

Goa Carbon Limited



Registered & Corporate Office:
Dempo House, Campal, Panjim - Goa - 403 001., INDIA
Tel.: +91 (0832) 2441300 Fax: +91 (0832) 2427192
E-mail: goacarbon@gmail.com Website: www.goacarbon.com
Corporate Identity Number L23109GA1967PLC000076



Company Scrip Code: 509567

Company Symbol: GOACARBON

ISIN: INE426D01013

Ref. No.: 2017/VIII/4

1st July, 2017

The General Manager Department of Corporate Services BSE Ltd., Thru' Listing Centre 25 th Floor, P. J. Towers, Dalal Street, Mumbai 400001	The Listing Department National Stock Exchange of India Ltd., Thru' NEAPS Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai 400051
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Sub: Consolidated Scrutinizer's Report & Compliance as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

This is to inform you that the 49th Annual General Meeting (49th AGM) of the Company was held on Friday, 30th June, 2017 at 10.30 a.m. at the Registered Office of the Company.

We are enclosing herewith, the copy of the Consolidated Scrutinizer's Report dated 1st July, 2017 issued by CS Sadashiv V. Shet, Practicing Company Secretary, in respect of Remote e-voting and voting at the 49th AGM through Ballot Paper.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results, in the prescribed format in respect of the resolutions for Item no. 1 to 6 as per the Notice dated 11th April, 2017 of the 49th AGM of the Company.

Please note that all the resolutions mentioned in the aforesaid Notice have been passed by the shareholders with requisite majority.

You are requested to kindly take the above on record and oblige.

Thanking you,

Yours faithfully,
For Goa Carbon Limited

P. S. Mantri
Company Secretary



Encl.: as above

Plants :

GOA : Tel.: 0832-2860363 to 68, 2860336, 2861052
Fax: 2860364 E-mail: head_works@goacarbon.com
PARADEEP : Tel: 07894462761, 09238110372
E-mail: pcvpster@gmail.com
BILASPUR : Tel.: +91 (07752) 261220, 650720 Fax: +91 (07752) 261115
E-mail: bsp@goacarbon.com.

ISO 9001:2008

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ISO 14001

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Sadashiv V. Shet

B.A., B.Com., L.L.B., F.C.S.
Company Secretary

Address: S-15, Jairam Complex, Nevginagar, Panaji- Goa, 403001
Phone: 0832-2427847, 2421237 Email: sadashivshet@gmail.com

Consolidated Scrutinizer's Report
on voting through ballot paper and through remote e-voting

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairperson for the Annual General Meeting of Equity Shareholders
Goa Carbon Limited
held on Friday, 30th June, 2017 at 10:30 a.m.
at Dempo House, Campal, Panaji-Goa 403 001

Dear Sir,

I, Sadashiv V. Shet, Practicing Company Secretary, had been appointed as a Scrutinizer for the purpose of scrutinizing the voting on the below mentioned resolutions through ballot paper at the 49th Annual General Meeting (49th AGM) of the Equity Shareholders of Goa Carbon Limited held on Friday, 30th June, 2017 at Dempo House, Campal, Panaji-Goa 403001 and through remote e-voting during the period from Tuesday, 27th June, 2017 (9:00 a.m.) to Thursday, 29th June, 2017 (5:00 p.m.) in a fair and transparent manner and for ascertaining the requisite majority on voting through ballot paper and remote e-voting carried out as per the provisions of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

I hereby submit as under:

1. The remote e-voting period remained open from Tuesday, 27th June, 2017 (9:00 a.m.) to Thursday, 29th June, 2017 (5:00 p.m.) and was disabled for voting thereafter.
2. The Shareholders holding shares as on the "cut-off" date i.e. 23rd June, 2017 were entitled to vote on the proposed resolutions contained in the notice of the 49th AGM.
3. One ballot box kept for the purpose of voting through ballot paper was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company / Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.
5. I did not find any ballot paper invalid.



6. After counting the votes cast by the shareholders present at the 49th AGM through ballot paper, the votes casted through remote e-voting were unblocked on 30th June, 2017 at around 11.30a.m. in the presence of two witnesses, Ms. Sushma Bandekar and Ms. Rakhi Malkarnekar, who are not in employment of the Company.
7. The consolidated report on the result of the voting through ballot paper and remote e-voting are as under:

Item no. 1: Ordinary Resolution

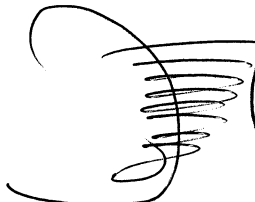
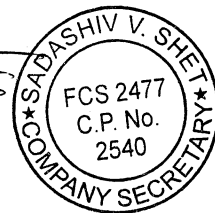
Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31st March, 2017.

