

November 2, 2019

Manager, DCS
The Bombay Stock Exchange Ltd.
Phirozejeejeebhoy Towers,
Dalal Street,
Mumbai
Ref: Scrip Code: - 530655

The Manager
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
BandraKurla Complex,
Bandra (E), Mumbai – 400 051
Scrip Code: - GOODLUCK

Sub: Proceedings of Court Convened Meetings of the Equity Shareholders, Secured Creditors and unsecured creditors of Goodluck India Limited convened under the supervision of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, the Company viz. Goodluck India Limited, hereby furnishes the proceedings of the Court Convened Meetings of the Equity Shareholders, Secured Creditors and Unsecured Creditors of Goodluck India Limited convened today on 2nd November, 2019 at 10:00 am, 12:30 pm and 2:30 pm respectively, under the supervision of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi, to consider, and, if thought fit, to approve with or without modification(s), the Scheme of Amalgamation of Swachh Industries Limited ("Transferor Company") with Goodluck India Limited ("Transferee Company").

The Shareholders were given the option to cast votes through remote e-voting which was conducted during the period from Wednesday, 30th October, 2019 at 9:00 A.M. and ends on Friday, 1st November, 2019 at 5:00 P.M. The facility for voting through polling paper was also made available at the venue for those who did not cast their vote through remote e-voting.

Kindly acknowledge receipt.

Thanking You

For GOODLUCK INDIA LIMITED

COMPANY SECRETARY

Encls: as above



PROCEEDINGS OF THE COURT CONVENED MEETING OF THE SHAREHOLDERS OF THE COMPANY CONVENED ON 2ND NOVEMBER, 2019 AT 10:00 A.M. JP HOTEL & RESORTS, 6B, PATPARGANJ, I.P. EXTENSION, NH-24, BEHIND CNG PETROL PUMP, DELHI-110 092

Date of the Meeting: **2nd November 2019**

Total number of shareholders on Record Date i.e. 26th October, 2019: 11488

No. of Shareholders present in the meeting either in person or through proxy/Authorised Representative: 144

No. of Shareholders attended the meeting through Video Conferencing: Not Applicable

Directors Present: 3

Chairperson, Representatives of the Lawyers and Officers took the chair.

Ms. Deepa Krishan, Chairperson, informed that the Meeting was convened pursuant to the order of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi (NCL T) dated 21st August, 2019 in the matter of Scheme of Amalgamation of Swachh Industries Limited ("Transferor Companies") with Goodluck India Limited ("Transferee Company").

Ms. Deepa Krishan further informed that vide the said Order, the NCLT had appointed her as chairperson to preside over the Meetings. Whereas Mr. Prabhu Singh was appointed as Alternate Chairperson and Ms. Reema Chopra as the Scrutinizer for the aforesaid meetings.

The Hon'ble Tribunal vide its order dated 21st August, 2019, fixed the quorum for the meeting of Shareholders as minimum 200 persons in number and 90% of total value. Since the Shareholders present in the meeting did not satisfy the quorum, the meeting was adjourned for half an hour in terms of the aforesaid Order. The meeting was re-convened at 10.30 A.M. after the aforesaid adjournment. In terms of the Order of this Hon'ble Tribunal, the persons present in the re-convened meeting were treated as the proper quorum.

The Chairperson declared the Meeting open at 10:30 am.

The Notice of the Meeting, the Explanatory Statement along with the Scheme of Amalgamation had already been despatched to all the Members. With the consent of the Members, the Notice convening the Meeting was taken as read.

The Chairperson then briefed the Members on the rationale of the Scheme.

The following Resolution set out in the Notice convening the Meeting was put up to the Members for voting:-

"Resolved that pursuant to the provisions of sections 230 & 232 of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the National Company Law



Regd. Office : 509, Arunachal Building, Barakhamba Road, Connaught Place, New Delhi-110001 (INDIA)

CIN : L74899DL1986PLC050910 | **Website :** www.goodluckindia.com | **Email :** goodluck@goodluckindia.com

Works : A-42 & 45, Industrial Area, Sikandrabad - 203205 Distt. Bulandshahr (U.P.)

