of Association of the Company and subject to the applicable provisions of theAct, ShriAshwin Kumar Kothari, Chairman and Non-Executive Director, shall not be subject to retirement by rotation."

- **E-Voting Process:**

i. Voted in favour of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
43	16658219	100

ii. Voted against the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Geecee Ventures Limited Mumbai

NISHANT JAWASA & ASSOCIATES C. P. NO.6993 Company Secretaries

iii. Abstained from voting:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

- **Postal Ballot Papers received:**

i. Voted in favour of the resolution:

Number of ballot papers received	Number of votes cast	% of total number of valid votes cast
22	2232	89.83

ii. Voted against the resolution:

Number of ballot papers received	Number of votes cast	% of total number of valid votes cast
4	89	3.44

iii. Invalid Votes:

Number of Ballot Papers Received	Total number of votes cast
1	174

Cumulative Result:

	Voted in favour	Voted against	Invalid
Item No. 1			
Total votes	16660541	89	174
% of total number	99.99	0.0005	0.001

Note: The figures in percentage have been calculated and rounded off.

Thanking You,
Yours Faithfully,

Date: 28th March, 2019
Place: Mumbai

For Nishant Jawasa & Associates
Company Secretaries

NISHANT JAWASA & ASSOCIATES C. P. NO.6993 Company Secretaries

Nishant Jawasa
Proprietor
M. No. FCS 6557
COPNo. 6993

Witnesses:

1. _____
Ms. Shaba Shaikh

2. _____
Ms. Kritika Singh

GeeCee Ventures Limited Mumbai

Nishant Jawasa & Associates
Company Secretaries

A/103 New Ankur CHS Ltd, 32 Bhardawadi Lane, Off. J. P. Road, Andheri (W)
Mumbai – 400058. Tel: 022-26781209/ 26771289, Email: njawasa@yahoo.co.in

SCRUTINIZER'S REPORTFOR E-VOTING

(Pursuant to Section 108 & Section 110 of the Companies Act, 2013 and the Companies[Management & Administration] Rules, 2014)

To,
The Chairman
GeeCee Ventures Limited
209-210, Arcadia Building, 2nd Floor,
195, Nariman Point,
Mumbai - 400 021

SUBJECT: The e-Voting process conducted between 25th February, 2019 to 26th March, 2019 in respect of the agenda item specified in the Notice for approval of Special Resolution by means of Postal Ballot.

Dear Sir,

I, Nishant Jawasa, proprietor of M/s. Nishant Jawasa & Associates, Company Secretaries, Mumbai was appointed as the Scrutinizer of GeeCee Ventures Limited for postal ballot through e-voting process which was carried out as per section 108 read with section 110 of the Companies Act, 2013 in respect of the Special Resolutions specified in the Notice.

I submit my report as under:

1. As per the information provided to me, the Company on 21st February, 2019 completed the dispatch of documents by emailand Courier:
   a. Notice to the members of the Company containing the proposed resolution under Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended on May 9, 2018 and other applicable provisions of the Companies Act, 2013 along with the statement pursuant to Sections 102 and 110 of the Companies Act, 2013.
   b. Postal Ballot Form
   c. Business Reply Envelope
   d. Voting authentication details

2. After the time fixed for closing of the e-Voting by the Company, i.e. at 5.00 pm on 26th March, 2019, final electronic report of the e-Voting process was generated by accessing the data available on the website of Link Intime (India) Private Limited, i.e. https://www.instavote.linkintime.co.in

3. The final report was tabulated and data regarding the final e-votes was diligently scrutinized and reconciled with the data available on the above mentioned website.

4. The result of the e-voting is as under:

Special Resolution:
Item no. 1: Approval for continuation of Directorship of ShriAshwin Kumar Kothari (DIN: 00033730), as the Director (CategoryChairman and Non- Executive) of the Company not liable to retire by rotation who has already attained the age of seventyfive(75) years, w.e.f April, 01 2019.

GeeCee Ventures Limited Mumbai

NISHANT JAWASA & ASSOCIATES C. P. NO.6993 Company Secretaries

To consider and to give assent / dissent for passing the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and DisclosureRequirements) Regulations 2015, as amended on May 9, 2018 and the applicable provisions of the Companies Act, 2013, if any/Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), approval ofthe Members of the Company be and is hereby accorded for continuation of the directorship of Shri. Ashwin Kumar Kothari (DIN-00033730) Chairman and Non-Executive Director, aged 76 years, in the Company w.e.f April 1, 2019.

RESOLVED FURTHER THAT any one from Mr. GauravShyamsukha, Mr. VazhatharaVasudevanSureshKumar – Whole Time Directors,Mr. AshishRanka - Chief Financial Officer and Ms. DipyantiKanojia - Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be proper or necessary to give effect to this resolution."