Mode of Voting	Number of Shareholders voted	Number of Votes/Shares polled	Number of Votes/Shares in favour of the resolution	Number of Votes/Shares against the resolution	% of Votes/Shares - in favour	% of Votes/Shares - against	Neutral/ Abstained/ Invalid votes
		(1)	(2)	(3)	(4)=[(2)/(1)] * 100	(5)=[(3)/(1)] * 100	(6)
Remote e-voting	24	9169	9169	0	100.0000	0.0000	0
Ballot paper	38	5509194	5509194	0	100.0000	0.0000	0
Total	62	5518363	5518363	0	100.0000	0.0000	0

Item no. 2: Ordinary Resolution

Declaration of dividend for the financial year 2016-2017.

Mode of Voting	Number of Shareholders voted	Number of Votes/Shares polled	Number of Votes/Shares in favour of the resolution	Number of Votes/Shares against the resolution	% of Votes/Shares - in favour	% of Votes/Shares - against	Neutral/ Abstained / Invalid votes
		(1)	(2)	(3)	(4)=[(2)/(1)] * 100	(5)=[(3)/(1)] * 100	(6)
Remote e-voting	24	9169	9169	0	100.0000	0.0000	0
Ballot paper	38	5509194	5509194	0	100.0000	0.0000	0
Total	62	5518363	5518363	0	100.0000	0.0000	0

Item no. 3: Ordinary Resolution

Re-appointment of Mr. Shrinivas V. Dempo (DIN: 00043413) as Director, who retires by rotation.

Mode of Voting	Number of Shareholders voted	Number of Votes/Shares polled	Number of Votes/Shares in favour of the resolution	Number of Votes/Shares against the resolution	% of Votes/Shares - in favour	% of Votes/Shares - against	Neutral/ Abstained / Invalid votes
		(1)	(2)	(3)	(4)=[(2)/(1)] * 100	(5)=[(3)/(1)] * 100	(6)
Remote e-voting	24	9169	9169	0	100.0000	0.0000	0
Ballot paper	37	5113255	5113255	0	100.0000	0.0000	395939
Total	61	5122424	5122424	0	100.0000	0.0000	395939

Item no. 4: Ordinary Resolution

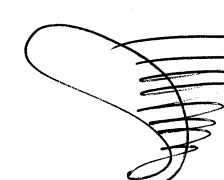
Appointment of M/s. B S R & Co. LLP, Chartered Accountants (Registration No. 101248W/W-100022) as Statutory Auditors of the Company, in place of the retiring auditors M/s. Deloitte Haskins & Sells, Chartered Accountants and to fix their remuneration.

Mode of Voting	Number of Shareholders voted	Number of Votes/Shares polled	Number of Votes/Shares in favour of the resolution	Number of Votes/Shares against the resolution	% of Votes/Shares - in favour	% of Votes/Shares - against	Neutral/ Abstained / Invalid votes
		(1)	(2)	(3)	(4)=[(2)/(1)] * 100	(5)=[(3)/(1)] * 100	(6)
Remote e-voting	24	9169	9169	0	100.0000	0.0000	0
Ballot paper	38	5509194	5509194	0	100.0000	0.0000	0
Total	62	5518363	5518363	0	100.0000	0.0000	0

Item no. 5: Special Resolution

Special Resolution under Section 196, 197, 198 of the Companies Act, 2013 for the revision in remuneration of Mr. Jagmohan J. Chhabra, Executive Director of the Company with effect from 1st April, 2017, for the remaining period of his tenure i.e. up to 31st March, 2019.

Mode of Voting	Number of Shareholders voted	Number of Votes/Shares polled	Number of Votes/Shares in favour of the resolution	Number of Votes/Shares against the resolution	% of Votes/Shares - in favour	% of Votes/Shares - against	Neutral/ Abstained / Invalid votes
		(1)	(2)	(3)	(4)=[(2)/(1)] * 100	(5)=[(3)/(1)] * 100	(6)
Remote e-voting	23	8969	8769	200	97.7701	2.2299	200
Ballot paper	38	5509194	5509194	0	100.0000	0.0000	0
Total	61	5518163	5517963	200	99.9964	0.0036	200




Item no. 6: Special Resolution

Special Resolution under Section 197 of the Companies Act, 2013 for approval of payment of Commission to Non Executive Directors of the Company from the financial year ending on 31st March, 2018.

