GOCL Corporation Limited

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CIN: L24292TG1961PLC000876

23rd September, 2016

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001
Fax: 022-22723121/2027/2041/2061/3719
Email : corp.relations@bseindia.com

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E), Mumbai- 400 051.
Fax: 022-2659 8237/38, 2659 8347/48
Email : compliance@nse.co.in, cmlist@nse.co.in

Dear Sir,

Declaration of voting results of 55th Annual General Meeting held on September 22, 2016

Ref: BSE Scrip code-506480, NSE Scrip symbol- GOCLCORP

In continuation to our letter dated 22nd August, 2016, the 55th Annual General Meeting of the Company was held on September 22, 2016 at 2.30 pm at Hyder Mahal, Hotel ITC Kakatiya, Begumpet, Hyderabad – 500016 and the business items mentioned in the AGM notice dated 4th August, 2016 were transacted.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. Report of the Scrutinizer dated September 23, 2016 pursuant to section 108 of the Companies Act, 2013 and Rules made thereunder.

This is for your information and records.

Thanking You.

Yours faithfully,
For GOCL Corporation Limited

A Satyanarayana
Company Secretary

Encl: as above

GOCL CORPORATION LIMITED

Date of the AGM	22nd September, 2016
Total number of shareholders on record date	50421
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	208
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	**Ordinary Resolution: 1. Adoption of Audited Standalone Financial Statement for the year ended 31st March 2016 and the Reports of Board of Directors and the Auditors.**							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34638487	0	0.0000	00	0	0.0000	0.0000
	Poll		34638487	100.0000	34638487	0	100.0000	0.0000
	Postal Ballot (if applicable)	Not applicable (NA)	NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	2791597	1674170	59.9718	1674170	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Non Institutions	E-Voting	12142406	2127	0.0175	2114	13	99.3888	0.6111
	Poll		170489	1.4041	170489	0	100.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	49572490	36485273	73.5998	36485260	13	100.0000	0.0000

GOCL Corporation Ltd. HYDERABAD

Resolution required: (Ordinary/ Special)	Ordinary Resolution: 2. Adoption of Audited Consolidated Financial Statement for the year ended 31st March, 2016 and the Report of the Auditors.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34638487	0	0.0000	00	0	0.0000	0.0000
	Poll		34638487	100.0000	34638487	0	100.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	2791597	1674170	59.9718	1674170	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Non Institutions	E-Voting	12142406	2127	0.0175	2114	13	99.3888	0.6111
	Poll		170489	1.4041	170479	10	99.9941	0.0058
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	49572490	36485273	73.5998	36485250	23	99.9999	0.0001

Resolution required: (Ordinary/ Special)	Ordinary Resolution: 3. Declaration of dividend for the financial year ended 31st March, 2016							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34638487	0	0.0000	00	0	0.0000	0.0000
	Poll		34638487	100.0000	34638487	0	100.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	2791597	1674170	59.9718	1674170	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Non Institutions	E-Voting	12142406	2127	0.0175	2114	13	99.3888	0.6111
	Poll		170489	1.4041	170489	0	100.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	49572490	36485273	73.5998	36485260	13	100.0000	0.0000

GOCL Corporation Ltd. HYDERABAD

Resolution required: (Ordinary/ Special)	Ordenary Resolution: 4. Re-appointment of Mr. Ajay P Hinduja as a Director liable to retire by rotation							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34638487	0	0.0000	00	0	0.0000	0.0000
	Poll		34638487	100.0000	34638487	0	100.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	2791597	1674170	59.9718	1672420	1750	99.8954	0.1045
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Non Institutions	E-Voting	12142406	2127	0.0175	2114	13	99.3888	0.6111
	Poll		170489	1.4041	170489	0	100.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	49572490	36485273	73.5998	36483510	1763	99.9952	0.0048

Resolution required: (Ordinary/ Special)	Ordinary Resolution: 5. Appointment of Auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34638487	0	0.0000	00	0	0.0000	0.0000
	Poll		34638487	100.0000	34638487	0	100.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	2791597	1674170	59.9718	1111997	562173	66.4207	33.5792
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Non Institutions	E-Voting	12142406	2127	0.0175	2114	13	99.3888	0.6111
	Poll		170489	1.4041	170489	0	100.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	49572490	36485273	73.5998	35923087	562186	98.4591	1.5409

GOCL Corporation Ltd. HYDERABAD

Resolution required: (Ordinary/ Special)	Special Resolution: 6. Issue of further capital							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34638487	0	0.0000	00	0	0.0000	0.0000
	Poll		34638487	100.0000	34638487	0	100.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	2791597	1674170	59.9718	724904	949266	43.2993	56.7006
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Non Institutions	E-Voting	12142406	2127	0.0175	2114	13	99.3888	0.6111
	Poll		170489	1.4041	170479	10	99.9941	0.0058
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	49572490	36485273	73.5998	35535984	949289	97.3982	2.6018

