Gulf Petrochem
Towards New Horizons

GP PETROLEUMS LIMITED
(Formerly Sah Petroleums Limited)
804, 8th Floor, Ackruti Star,
MIDC Central Road, MIDC,
Andheri (East), Mumbai-400093. India.
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Ref:Sec/list/2015-16
Date: 05.10.2015.

To,
The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
"Exchange Plaza"
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400 051

Dear Sir,

Ref: Script Symbol: GULFPETRO
SUB: Disclosure of 32nd AGM outcomes
under Clause 31 (d) and Clause 35A of Listing Agreement

The 32nd Annual General Meeting of members of the Company was conveyed on 30th September, 2015. The particular's of AGM pursuant to clause 35A of the Listing Agreement is as follows:

a. Date of AGM: 30th September, 2015
b. Book Closure: 24th September 2015 – 30th September, 2015
c. Total number of shareholders as on AGM: 8739
(Cut-off date for the purpose of e-voting was September, 23, 2015

Attendance of Members at the AGM:

No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	35
Total:	37

The business items placed before the members at the AGM for their approval and voting results for the same are as follows:

(a) Resolution 01 – Adoption of Audited Profit & Loss Account for the year ended 31st March, 2015 and the Balance Sheet as at that date, together with the Report of the Board of Director's and the Auditors thereon:

(i) Resolution required: Ordinary: Mode of voting: Poll & E-voting

Promoters / Public	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 & Promoter Group	36829260	36829260	100	36829260	0	100	0
Public Institutional holders(FII)	204742	0	0	0	0	0	0
Public – Others	13950381	303189	2.17	303189	0	100	0
Total	50984383	37132449	72.83	37132449	0	100	0.00

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GP PETROLEUMS LTD. MUMBAI

(b) Resolution 2 - Declaration of dividend on Equity Shares for the year ended 31st March, 2015.

(i) Resolution required: Ordinary
Mode of voting: Poll & E-voting

Promoters / Public	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	36829260	36829260	100	36829260	0	100	0
Public Institutional holders(FII)	204742	0	0	0	0	0	0
Public – Others	13950381	303189	2.17	303189	0	100	0
Total	50984383	37132449	72.83	37132449	0	100	0.00

(c) Resolution 3 – To appoint a Director in place of Mr. Ayush Goel (DIN: 02889080), who retires by rotation and being eligible, offers himself for reappointment:

(i) Resolution required: Ordinary
Mode of voting: Poll & E-voting

Promoters / Public	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	36829260	36829260	100	36829260	0	100	0
Public Institutional holders(FII)	204742	0	0	0	0	0	0
Public – Others	13950381	303189	2.17	302248	941	99.69	0.31
Total	50984383	37132449	72.83	37131508	941	99.99	0.01

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GP PETROLEUMS LTD. MUMBAI

(d) Resolution 4 – To ratify the appointment of M/s. PNG & Co., Chartered Accountants as Statutory Auditors and to fix their remuneration:

(i) Resolution required: Ordinary
Mode of voting: Poll & E-voting

Promoters / Public	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	36829260	36829260	100	36829260	0	100	0
Public Institutional holders(FII)	204742	0	0	0	0	0	0
Public – Others	13950381	303189	2.17	302248	941	99.69	0.31
Total	50984383	37132449	72.83	37131508	941	99.99	0.01

(e) Resolution 5 – To ratify the appointment of Cost Auditors and to fix their remuneration:

(i) Resolution required: Ordinary
Mode of voting: Poll & E-voting

Promoters / Public	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	36829260	36829260	100	36829260	0	100	0
Public Institutional holders(FII)	204742	0	0	0	0	0	0
Public – Others	13950381	303189	2.17	302248	941	99.69	0.31
Total	50984383	37132449	72.83	37131508	941	99.99	0.01

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GP PETROLEUMS LTD. MUMBAI

(f) Resolution 6 - Appointment of Ms. Pallavi Goel (DIN: 03579576) as Director of the company

