

# gokaldas exports ltd

GEL/SEC/2025-26/27

July 26, 2025

**BSE Limited**  
**Phiroze Jeejeebhoy Towers**  
**25<sup>th</sup> Floor, Dalal Street,**  
**Mumbai – 400 001**

**National Stock Exchange of India Limited**  
**The Exchange Plaza**  
**Bandra-Kurla Complex, Bandra (E),**  
**Mumbai – 400 051**

**Scrip Code - 532630**

**Scrip Code: GOKEX**

Dear Sir / Madam,

**Sub: Voting Results and Scrutinizer's Report -Postal Ballot**

In continuation to our letter dated June 23, 2025 relating to notice of postal ballot and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Scrutinizer's Report and voting Results of the Postal Ballot.

We would like to inform that the resolutions proposed in the postal ballot notice have been approved by the shareholders with requisite majority.

The voting results along with the Scrutinizer report is also made available on the website of the Company at [www.gokaldasexports.com](http://www.gokaldasexports.com).

This is for your information and records.

Thanking you,

Yours truly,  
**For Gokaldas Exports Limited**

**Gourish Hegde**  
**Company Secretary & Compliance Officer**

Encl: as above



Regd. Office : # 25, 2nd Cross, 3rd Main,  
Industrial Suburb, Yeshwanthpur, Bangalore 560 022.  
Tel : +91 80 68951000, Fax : +91 80 68951001  
E-Mail : info@gokaldasexports.com CIN : L18101KA2004PLC033475



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<b>Voting results</b>	
Record date	20-06-2025
Total number of shareholders on record date	62226
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of 'GEL Employee Stock Option Plan 2025' ("ESOP 2025"/"Plan")				
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	6705348	6455957	96.2807	6455957	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6705348	6455957	96.2807	6455957	0	100
Public- Institutions	E-Voting	45406512	41599129	91.6149	34113492	7485637	82.0053	17.9947
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		45406512	41599129	91.6149	34113492	7485637	82.0053
Public- Non Institutions	E-Voting	20985768	10173392	48.4776	10168673	4719	99.9536	0.0464
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		20985768	10173392	48.4776	10168673	4719	99.9536
Total		73097628	58228478	79.6585	50738122	7490356	87.1363	12.8637
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of grant of Employee Stock Options to the eligible employees of the subsidiary company(ies) of the Company under 'GEL Employee Stock Option Plan 2025' ("ESOP 2025"/"Plan")				
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	6705348	6455957	96.2807	6455957	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6705348	6455957	96.2807	6455957	0	100
Public- Institutions	E-Voting	45406512	41599129	91.6149	34433434	7165695	82.7744	17.2256
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		45406512	41599129	91.6149	34433434	7165695	82.7744
Public- Non Institutions	E-Voting	20985768	10173392	48.4776	10168353	5039	99.9505	0.0495
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		20985768	10173392	48.4776	10168353	5039	99.9505
Total		73097628	58228478	79.6585	51057744	7170734	87.6852	12.3148
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





**Nagendra D. Rao**, B.Com., LL.B., F.C.S.  
Practising Company Secretary

July 26, 2025

**To,**  
The Chairman,  
Gokaldas Exports Limited,  
No. 25, Second Cross, Third Main,  
Industrial Suburb, Yeshwantpura,  
Bengaluru – 560 022.

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot conducted pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.**

I, Nagendra D. Rao, Practising Company Secretary have been appointed as the Scrutinizer by the Board of Directors of Gokaldas Exports Limited (the Company) vide their Board Resolution dated May 21, 2025 to conduct the Postal Ballot process in respect of the following Resolution as circulated (more detailed) in the Postal Ballot Notice dated May 21, 2025.

Sr. No.	Particulars	Nature of Resolution(s)
1	Approval of 'GEL Employee Stock Option Plan 2025' ("ESOP 2025"/ "Plan").	Special Resolution
2	Approval of grant of Employee Stock Options to the eligible employees of the subsidiary company(ies) of the company under 'GEL Employee Stock Option Plan 2025' ("ESOP 2025"/ "Plan")	Special Resolution

Pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read together with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, ("the Rules"), (including any statutory modification or re-enactment thereof for the time being in force) read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024 issued by Securities and Exchange Board of India ("SEBI") and other applicable provisions of the Act, rules, circulars and notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time) and other applicable provisions of the Act, rules, circulars and notifications issued thereunder, Secretarial Standard-2 on General Meetings (SS-2), via Postal Ballot only through remote E-voting (Voting through Electronic means) for the above said resolutions.