Tribunal Rules, 2016, and other applicable provisions, if any, and subject to the approval of the Hon'ble National Company Law Tribunal and/or other competent authorities, if any, consent of the meeting be and is hereby given for the proposed Amalgamation of Swachh Industries Ltd with Goodluck India Ltd and other connected matters.

Resolved further that the salient features/terms and conditions of the amalgamation, as set out in the draft Scheme of Amalgamation placed before the meeting, which, inter-alia, include the following:

- i. All assets and liabilities including Income Tax and all other statutory liabilities, if any, of the Transferor Company will be transferred to and vest in the Transferee Company.
- ii. All the employees of the Transferor Company in service on the Effective Date, if any, shall become the employees of the Transferee Company on and from such date without any break or interruption in service and upon terms and conditions not less favorable than those subsisting in the Transferor Company on the said date.
- iii. Appointed Date for Amalgamation will be 1st April, 2019, or such other date, as the Hon'ble National Company Law Tribunal or any other competent authority may approve.
- iv. Since the Transferor Company is a wholly owned subsidiary of the Transferee Company, no new share will be issued by the Transferee Company pursuant to the Scheme of Amalgamation.
- v. BSE Ltd will act as the Designated Stock Exchange for the purposes of this Scheme.

be and are hereby approved in specific.

Resolved further that subject to the approval of the Hon'ble National Company Law Tribunal and other competent authorities, if any, the Scheme of Amalgamation of Swachh Industries Ltd with Goodluck India Ltd, as placed in the meeting, be and is hereby approved.

Resolved further that the Board of Directors of the Company be and is hereby authorized to take necessary steps to obtain necessary approval(s) for the aforesaid Scheme and for effective implementation of the same, including but not limited to, to agree to such conditions or modifications (including the appointed date(s), etc.,) that may be imposed, required or suggested by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi and/or any other authorities or that may otherwise be deemed fit or proper by the Board and to do all other acts, deeds or things which may be ancillary or incidental to the above mentioned matter or which may otherwise be required for the aforesaid Scheme of Amalgamation."

The Members entitled to cast their vote (i.e. persons who were Members on 26th October, 2019 being the cut-off date) were given the option to cast votes by way of electronic means conducted during the period from Wednesday, 30th October, 2019 at 9:00 A.M. and ends on Friday, 1st November, 2019 at 5:00 P.M. The facility for voting through polling paper was also made available for those who did not cast their vote through remote e-voting.

The Members were informed that the Scrutinizer will submit his report to the Chairperson or the Alternate Chairperson (as the case may be) after completion of the scrutiny of the e-votes and the polling / ballot paper submitted by the equity shareholders.



The results of the voting on the resolutions set out in the notice shall be endeavored to be announced on the date of Meeting itself or within due course of time. The results of the voting along with the Scrutinizer's Report shall be displayed on the website of the Company, www.goodluckindia.com and NSDL's website, besides being on the websites of stock exchanges where the equity shares of the Company are listed, namely, the National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com)

The Chairperson concluded the Meeting and thanked the shareholders and others for attending & Participating at the Meeting.

For GOODLUCK INDIA LIMITED

COMPANY SECRETARY



**PROCEEDINGS OF THE COURT CONVENED MEETING OF THE SECURED CREDITORS OF THE COMPANY
CONVENED ON 2ND NOVEMBER, 2019 AT 12:30 P.M. AT JP HOTEL & RESORTS, 6B, PATPARGANJ, I.P.
EXTENSION, NH-24, BEHIND CNG PETROL PUMP, DELHI-110 092**

Chairperson, Representatives of the Lawyers and Officers took the chair.

MsDeepaKrishan, Chairperson, informed that the Meeting was convened pursuant to the order of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi (NCLT) dated 21st August, 2019 in the matter of Scheme of Amalgamation of Swachh Industries Limited ("Transferor Companies") with Goodluck India Limited ("Transferee Company").

In terms of the Court Order, the requisite quorum of 7 in no. (or 90% in value) not being present, the Meeting was adjourned for half an hour and thereafter the person present were deemed to constitute the quorum.

MsDeepaKrishan, Chairperson, informed that the Meeting was convened pursuant to the order of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi (NCLT) dated 21st August, 2019 in the matter of Scheme of Amalgamation of Swachh Industries Limited ("Transferor Companies") with Goodluck India Limited ("Transferee Company").

