

gokaldas exports Ltd

GEL/SEC/2015-16

28th September, 2016

Bombay Stock Exchange Limited
Floor 25, P.J Towers,
Dalal Street,
MUMBAI - 400 001

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

SCRIP CODE: 532630

GOKEX

Dear Sir,

Sub: Gist of the proceedings of the Annual General Meeting held on 26th September, 2016

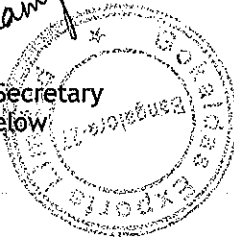
We are hereby enclosing a gist of proceedings of the 13th Annual General Meeting of the Company held on Monday, September 26th, 2016 at 3.00 P M at J N Tata Auditorium, National Science Symposium Complex, Sir C V Raman Avenue, Near Indian Institute of Science, Malleswaram 18th Cross, Kodandarampura, Bengaluru, Karnataka - 560 012

Kindly acknowledge the receipt

Thanking you,

Yours truly,
for **GOKALDAS EXPORTS LIMITED**

Ramya K
Ramya K
Company Secretary
Encl: as below



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GIST OF THE PROCEEDINGS PASSED AT THE 13th ANNUAL GENERAL MEETING OF GOKALDAS EXPORTS LIMITED HELD ON SEPTEMBER 26, 2016, MONDAY AT 03.00 PM. AT J N TATA AUDITORIUM, NATIONAL SCIENCE SYMPOSIUM COMPLEX, SIR CV RAMAN AVENUE, NEAR INDIAN INSTITUTE OF SCIENCE, MALLESWARAM 18TH CROSS, KODANDARAMPURA, BENGALURU, KARNATAKA - 560 012

Members Present

174 members were present including proxy representing their members.

Following Directors/CFO/CS and Invitees were present:

Name	Designation
Shri. Richard B Saldanha	Chairman
Shri. P. Ramababu	Vice Chairman & Managing Director
Shri. Arun K Thiagarajan	Independent Director
Shri. J H Mehta	Independent Director
Shri. A. V. Satish Kumar	Partner, Girish Murthy & Kumar, Chartered Accountants
Shri. Navin Agrawal	Partner, S R Batliboi & Associates., LLP Chartered Accountants
Shri. Sathyamurthy A	Chief Financial Officer
Ms. Ramya K	Company Secretary & Compliance Officer
Mr. Nagendra D Rao	Practicing Company Secretary and Scrutinizer

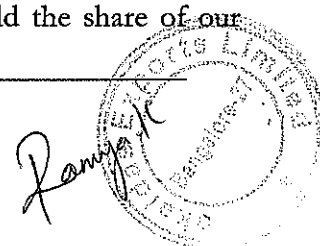
Mr. Richard B Saldanha took the Chair

At 03.00 P.M., the Chairman welcomed the Members, Board of Directors and other invitees. The Chairman then announced that the requisite quorum being present, the meeting is called to be in order.

The Chairman introduced the Director seated on the dais to the members. He also informed that Mrs. Smita Aggarwal, Independent Director and Mr. Mathew Cyriac, Director of the Company could not be present for the meeting due to other professional exigencies. The Chairman requested the members that the Notice convening the 13th Annual General Meeting along with the explanatory statement may be taken as read and members agreed for the same. The Chairman then requested the Company Secretary to read the Auditors Report for the year ended March 31, 2016. The Company Secretary then read the Auditors Report. It was further agreed by the shareholders that the Annexure to the Auditors' Report would be taken as read.

The Chairman informed to the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as per Regulation 44 of the SEBI (LODR) Regulations, 2015 the Company has extended a e-voting facility to the members of the Company to all the members who hold the share of our

13th Annual General Meeting held on Sep 26, 2016

Ramya K


Company as on September 19, 2016 (Cutoff Date) in respect of business to be transacted at the Annual General Meeting. He also stated that the e-voting commenced on September 23, 2016 (10.00 A.M.) to September 25, 2016 (5.00 P M). Mr. Nagendra D Rao Practicing Company Secretaries was appointed as the Scrutinizer by the Board for scrutinizing the e-voting and poll process in fair and transparent manner. He further said that as per provisions of the Companies Act, 2013 resolutions shall not be passed by show of hand as Company provided e-voting facility. Thus the Company has arranged for a poll on the five resolutions to be passed in this meeting. He further informed that the poll will be taken up after shareholders queries/suggestions on the Company's accounts and business.

Thereafter on the invitation of the Chairman, few members have sought clarifications and gave their suggestions on the Company's accounts and business. The Chairman noted all the suggestions and clarified their queries.

The Chairman ordered the poll on the resolutions of ordinary and special business set out in the notice of Annual General Meeting. The chairman also requested members who have not voted through e-voting mechanism, to participate in Poll and cast their votes in proportion of their shares of the paid up equity share capital of the Company as on the cutoff date i.e. September 19, 2016. Polling papers was distributed to the members.

The following business was transacted at the meeting.

Sl.No.	Particulars	Nature of Business
1.	Adoption of Financial Statements for the year ended 31st March, 2016	Ordinary
2.	Re-appointment of Shri Mathew Cyriac (DIN 01903606) who retires by rotation	Ordinary
3.	Appointment of M/s S R Batliboi & Associates LLP (Registration No. 101049W/E300004) and M/s Girish Murthy & Kumar, (Registration No. 000934S) as Joint Auditors of the Company	Ordinary
4.	Payment of remuneration to Non-Executive Directors including Independent Director of the Company by way of Commission	Special
5.	To increase the remuneration of Mr. P. Ramababu – Vice Chairman & Managing Director with effect from 30 th May, 2016	Special

The members then casted their votes on the ballot papers and deposited the same in the ballot box placed at the meeting hall. The Chairman informed that the combined result of e-voting and the poll will be informed to Stock Exchanges (NSE and BSE) along with report of Scrutinizer for e-voting and the poll after concluding this meeting but within 48 hours from now. He also informed the same report will be made available on the website of the Company, NSE, BSE and NSDL. The Chairman then thanked all the members and Directors present and announced the formal closure of the 13th Annual General Meeting of the Company at 5.30 P.M.