Mode of Voting	Number of Shareholders voted	Number of Votes/Shares polled	Number of Votes/Shares in favour of the resolution	Number of Votes/Shares against the resolution	% of Votes/Shares - in favour	% of Votes/Shares - against	Neutral/ Abstained / Invalid votes
		(1)	(2)	(3)	(4)=[(2)/(1)] * 100	(5)=[(3)/(1)] * 100	(6)
Remote e-voting	23	8969	7969	1000	88.8505	11.1495	200
Ballot paper	36	5109255	5109255	0	100.0000	0.0000	399939
Total	59	5118224	5117224	1000	99.9805	0.0195	400139

The Register, all other papers and relevant records relating to remote e-voting and voting through ballot papers shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of the aforesaid 49th AGM and thereafter the same would be handed over to the Company Secretary for safe keeping.

I report that all the Resolutions have been passed by the Shareholders by the requisite majority.

Thanking you,

Yours faithfully,

(Sadashiv V. Shet)
Practicing Company Secretary
Membership No. 2477
C. P. No. 2540



Witness 1: Sushma Bandeker

2: Rakhi Malkarnekar

Date: 1st July, 2017
Place: Panaji-Goa.

Countersigned

Goa Carbon Limited



Registered & Corporate Office:

Dempo House, Campal, Panjim - Goa - 403 001., INDIA
Tel.: +91 (0832) 2441300 Fax: +91 (0832) 2427192
E-mail: goacarbon@gmail.com Website: www.goacarbon.com
Corporate Identity Number L23109GA1967PLC000076



The Details of Voting Results of the 49th Annual General Meeting

Date of the AGM: **30th June, 2017**

Total number of shareholders as on record date: **15,914**

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

Promoters and Promoter Group : **3**

Public : **37**

No. of shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group : **Not Applicable**

Public : **Not Applicable**

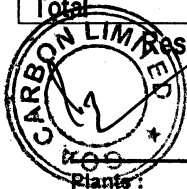
Agenda-wise disclosure:

ITEM NO. 1:

Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31st March, 2017.

Resolution required: (Ordinary/Special)					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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5499279	0	0.0000	0	0	0.0000	0.0000
	Poll*		5499279	100.0000	5499279	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5499279	100.0000	5499279	0	100.0000	0.0000
Public – Institutions	Remote e-voting	5094	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5094	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	Remote e-voting	3646679	9169	0.2514	9169	0	100.0000	0.0000
	Poll*		9915	0.2719	9915	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		3646679	0.5233	19084	0	100.0000	0.0000
Total		9151052	5518363	60.3030	5518363	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Ordinary Resolution as set out in the Item of the notice dated 11th April, 2017 has been duly passed by the members with the requisite majority.



GOA

Tel.: 0832-2860363 to 68, 2860336, 2861052
Fax: 2860364 E-mail: head_works@goacarbon.com

PARADEEP : Tel: 07894462761, 09238110372
E-mail: pcdpster@gmail.com

BILASPUR : Tel.: +91 (07752) 261220, 650720 Fax: +91 (07752) 261115
E-mail: bsp@goacarbon.com.

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ITEM NO. 2:

Declaration of dividend for the financial year 2016-2017.

Resolution required: (Ordinary/Special)					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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5499279	0	0.0000	0	0	0.0000	0.0000
	Poll*		5499279	100.0000	5499279	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5499279	5499279	100.0000	5499279	0	100.0000	0.0000
Public - Institutions	Remote e-voting	5094	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5094	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	Remote e-voting	3646679	9169	0.2514	9169	0	100.0000	0.0000
	Poll*		9915	0.2719	9915	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	3646679	19084	0.5233	19084	0	100.0000	0.0000
Total		9151052	5518363	60.3030	5518363	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Ordinary Resolution as set out in the Item of the notice dated 11th April, 2017 has been duly passed by the members with the requisite majority.

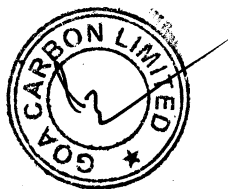


ITEM NO. 3:

Re-appointment of Mr. Shrinivas V. Dempo (DIN: 00043413) as Director, who retires by rotation.