Ms. DeepaKrishan further informed that vide the said Order, the NCLT had appointed her as Chairperson to preside over the Meetings. Whereas Mr. Prabhu Singh was appointed as Alternate Chairperson and Ms Reema Chopra as the Scrutinizer for the aforesaid meetings.

The Hon'ble Tribunal vide its Order dated 21st August, 2019, fixed the quorum for the meeting of Unsecured Creditors as minimum 7 persons in number or 90% in value. Since the Secured Creditors present in the meeting did not satisfy the quorum, the meeting was adjourned for half an hour in terms of the aforesaid Order. The meeting was re-convened at 1.00 P.M. after the aforesaid adjournment. In terms of the Order of this Hon'ble Tribunal, the persons present in the re-convened meeting were treated as the proper quorum.

The Chairperson declared the Meeting open at 1:00 P.M.

The Notice of the Meeting, the Explanatory Statement along with the Scheme of Amalgamation had already been dispatched/ emailed to all the Secured Creditors. With the consent of the Creditors, the Notice convening the Meeting was taken as read.

The Chairperson then briefed the Members on the rationale of the Scheme.

The following Resolution set out in the Notice convening the Meeting was put up to the Members for voting:-

"Resolved that pursuant to the provisions of sections 230 & 232 of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the National Company Law



**PROCEEDINGS OF THE COURT CONVENED MEETING OF THE SECURED CREDITORS OF THE COMPANY
CONVENED ON 2ND NOVEMBER, 2019 AT 12:30 P.M. AT JP HOTEL & RESORTS, 6B, PATPARGANJ, I.P.
EXTENSION, NH-24, BEHIND CNG PETROL PUMP, DELHI-110 092**

Chairperson, Representatives of the Lawyers and Officers took the chair.

MsDeepaKrishan, Chairperson, informed that the Meeting was convened pursuant to the order of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi (NCLT) dated 21st August, 2019 in the matter of Scheme of Amalgamation of Swachh Industries Limited ("Transferor Companies") with Goodluck India Limited ("Transferee Company").

In terms of the Court Order, the requisite quorum of 7 in no. (or 90% in value) not being present, the Meeting was adjourned for half an hour and thereafter the person present were deemed to constitute the quorum.

MsDeepaKrishan, Chairperson, informed that the Meeting was convened pursuant to the order of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi (NCLT) dated 21st August, 2019 in the matter of Scheme of Amalgamation of Swachh Industries Limited ("Transferor Companies") with Goodluck India Limited ("Transferee Company").

Ms. DeepaKrishan further informed that vide the said Order, the NCLT had appointed her as Chairperson to preside over the Meetings. Whereas Mr. Prabhu Singh was appointed as Alternate Chairperson and MsReema Chopra as the Scrutinizer for the aforesaid meetings.

The Hon'ble Tribunal vide its Order dated 21st August, 2019, fixed the quorum for the meeting of Unsecured Creditors as minimum 7 persons in number or 90% in value. Since the Secured Creditors present in the meeting did not satisfy the quorum, the meeting was adjourned for half an hour in terms of the aforesaid Order. The meeting was re-convened at 1.00 P.M. after the aforesaid adjournment. In terms of the Order of this Hon'ble Tribunal, the persons present in the re-convened meeting were treated as the proper quorum.

The Chairperson declared the Meeting open at 1:00 P.M.

The Notice of the Meeting, the Explanatory Statement along with the Scheme of Amalgamation had already been dispatched/ emailed to all the Secured Creditors. With the consent of the Creditors, the Notice convening the Meeting was taken as read.

The Chairperson then briefed the Members on the rationale of the Scheme.

The following Resolution set out in the Notice convening the Meeting was put up to the Members for voting:-

"Resolved that pursuant to the provisions of sections 230&232 of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the National Company Law



Tribunal Rules, 2016, and other applicable provisions, if any, and subject to the approval of the Hon'ble National Company Law Tribunal and/or other competent authorities, if any, consent of the meeting be and is hereby given for the proposed Amalgamation of Swachh Industries Ltd with Goodluck India Ltd and other connected matters.