RESOLVED FURTHER THAT pursuant to the Articles of Association of the Company and subject to the applicable provisions of theAct, Shri. Ashwin Kumar Kothari, Chairman and Non-Executive Director, shall not be subject to retirement by rotation."

i. Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
43	16658219	100

ii. Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
0	0	0

iii. Abstained from voting:

Total e-votes cast	Number of votes	% of total number of valid votes cast
0	0	0

5. The electronic data and other relevant records related to this e-Voting process has been handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,
Date: 28th March, 2019
Place: Mumbai

For Nishant Jawasa & Associates
Company Secretaries

NISHANT JAWASA & ASSOCIATES C. P. NO.6993 Company Secretaries

Nishant Jawasa
Proprietor
M. No. FCS 6557
COPNo. 6993

GeeCee Ventures Limited Mumbai

Nishant Jawasa & Associates
Company Secretaries

A/103 New Ankur CHS Ltd, 32 Bhardawadi Lane, Off. J. P. Road, Andheri (W)
Mumbai – 400058. Tel: 022-26781209/ 26771289, Email: njawasa@yahoo.co.in

SCRUTINIZER'S REPORT FOR POSTAL BALLOT

To,
The Chairman
GeeCee Ventures Limited
209-210, Arcadia Building, 2nd Floor,
195, Nariman Point,
Mumbai - 400 021

Subject: The Postal Ballot process conducted between 25th February, 2019 to 26th March, 2019in respect of the agenda item specified in the Notice for approval of Special Resolution by means of Postal Ballot.

Dear Sir,

I, Nishant Jawasa, proprietor of M/s. Nishant Jawasa & Associates, Company Secretaries, Mumbai was appointed as the Scrutinizer of GeeCee Ventures Limited to conduct the postal ballot voting process conducted for obtaining approval for the resolutions specified in the Notice of Postal Ballot.

I submit my report as under:

1. As per the information provided to me, the Company on 21st February, 2019 completed the dispatch of documents by emailand Courier:
   a. Notice to the members of the Company containing the proposed resolution under Section 180, 188 and other applicable provisions of the Companies Act, 2013 along with the statement pursuant to Sections 102 and 110 of the Companies Act, 2013.
   b. Postal Ballot Form
   c. Business Reply Envelope

2. The poll papers were reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company.

3. As per the information given to me the documents referred to in (2) above were sent to the members/beneficiary holders whose names appeared on the Registers of Members/List of Beneficiaries as on 15th February, 2019.

4. As per the information available on the record and explanation given to me the Company has paid proper and due postage wherever required with reference to the above.

5. 1 (One) Postal Ballot wasrejected and vote was treated as invalid for the following reasons:
   a. Vote not casted by the member

6. As on the report date I have not received any envelopes containing Postal Ballot Forms after 5 pm on 26th March, 2019.

7. I received no postal ballot paper in defaced/mutilated condition.

GeeCee Ventures Limited Mumbai

NISHANT JAWASA & ASSOCIATES C. P. NO.6993 Company Secretaries

8. Total 27 postal ballots have been received from the shareholders which have been scrutinized by me to ascertain the assent or dissent of the shareholders and the cumulative result of the e-Voting process and the postal ballot papers received is as under:

Special Resolution:

Item no. 1: Approval for continuation of Directorship of ShriAshwin Kumar Kothari (DIN: 00033730), as the Director (CategoryChairman and Non- Executive) of the Company not liable to retire by rotation who has already attained the age of seventyfive(75) years, w.e.f April, 01 2019.

To consider and to give assent / dissent for passing the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and DisclosureRequirements) Regulations 2015, as amended on May 9, 2018 and the applicable provisions of the Companies Act, 2013, if any/Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), approval ofthe Members of the Company be and is hereby accorded for continuation of the directorship of Shri. Ashwin Kumar Kothari (DIN-00033730) Chairman and Non-Executive Director, aged 76 years, in the Company w.e.f April 1, 2019.

RESOLVED FURTHER THAT any one from Mr. GauravShyamsukha, Mr. VazhatharaVasudevanSureshKumar – Whole Time Directors,Mr. AshishRanka - Chief Financial Officer and Ms. DipyantiKanojia - Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be proper or necessary to give effect to this resolution."

RESOLVED FURTHER THAT pursuant to the Articles of Association of the Company and subject to the applicable provisions of theAct, ShriAshwin Kumar Kothari, Chairman and Non-Executive Director, shall not be subject to retirement by rotation."

i. Voted in favour of the resolution:

Number of ballot papers received	Number of votes cast	% of total number of valid votes cast
22	2322	89.83

ii. Voted against the resolution:

Number of ballot papers received	Number of votes cast	% of total number of valid votes cast
4	89	3.44

iii. Invalid Votes:

Number of Ballot Papers Received	Total number of votes cast
1	174

GeeCee Ventures Limited Mumbai

NISHANT JAWASA & ASSOCIATES C. P. NO.6993 Company Secretaries

9. The poll papers and all other relevant records has been sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,

Date: 28th March, 2019
Place: Mumbai

For Nishant Jawasa & Associates
Company Secretaries

NISHANT JAWASA & ASSOCIATES
C. P. NO.6993
Company Secretaries

Nishant Jawasa
Proprietor
M. No. FCS 6557
COPNo. 6993

Gee Cee Ventures Limited
Mumbai

Counter Signed by Mr. Harisingh Shyam Sukha.
Whole Time Director