Resolution required: (Ordinary/ Special)	Ordinary Resolution: 7. Ratification of remuneration to the cost auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34638487	0	0.0000	00	0	0.0000	0.0000
	Poll		34638487	100.0000	34638487	0	100.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	2791597	1674170	59.9718	1674170	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Non Institutions	E-Voting	12142406	2127	0.0175	2114	13	99.3888	0.6111
	Poll		170489	1.4041	170479	10	99.9941	0.0058
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	49572490	36485273	73.5998	36485250	23	99.9999	0.0001

GOCL Corporation Ltd. HYDERABAD

Resolution required: (Ordinary/ Special)	Special Resolution: 8. Payment of Managerial remuneration							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34638487	0	0.0000	00	0	0.0000	0.0000
	Poll		34638487	100.0000	34638487	0	100.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	2791597	1674170	59.9718	904996	769174	54.0563	45.9436
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Public- Non Institutions	E-Voting	12142406	2127	0.0175	2114	13	99.3888	0.6111
	Poll		170489	1.4041	170479	10	99.9941	0.0058
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	49572490	36485273	73.5998	35716076	769197	97.8918	2.1082

Based on the Scrutinizer's Report dated 23rd September, 2016, I declare that all the resolutions as mentioned above and as given in the notice of 55th AGM of the Company have been passed with requisite majority on 22nd September, 2016.

Date: 23rd September, 2016
Place: Hyderabad

For GOCL Corporation Limited

GOCL Corporation Ltd. HYDERABAD

Subhas Pamanik
Managing Director

SCRUTINIZER'S REPORT

To,
The Chairman / Managing Director
GOCL Corporation Limited
Hyderabad

Dear Sir,

Report on the e-voting and voting by poll conducted at the Fifty Fifth Annual General Meeting ("AGM") of GOCL Corporation Limited ("Company") held on Thursday, September 22, 2016 at 2.30 P.M. at Hyder Mahal, Hotel ITC Kakatiya, Begumpet,Hyderabad-500016,Telangana.

1. As per the provision of the Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for voting through electronic means ("remote e-voting") on all the Resolution(s) contained in the notice of the AGM.

2. Mr. Adusumilli Ravi Shankar, Practicing Company Secretary and partner Ravi & Subramanyam, Company Secretaries, Hyderabad was appointed as the Scrutinizer to scrutinize the remote e-voting as well as physical voting. However due to his absence I, K.V.S. Subramanyam, (Partner of Ravi & Subramanyam, Company Secretaries) have been appointed as alternate Scrutinizer by the Board of Directors of the Company to ascertain results for the resolutions contained in the notice.

3. The management of the Company is responsible to ensure the compliance with the requirements of the Act and related Rules in respect of voting through electronic means and Poll on the Resolution(s) contained in the notice of the AGM.

4. The Company had appointed Karvy Computershare Private Limited ("Karvy"), Registrar and Share Transfer Agent of the Company, as the service provider for the purpose of extending the facility of remote e-voting to the Members of the Company. Karvy had set up electronic voting facility on its website: https://evoting.karvy.com on all items of business (both Ordinary and Special) sought to be transacted at the AGM. As mentioned in the notice, the remote e-voting facility for voting was made available to the Members during the period September 19th 2016 (10.00 A.M.) to September 21, 2016 (5.00 P.M.)

5. The votes cast through remote e-voting were unblocked on September 22, 2016 at 4:34 p.m. in the presence of two witnesses Mr. Vikas and Mr. Vineel, who are not in the employment of the Company.

6. At the venue of the AGM, the physical ballot forms were provided to the Members and Proxies to enable them to exercise their voting rights on all the Resolutions contained in the AGM notice.

GOCL Corporation Ltd. HYDERABAD

H.No. 5-9-22/71/B, MCH No. 250, Opp to Darpan Boutique, Adarsh Nagar, Near Birla Mandir, Hyderabad - 500 063.
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E-mail : mail@rsfcs.com / finance@rsfcs.com

7. After the conclusion of AGM, the ballot box kept for the purpose of casting votes was unlocked in my presence along with two witnesses. The ballot papers were reconciled with the records maintained by Karvy, Registrar and Transfer Agent of the Company and the authorizations / proxies lodged with the Company.

8. The ballot papers which were incomplete and/or which were otherwise found to be defective have been treated as invalid and kept separately.

9. Based on the reports generated from the remote e-voting system provided by Karvy and votes casted at the AGM, We hereby submit the results of the remote e-voting and physical Voting as Annexure A.