Accordingly, the company has made arrangement with the system provider viz, KFin Technologies Limited for providing a system of recording votes of the shareholders electronically through e-voting. Necessary Instructions in this regard to be followed by the Shareholders have also been duly mentioned in the Postal Ballot Notice dated May 21, 2025. Pursuant to the MCA Circulars and the Circulars issued by SEBI the Postal Ballot Notice has been sent to the shareholders by email on Monday, June 23, 2025 to their registered e-mail id's who have registered their email addresses with their Depositories/ Depository Participant/the Company's Registrar and Share Transfer Agent, KFin Technologies Limited.

Total shareholders of the Company as on the cut-off date i.e., on Friday, June 20, 2025 were **62,226 (Sixty-Two Thousand Two Hundred and Twenty-Six)** only.

Pursuant to Rule 22 (3) of the Companies (Management and Administration) Rules, 2014 and Regulation 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, an advertisement was published by the Company in English Language in 'Financial Express' Newspaper and Kannada language in 'Prajavani' Newspaper on June 24, 2025, informing about the completion of dispatch of the postal ballot notice through email along with the details of activities with respect to Postal Ballot Notice.

The e-voting period commenced at 9.00 a.m. (IST) on Wednesday, June 25, 2025 and ended on Thursday, July 24, 2025 at 5.00 p.m. (IST).

All votes cast electronically through <https://evoting.kfintech.com> up to 5.00 p.m. on Thursday, July 24, 2025 being the last date and time fixed for voting, were considered for my scrutiny.

I have received a complete record of votes cast by electronic mode through <https://evoting.kfintech.com> from KFIN Technologies Limited, the agency for providing e-voting facility to the Shareholders of the Company.

In respect of the above-mentioned resolutions, I hereby submit my report on the total votes cast electronically as detailed hereunder:

**I. Resolution No. 1: Approval of 'GEL Employee Stock Option Plan 2025' ("ESOP 2025"/ "Plan"):**

Type of Resolution: **Special Resolution.**

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
504	5,07,38,122	87.14%



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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
103	74,90,356	12.86%

**(iii) Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	

Please note: 4 Shareholders have voted for as well as against the Resolution. Voting has been considered accordingly. No. of Count of Shareholder however has been taken as 1 only.

**Result - Resolution No. 1:**

As the Number of votes cast in favour of the Special Resolution is **5,07,38,122 (Five Crore Seven Lakhs Thirty-Eight Thousand One Hundred and Twenty- Two) only ( i.e. 87.14%)** is more than 3 times the number of votes cast against which is **74,90,356 ( Seventy-Four Lakhs Ninety Thousand Three Hundred and Fifty- Six) only (i.e. 12.86 %)**, I report that the Special Resolution as set out in the Notice of Postal Ballot dated May 21, 2025, under section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 **has been passed by the Shareholders** with requisite majority.

**II. Resolution No. 2: Approval of grant of Employee Stock Options to the eligible employees of the subsidiary company(ies) of the company under 'GEL Employee Stock Option Plan 2025' ("ESOP 2025"/ "Plan"):**

Type of Resolution: **Special Resolution.**

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
504	5,10,57,744	87.69%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
103	71,70,734	12.31%



**(iii) Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	

Please note: 4 Shareholders have voted for as well as against the Resolution. Voting has been considered accordingly. No. of Count of Shareholder however has been taken as 1 only.

**Result - Resolution No. 2:**

As the Number of votes cast in favour of the Special Resolution is **5,10,57,744 (Five Crore Ten Lakhs Fifty-Seven Thousand Seven Hundred and Forty-Four) only ( i.e. 87.69 %)** is more than 3 times the number of votes cast against which is **71,70,734 ( Seventy One Lakhs Seventy Thousand Seven Hundred and Thirty-Four) only (i.e. 12.31%)**, I report that the Special Resolution as set out in the Notice of Postal Ballot dated May 21, 2025, under section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 **has been passed by the Shareholders** with requisite majority.



Nagendra D. Rao  
Practicing Company Secretary  
Membership No. FCS – 5553  
Certificate of Practice – 7731  
Peer Reviewed Unit  
Peer Review Certificate No.: 672/2020  
UDIN: F005553G000867216