(i) Resolution required: Ordinary
Mode of voting: Poll & E-voting

Promoters / Public	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	36829260	36829260	100	36829260	0	100	0
Public Institutional holders(FII)	204742	0	0	0	0	0	0
Public – Others	13950381	303189	2.17	302248	941	99.69	0.31
Total	50984383	37132449	72.83	37131508	941	99.99	0.01

(g) Resolution 7 - Appointment of Mr. Bhaswar Mukherjee (DIN: 01654539) as an Independent Director of the company:

(i) Resolution required: Ordinary
Mode of voting: Poll & E-voting

Promoters / Public	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	36829260	36829260	100	36829260	0	100	0
Public Institutional holders(FII)	204742	0	0	0	0	0	0
Public – Others	13950381	303189	2.17	302248	941	99.69	0.31
Total	50984383	37132449	72.83	37131508	941	99.99	0.01

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GP PETROLEUMS LTD. MUMBAI

(h) Resolution 8 - Appointment of Mr. Jagat Singh (DIN: 07178388) as an Independent Director of the company:

(i) Resolution required: Ordinary
Mode of voting: Poll & E-voting

Promoters / Public	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	36829260	36829260	100	36829260	0	100	0
Public Institutional holders(FII)	204742	0	0	0	0	0	0
Public – Others	13950381	303189	2.17	302248	941	99.69	0.31
Total	50984383	37132449	72.83	37131508	941	99.99	0.01

(i) Resolution 9 - Appointment of Mr. Ramji Sinha (DIN: 06500943) as an Independent Director of the company:

(i) Resolution required: Ordinary
Mode of voting: Poll & E-voting

Promoters / Public	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	36829260	36829260	100	36829260	0	100	0
Public Institutional holders(FII)	204742	0	0	0	0	0	0
Public – Others	13950381	303189	2.17	302248	941	99.69	0.31
Total	50984383	37132449	72.83	37131508	941	99.99	0.01

Con...6...

GP PETROLEUMS LTD. MUMBAI

Mr. Punit Shah, Practicing Company Secretaries was appointed as scrutinizers for the poll and e-voting. The poll report prepared in Form MGT 13 of Companies (Management and Administration) Rules, 2014 has been enclosed herewith.

Kindly treat the above information as proceedings of AGM and take the same on your records. The same is filed pursuant to clause 31 (d) and Clause 35A of the Listing Agreement.

Kindly acknowledge the receipt.

Thanking You,
Yours Faithfully,

For **GP PETROLEUMS LIMITED**

D. MALLA REDDY
COMPANY SECRETARY

Enclosed: FORM NO. MGT-13, REPORT OF SCRUTINIZER DATED 30TH SEPTEMBER, 2015.

GP PETROLEUMS LTD. MUMBAI

PUNIT SHAH
Company Secretaries
B. Com, ACS

FORM NO. MGT-13
REPORT OF SCRUTINIZER
[Pursuant to section 109 of the Companies Act, 2013 and rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. Thangapandian Srinivasalu, Chairman,
32nd Annual General Meeting of the Equity Shareholders of GP Petroleums Limited,
Held on Wednesday, September 30, 2015 at 10.30 A.M. at
M. C. Ghia Hall, Bhogilal Hargovindas Building,
18/20 Kaikhushru Dubash Marg,
Mumbai - 400001.

Dear Sir,

I, Mr. Punit Shah, Practicing Company Secretary was appointed as Scrutinizer for the 32nd Annual General Meeting of the equity shareholders of GP Petroleums Limited held on Wednesday, September 30, 2015 at 10.30 a.m. at M. C. Ghia Hall, Bhogilal Hargovindas Building, 18/20 Kaikhushru Dubash Marg, Mumbai - 400001, for the purpose of scrutinizing the E Voting process and Physical Voting by Ballot papers at the general meeting in a fair and transparent manner and ascertaining the requisite majority on E Voting and Physical Voting carried out as per clause 35B of the Listing Agreement, the provisions of Companies Act, 2013 and rule 20 of Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

We submit our report as under:

1. The E-voting period remained open from 9.00 A.M. on Saturday, September 26, 2015 to Tuesday, September 29, 2015 at 5.00 P.M.