Resolution required: (Ordinary/Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					Yes (Only Mr. Shrinivas V. Dempo is interested)			
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	Remote e-voting	5499279	0	0.0000	0	0	0.0000	0.0000
	Poll*		5103340	92.8002	5103340	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5499279	5103340	92.8002	5103340	0	100.0000	0.0000
Public - Institutions	Remote e-voting	5094	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5094	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	Remote e-voting	3646679	9169	0.2514	9169	0	100.0000	0.0000
	Poll*		9915	0.2719	9915	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	3646679	19084	0.5233	19084	0	100.0000	0.0000
Total		9151052	5122424	55.9763	5122424	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Ordinary Resolution as set out in the Item of the notice dated 11th April, 2017 has been duly passed by the members with the requisite majority.



ITEM NO. 4:

Appointment of M/s. B S R & Co. LLP, Chartered Accountants (Registration No. 101248W/W-100022) as Statutory Auditors of the Company, in place of the retiring auditors M/s. Deloitte Haskins & Sells, Chartered Accountants and to fix their remuneration.

Resolution required: (Ordinary/Special)					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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5499279	0	0.0000	0	0	0.0000	0.0000
	Poll*		5499279	100.0000	5499279	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5499279	5499279	100.0000	5499279	0	100.0000	0.0000
Public - Institutions	Remote e-voting	5094	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5094	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	Remote e-voting	3646679	9169	0.2514	9169	0	100.0000	0.0000
	Poll*		9915	0.2719	9915	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	3646679	19084	0.5233	19084	0	100.0000	0.0000
Total		9151052	5518363	60.3030	5518363	0	100.0000	0.0000

Result: On the basis of the above results, the Chairperson declared that the Ordinary Resolution as set out in the Item of the notice dated 11th April, 2017 has been duly passed by the members with the requisite majority.

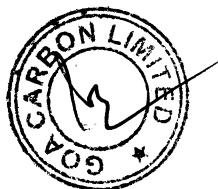


ITEM NO. 5:

Special Resolution under Section 196, 197, 198 of the Companies Act, 2013 for the revision in remuneration of Mr. Jagmohan J. Chhabra, Executive Director of the Company with effect from 1st April, 2017, for the remaining period of his tenure i.e. up to 31st March, 2019.

Resolution required: (Ordinary/Special)					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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5499279	0	0.0000	0	0	0.0000	0.0000
	Poll*		5499279	100.0000	5499279	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5499279	5499279	100.0000	5499279	0	100.0000	0.0000
Public - Institutions	Remote e-voting	5094	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5094	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	Remote e-voting	3646679	8969	0.2459	8769	200	97.7701	2.2299
	Poll*		9915	0.2719	9915	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	3646679	18884	0.5178	18684	200	98.9409	1.0591
Total		9151052	5518163	60.3009	5517963	200	99.9964	0.0036

Result: On the basis of the above results, the Chairperson declared that the Special Resolution as set out in the Item of the notice dated 11th April, 2017 has been duly passed by the members with the requisite majority.



ITEM NO. 6:

Special Resolution under Section 197 of the Companies Act, 2013 for approval of payment of Commission to Non Executive Directors of the Company from the financial year ending on 31st March, 2018.

Resolution required: (Ordinary/Special)					Special			
Whether promoter / promoter group are interested in the agenda / resolution?					Yes (Only Mr. Shrinivas V. Dempo is interested)			
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	Remote e-voting	5499279	0	0.0000	0	0	0.0000	0.0000
	Poll*		5103340	92.8002	5103340	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5499279	5103340	92.8002	5103340	0	100.0000	0.0000
Public - Institutions	Remote e-voting	5094	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5094	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	Remote e-voting	3646679	8969	0.2459	7969	1000	88.8505	11.1495
	Poll*		5915	0.1622	5915	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	3646679	14884	0.4082	13884	1000	93.2814	6.7186
Total		9151052	5118224	55.9304	5117224	1000	99.9805	0.0195

Result: On the basis of the above results, the Chairperson declared that the Special Resolution as set out in the Item of the notice dated 11th April, 2017 has been duly passed by the members with the requisite majority.

* Voting through Ballot Paper at the AGM Venue

For Goa Carbon Limited

P. S. Mantri
Company Secretary

Date: 1st July, 2017