Resolved further that the salient features/terms and conditions of the amalgamation, as set out in the draft Scheme of Amalgamation placed before the meeting, which, inter-alia, include the following:

- i. All assets and liabilities including Income Tax and all other statutory liabilities, if any, of the Transferor Company will be transferred to and vest in the Transferee Company.
- ii. All the employees of the Transferor Company in service on the Effective Date, if any, shall become the employees of the Transferee Company on and from such date without any break or interruption in service and upon terms and conditions not less favorable than those subsisting in the Transferor Company on the said date.
- iii. Appointed Date for Amalgamation will be 1st April, 2019, or such other date, as the Hon'ble National Company Law Tribunal or any other competent authority may approve.
- iv. Since the Transferor Company is a wholly owned subsidiary of the Transferee Company, no new share will be issued by the Transferee Company pursuant to the Scheme of Amalgamation.
- v. BSE Ltd will act as the Designated Stock Exchange for the purposes of this Scheme.

be and are hereby approved in specific.

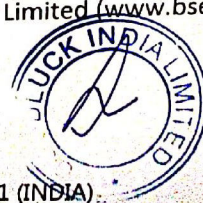
Resolved further that subject to the approval of the Hon'ble National Company Law Tribunal and other competent authorities, if any, the Scheme of Amalgamation of Swachh Industries Ltd with Goodluck India Ltd, as placed in the meeting, be and is hereby approved.

Resolved further that the Board of Directors of the Company be and is hereby authorized to take necessary steps to obtain necessary approval(s) for the aforesaid Scheme and for effective implementation of the same, including but not limited to, to agree to such conditions or modifications (including the appointed date(s), etc.,) that may be imposed, required or suggested by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi and/or any other authorities or that may otherwise be deemed fit or proper by the Board and to do all other acts, deeds or things which may be ancillary or incidental to the above mentioned matter or which may otherwise be required for the aforesaid Scheme of Amalgamation."

The facility for voting through polling paper was made available at the venue of the Meeting.

The Secured Creditors were informed that the Scrutinizer will submit his report to the Chairperson or the Alternate Chairperson (as the case may be) after completion of the scrutiny of the polling / ballot paper submitted by the Secured Creditors.

The results of the voting on the Resolution set out in the notice shall be endeavoured to be announced on the date of Meeting itself or latest by 5th November, 2019. The Results of the voting along with the Scrutinizer's Report shall be displayed on the website of the Company, www.goodluckindia.com besides being on the websites of stock exchanges where the equity shares of the Company are listed, namely, the National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com)





Goodluck India Limited

(Formerly GOOD LUCK STEEL TUBES LIMITED)

Corp. Office : "GOODLUCK HOUSE" Nehru Nagar,

Ambedkar Road, Ghaziabad-201001 U.P. (INDIA)

Ph.: 91-120-4196600, 4196700, Fax : 91-120-4196666, 4196777

The Chairperson concluded the Meeting and thanked the Secured Creditors and others for attending & participating at the Meeting.

For GOODLUCK INDIA LIMITED

COMPANY SECRETARY



**PROCEEDINGS OF THE COURT CONVENED MEETING OF THE UNSECURED CREDITORS OF THE COMPANY
CONVENED ON 2ND NOVEMBER, 2019 AT 2:30 P.M. AT JP HOTEL & RESORTS, 6B, PATPARGANJ, I.P.
EXTENSION, NH-24, BEHIND CNG PETROL PUMP, DELHI-110 092**

Chairperson, Representatives of the Lawyers and Officers took the chair.

MsDeepaKrishan, Chairperson, informed that the Meeting was convened pursuant to the order of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi (NCL T) dated 21st August, 2019 in the matter of Scheme of Amalgamation of Swachh Industries Limited ("Transferor Companies") with Goodluck India Limited ("Transferee Company").

In terms of the Court Order, the requisite quorum of 100 in no. (or 90% in value) not being present, the Meeting was adjourned for half an hour and thereafter the persons present were deemed to constitute the quorum.

MsDeepaKrishan, Chairperson, informed that the Meeting was convened pursuant to the order of the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi (NCL T) dated 21st August, 2019 in the matter of Scheme of Amalgamation of Swachh Industries Limited ("Transferor Companies") with Goodluck India Limited ("Transferee Company").