2. The notice was sent to all the Members, whose names appeared in the Register of Members as on August 14, 2015 (Cutoff date: 23rd September, 2015) who were entitled to vote on the proposed 9 (nine) resolutions as mentioned in the Notice of the 32nd Annual General Meeting of "GP Petroleums Limited" (Item No. 1 (One) to 9 (Nine) of the Notice of the 32nd Annual General Meeting of GP Petroleums Limited).

3. After the time fixed for closing of the poll by Mr. Thangapandian Srinivasalu, Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

4. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

PUNIT SHAH
Practicing Company Secretaries
Membership No.: 20536
Certificate of
Practice : 7506

Office: 218, Veena Chambers, 21, Dalal Street, Fort, Mumbai: 400 023
Tel: (022) 22675812, 22676339 Email: noticeto@gmail.com

5. The votes were unblocked on September 30, 2015 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Ms. Jignasa Waghela working with M/s. P. P. Shah & Co., Practicing Company Secretaries and Ms. Pooja Mittal working with M/s. P. P. Shah & Co., Practicing Company Secretaries. Both of them are not in the employment of the Company.

6. 1 (one) poll paper was found invalid.

7. The Results of the voting are as under:

ORDINARY BUSINESS:

a. RESOLUTION NO. 1

Ordinary Resolution No. 1 – Adoption of Audited Profit & Loss Account for the year ended 31st March, 2015 and the Balance Sheet as at that date, together with the Report of the Board of Directors and the Auditors thereon:									
	Assent	**%**	**Dissent**	**%**	**Total**	**%**	**Invalid**	**%**	**Total Votes Cast**
Total No. of Shares on voting	3,71,32,449		0	0.00	3,71,32,449		203		3,71,32,652
Total No. of Ballots/ E-voters	16	94.12	0	0.00	16	94.12	1	5.88	17

b. RESOLUTION NO. 2

Ordinary Resolution No. 2 – To declare dividend on Equity Shares for the year ended 31st March, 2015:									
	Assent	**%**	**Dissent**	**%**	**Total**	**%**	**Invalid**	**%**	**Total Votes Cast**
Total No. of Shares on voting	3,71,32,449		0	0.00	3,71,32,449		203		3,71,32,652
Total No. of Ballots/ E-voters	16	94.12	0	0.00	16	94.12	1	5.88	17

PUNIT SHAH
Practicing Company Secretaries
Membership No.: 20536
Certificate of Practice : 7506

c. RESOLUTION NO. 3

Ordinary Resolution No. 3 – To appoint a Director in place of Mr. Ayush Goel (DIN: 02889080), who retires by rotation and being eligible, offers himself for reappointment:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	3,71,31,508	99.996	941	0.003	3,71,32,449	99.99	203	0.001	3,71,32,652
Total No. of Ballots/ E-voters	15	88.24	1	5.88	16	5.88	1		17

d. RESOLUTION NO. 4

Ordinary Resolution No. 4 – To ratify the appointment of M/s. PNG & Co., Chartered Accountants as Statutory Auditors and to fix their remuneration:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	3,71,31,508	99.996	941	0.003	3,71,32,449	99.99	203	0.001	3,71,32,652
Total No. of Ballots/ E-voters	15	88.24	1	5.88	16	5.88	1		17

SPECIAL BUSINESS:

e. RESOLUTION NO. 5

Ordinary Resolution No. 5 – To ratify the appointment of Cost Auditors and to fix their remuneration:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	3,71,31,508	99.996	941	0.003	3,71,32,449	99.99	203	0.001	3,71,32,652
Total No. of Ballots/ E-voters	15	88.24	1	5.88	16	5.88	1		17