For Ravi & Subramanyam
Company Secretaries

(K.V.S. Subramanyam)
Partner
FCS No. 5400
C.P No: 4815

Place : Hyderabad
Date : 23.09.2016

Enc: Annexure

For GOCL Corporation Limited

Subhas Pramanik
Managing Director

GOCL Corporation Ltd. HYDERABAD

Annexure - A

Item No. 1 – Adoption of Standalone Financial Statements for the financial year ended March 31, 2016 along with reports of Board of Directors and Auditors thereon

Mode	Total Ballot Received	Total Votes Polled	Votes less Casted	Invalid / Abstained			Valid			Favour			Against		
				Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
E-Voting	33	1676297	0	0	0	0.0000	33	1676297	100.00	29	1676284	99.9992	4	13	0.0008
Physical	105	34808976	0	0	0	0.0000	105	34808976	100.00	105	34808976	100.0000	0	0	0.0000
Total	138	36485273	0	0	0	0.0000	138	36485273	100.00	134	36485260	100.00	4	13	0.0000

Item No. 2 – Adoption of Consolidated Financial Statements for the financial year ended March 31, 2016 along with reports of Board of Directors and Auditors thereon

Mode	Total Ballot Received	Total Votes	Votes less Casted	Invalid / Abstained			Valid			Favour			Against		
				Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
E-Voting	33	1676297	0	0	0	0.0000	33	1676297	100.00	29	1676284	99.9992	4	13	0.0008
Physical	105	34808976	0	0	0	0.0000	105	34808976	100.00	104	34808966	100.0000	1	10	0.0000
Total	138	36485273	0	0	0	0.0000	138	36485273	100.00	133	36485250	99.9999	5	23	0.0001

Item No. 3 – Declaration of Dividend on Equity Shares

Mode	Total Ballot Received	Total Votes	Votes less Casted	Invalid / Abstained			Valid			Favour			Against		
				Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
E-Voting	33	1676297	0	0	0	0.0000	33	1676297	100.00	29	1676284	99.9992	4	13	0.0008
Physical	105	34808976	0	0	0	0.0000	105	34808976	100.00	105	34808976	100.0000	0	0	0.0000
Total	138	36485273	0	0	0	0.0000	138	36485273	100.00	134	36485260	100.0000	4	13	0.0000

Item No. 4 –Re-appointment of Mr.Ajay P Hinduja (DIN:00642192) as a Director liable to retire by rotation

Mode	Total Ballot Received	Total Votes	Votes less Casted	Invalid / Abstained			Valid			Favour			Against		
				Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
E-Voting	33	1676297	0	0	0	0.0000	33	1676297	100.00	28	1674534	99.8948	5	1763	0.0011
Physical	105	34808976	0	0	0	0.0000	105	34808976	100.00	105	34808976	100.0000	0	0	0.0000
Total	138	36485273	0	0	0	0.0000	138	36485273	100.00	133	36483510	99.9952	5	1763	0.0048

GOCL Corporation Ltd. HYDERABAD

Item No. 5 – Appointment of M/s.Deloitte Haskins & Sells,Chartered Accountants,Secunderabad as Auditors of the Company and to fix their remuneration

Mode	Total Ballot Received	Total Votes	Votes less Casted	Invalid / Abstained			Valid			Favour			Against		
				Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
E-Voting	33	1676297	0	0	0	0.0000	33	1676297	100.00	27	1114111	66.4626	6	562186	33.5374
Physical	105	34808976	0	0	0	0.0000	105	34808976	100.00	105	34808976	100.0000	0	0	0.0000
Total	138	36485273	0	0	0	0.0000	138	36485273	100.00	132	35923087	98.4591	6	562186	1.5409

Item No. 6 – Issue of Further Capital

Mode	Total Ballot Received	Total Votes	Votes less Casted	Invalid / Abstained			Valid			Favour			Against		
				Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
E-Voting	33	1676297	0	0	0	0.0000	33	1676297	100.00	20	727018	43.3705	13	949279	56.6295
Physical	105	34808976	0	0	0	0.0000	105	34808976	100.00	104	34808966	100.0000	1	10	0.0000
Total	138	36485273	0	0	0	0.0000	138	36485273	100.00	124	35535984	97.3982	14	949289	2.6018

Item No. 7 – Ratification of Remuneration to the Cost Auditors

Mode	Total Ballot Received	Total Votes	Votes less Casted	Invalid / Abstained			Valid			Favour			Against		
				Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
E-Voting	33	1676297	0	0	0	0.0000	33	1676297	100.00	29	1676284	99.9992	4	13	0.0008
Physical	105	34808976	0	0	0	0.0000	105	34808976	100.00	104	34808966	100.0000	1	10	0.0000
Total	138	36485273	0	0	0	0.0000	138	36485273	100.00	133	36485250	99.9999	5	23	0.0001

Item No. 8 –Payment of Managerial Remuneration

Mode	Total Ballot Received	Total Votes	Votes less Casted	Invalid / Abstained			Valid			Favour			Against		
				Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	%
E-Voting	33	1676297	0	0	0	0.0000	33	1676297	100.00	21	907110	54.1139	12	769187	45.8861
Physical	105	34808976	0	0	0	0.0000	105	34808976	100.00	104	34808966	100.0000	1	10	0.0000
Total	138	36485273	0	0	0	0.0000	138	36485273	100.00	125	35716076	97.8918	13	769197	2.1082

Note:

Out of the total No of against ballots under E-voting 1 (One) of the Member has voted in favor for the part of his Shares held, hence have not been considered in the Column for Against No of Ballots.

GOCL Corporation Ltd. HYDERABAD