Ms. DeepaKrishan further informed that vide the said Order, the NCLT had appointed her as chairperson to preside over the Meetings. Whereas Mr. Prabhu Singh was appointed as Alternate Chairperson and MsReema Chopra as the Scrutinizer for the aforesaid meetings.

That the Hon'ble Tribunal vide its Order dated 21st August, 2019, fixed the quorum for the meeting of Secured Creditors as minimum 7 persons in number or 90% in value. The Secured Creditors present in the meeting duly satisfied the requirement of quorum fixed by this Hon'ble Tribunal, in number terms.

The Chairperson declared the Meeting open at 2:30 pm.

The Notice of the Meeting, the Explanatory Statement along with the Scheme of Amalgamation had already been despatched/ emailed to all the Unsecured Creditors. With the consent of the Creditors, the Notice convening the Meeting was taken as read.

The Chairperson then briefed the Members on the rationale of the Scheme.

The following Resolution set out in the Notice convening the Meeting was put up to the Members for voting:-



"Resolved that pursuant to the provisions of sections 230&232 of the Companies Act, 2013, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the National Company Law Tribunal Rules, 2016, and other applicable provisions, if any, and subject to the approval of the Hon'ble National Company Law Tribunal and/or other competent authorities, if any, consent of the meeting be and is hereby given for the proposed Amalgamation of Swachh Industries Ltd with Goodluck India Ltd and other connected matters.

Resolved further that the salient features/terms and conditions of the amalgamation, as set out in the draft Scheme of Amalgamation placed before the meeting, which, inter-alia, include the following:

- i. All assets and liabilities including Income Tax and all other statutory liabilities, if any, of the Transferor Company will be transferred to and vest in the Transferee Company.
- ii. All the employees of the Transferor Company in service on the Effective Date, if any, shall become the employees of the Transferee Company on and from such date without any break or interruption in service and upon terms and conditions not less favorable than those subsisting in the Transferor Company on the said date.
- iii. Appointed Date for Amalgamation will be 1st April, 2019, or such other date, as the Hon'ble National Company Law Tribunal or any other competent authority may approve.
- iv. Since the Transferor Company is a wholly owned subsidiary of the Transferee Company, no new share will be issued by the Transferee Company pursuant to the Scheme of Amalgamation.
- v. BSE Ltd will act as the Designated Stock Exchange for the purposes of this Scheme.

be and are hereby approved in specific.

Resolved further that subject to the approval of the Hon'ble National Company Law Tribunal and other competent authorities, if any, the Scheme of Amalgamation of Swachh Industries Ltd with Goodluck India Ltd, as placed in the meeting, be and is hereby approved.

Resolved further that the Board of Directors of the Company be and is hereby authorized to take necessary steps to obtain necessary approval(s) for the aforesaid Scheme and for effective implementation of the same, including but not limited to, to agree to such conditions or modifications (including the appointed date(s), etc.,) that may be imposed, required or suggested by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi and/or any other authorities or that may otherwise be deemed fit or proper by the Board and to do all other acts, deeds or things which may be ancillary or incidental to the above mentioned matter or which may otherwise be required for the aforesaid Scheme of Amalgamation."

The facility for voting through polling paper was made available at the venue of the Meeting.
The Unsecured Creditors were informed that the Scrutinizer will submit his report to the Chairperson or the Alternate Chairperson (as the case may be) after completion of the scrutiny of the polling / ballot paper submitted by the Unsecured Creditors.





Goodluck India Limited

(Formerly GOOD LUCK STEEL TUBES LIMITED)

Corp. Office : "GOODLUCK HOUSE" Nehru Nagar,
Ambedkar Road, Ghaziabad-201001 U.P. (INDIA)

Ph.: 91-120-4196600, 4196700, Fax : 91-120-4196666, 4196777

The results of the voting on the Resolution set out in the notice shall be endeavoured to be announced on the date of Meeting itself or within due course of time. The Results of the voting along with the Scrutinizer's Report shall be displayed on the website of the Company, www.goodluckindia.com besides being on the websites of stock exchanges where the equity shares of the Company are listed, namely, the National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com).

The Chairperson concluded the Meeting and thanked the Unsecured Creditors and others for attending & participating at the Meeting.

For GOODLUCK INDIA LIMITED

COMPANY SECRETARY