PUNIT SHAH
Practicing Company Secretaries
Membership No.: 20536
Certificate of Practice : 7506

f. **RESOLUTION NO. 6**

Ordinary Resolution No. 6 – Appointment of Ms. Pallavi Goel (DIN: 03579576), as Director of the Company:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	3,71,31,508	99.996	941	0.003	3,71,32,449	99.99	203	0.001	3,71,32,652
Total No. of Ballots/ E-voters	15	88.24	1	5.88	16	5.88	1		17

g. **RESOLUTION NO. 7**

Ordinary Resolution No. 7 – Appointment of Mr. Bhaswar Mukherjee (DIN: 01654539) as an Independent Director:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	3,71,31,508	99.996	941	0.003	3,71,32,449	99.99	203	0.001	3,71,32,652
Total No. of Ballots/ E-voters	15	88.24	1	5.88	16	5.88	1		17

h. **RESOLUTION NO. 8**

Ordinary Resolution No. 8 – Appointment of Mr. Jagat Singh (DIN: 07178388), as an Independent Director:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	3,71,31,508	99.996	941	0.003	3,71,32,449	99.99	203	0.001	3,71,32,652
Total No. of Ballots/ E-voters	15	88.24	1	5.88	16	5.88	1		17

PUNIT SHAH
Practicing Company Secretaries
Membership No.: 20536
Certificate of Practice : 7506

PUNIT SHAH
Company Secretaries
B. Com, ACS

i. **RESOLUTION NO. 9**

Ordinary Resolution No. 9 – Appointment of Mr. Ramji Sinha (DIN: 06500943) as an Independent Director:									
	Assent	**%**	**Dissent**	**%**	**Total**	**%**	**Invalid**	**%**	**Total Votes Cast**
Total No. of Shares on voting	3,71,31,508	99.996	941	0.003	3,71,32,449	99.99	203	0.001	3,71,32,652
Total No. of Ballots/ E-voters	15	88.24	1	5.88	16	5.88	1		17

8. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

9. The poll papers and other relevant records were sealed and handed over to Mr. D. Malla Reddy, Company Secretary authorized by the Board for safe keeping.

10. The consolidated result of the votes cast (by E-Voting and by poll) is provided as Annexure 1 to this report.

Thanking You,
Yours Faithfully,

PUNIT SHAH
Practicing Company Secretaries
Membership No.: 20536
Certificate of
Practice : 7506

Punit P. Shah

Punit Shah
Practicing Company Secretary
Place: Mumbai
Date: September 30, 2015

Office: 218, Veena Chambers, 21, Dalal Street, Fort, Mumbai: 400 023
Tel: (022) 22675812, 22676339 Email: noticeto@gmail.com

PUNIT SHAH
Company Secretaries
B. Com, ACS

Annexure – 1

Consolidated result of voting (by E-voting and Poll) for resolution numbers 1 to 9 of the notice of the 32nd Annual General Meeting of "GP Petroleum Limited" held on Wednesday, September 30, 2015 at 10.30 A.M.

Resoln No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	E-voting	Poll	Total	E-voting	Poll	Total	%	E-voting	Poll	Total	%
1	36980063	152386	37132449	36980063	152386	37132449	100.00	0	0	0	0.00
2	36980063	152386	37132449	36980063	152386	37132449	100.00	0	0	0	0.00
3	36980063	152386	37132449	36979122	152386	37131508	99.99	941	0	941	0.01
4	36980063	152386	37132449	36979122	152386	37131508	99.99	941	0	941	0.01
5	36980063	152386	37132449	36979122	152386	37131508	99.99	941	0	941	0.01
6	36980063	152386	37132449	36979122	152386	37131508	99.99	941	0	941	0.01
7	36980063	152386	37132449	36979122	152386	37131508	99.99	941	0	941	0.01
8	36980063	152386	37132449	36979122	152386	37131508	99.99	941	0	941	0.01
9	36980063	152386	37132449	36979122	152386	37131508	99.99	941	0	941	0.01

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