Goa Carbon Limited

Registered & Corporate Office:
Dempo House, Campal, Panjim - Goa - 403 001., INDIA
Tel.: +91 (0832) 2441300 Fax: +91 (0832) 2427192
E-mail: goacarbon@gmail.com Website: www.goacarbon.com
Corporate Identity Number - L23109GA1967PLC000076

Company Scrip Code: 509567 Company Symbol: GOACARBON ISIN: INE426D01013

Ref. No.: 2016\VII\84 July 7, 2016

The General Manager Department of Corporate Services **Bombay Stock Exchange Ltd.,** 25th Floor, P. J. Towers, Dalal Street, Mumbai 400001	The Listing Department **National Stock Exchange of India Ltd.,** Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai 400051

Sub: **Compliance as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015**

Dear Sir / Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we enclose herewith the voting results, in the prescribed format in respect of the resolutions of Item no. 1 to 5 as per the Notice dated April 12, 2016 of the 48th Annual General Meeting of the Company held on July 6, 2016.

Also, please find enclosed herewith, the copy of the Consolidated Scrutinizer's Report dated July 7, 2016 issued by CS Sadashiv V. Shet, Practicing Company Secretary, in respect of votes cast through Remote e-voting and Poll*.

Please note that all the resolutions mentioned in the aforesaid Notice have been passed by the shareholders with requisite majority.

You are requested to kindly take the above on record and oblige.

Thanking you,

Yours faithfully,
For **Goa Carbon Limited**

P. S. Mantri
Company Secretary

Encl.: as above

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Corporate Identity Number - L23109GA1967PLC000076

The Details of Voting Results of the 48th Annual General Meeting

Date of the AGM: **July 6, 2016**
Total number of shareholders as on record date: **15,456**
No. of shareholders present in the meeting either in person or through proxy:
Promoters and Promoter Group : **3**
Public : **42**
No. of shareholders attended the meeting through Video Conferencing:
Promoters and Promoter Group : **Not Applicable**
Public : **Not Applicable**

Agenda-wise disclosure:

ITEM NO. 1:

Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/Special)					**Ordinary**			
Whether promoter / promoter group are interested in the agenda / resolution?					**No**			
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	Remote e-voting	5499279	0	0.0000	0	0	0.0000	0.0000
	Poll*		5499279	100.0000	5499279	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5499279	5499279	100.0000	5499279	0	100.0000	0.0000
Public - Institutions	Remote e-voting	1355	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	1355	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	Remote e-voting	3650418	5752	0.1576	5752	0	100.0000	0.0000
	Poll*		6475	0.1774	6475	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	3650418	12227	0.3349	12227	0	100.0000	0.0000
Total		**9151052**	**5511506**	**60.2281**	**5511506**	**0**	**100.0000**	**0.0000**

Result: On the basis of the above results, the Chairperson declared that the Ordinary Resolution as set out in the Item of the notice dated April 12, 2016 has been duly passed by the members with the requisite majority.

GOA CARBON LIMITED

ITEM NO. 2:

Ratification of the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, Chennai (Registration No. 008072S), as Statutory Auditors of the Company and fixing their remuneration.

Resolution required: (Ordinary/Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
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	Remote e-voting	5499279	0	0.0000	0	0	0.0000	0.0000
	Poll*		5499279	100.0000	5499279	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5499279	5499279	100.0000	5499279	0	100.0000	0.0000
Public - Institutions	Remote e-voting	1355	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	1355	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	Remote e-voting	3650418	5752	0.1576	5752	0	100.0000	0.0000
	Poll*		6475	0.1774	6475	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	3650418	12227	0.3349	12227	0	100.0000	0.0000
Total		**9151052**	**5511506**	**60.2281**	**5511506**	**0**	**100.0000**	**0.0000**

Result: On the basis of the above results, the Chairperson declared that the Ordinary Resolution as set out in the Item of the notice dated April 12, 2016 has been duly passed by the members with the requisite majority.

GOA CARBON LIMITED

ITEM NO. 3:

Appointment of Mr. Rajesh S. Dempo (DIN: 05143106) as Director of the Company.

Resolution required: (Ordinary/Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					Yes (Only Mr. Shrinivas V. Dempo is interested)			
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	Remote e-voting	5499279	0	0.0000	0	0	0.0000	0.0000
	Poll*		5103340	92.8002	5103340	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5499279	5103340	92.8002	5103340	0	100.0000	0.0000
Public - Institutions	Remote e-voting	1355	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	1355	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	Remote e-voting	3650418	5752	0.1576	5702	50	99.1307	0.8693
	Poll*		6475	0.1774	6475	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	3650418	12227	0.3349	12177	50	99.5911	0.4089
Total		**9151052**	**5115567**	**55.9014**	**5115517**	**50**	**99.9990**	**0.0010**

Result: On the basis of the above results, the Chairperson declared that the Ordinary Resolution as set out in the Item of the notice dated April 12, 2016 has been duly passed by the members with the requisite majority.

GOA CARBON LIMITED

ITEM NO. 4:

Ratification of the remuneration of Rs. 114.83 lacs paid to Mr. Jagmohan J. Chhabra, Executive Director for the period from April 1, 2015 to March 31, 2016.

Resolution required: (Ordinary/Special)					Special			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
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	Remote e-voting	5499279	0	0.0000	0	0	0.0000	0.0000
	Poll*		5499279	100.0000	5499279	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5499279	5499279	100.0000	5499279	0	100.0000	0.0000
Public - Institutions	Remote e-voting	1355	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	1355	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	Remote e-voting	3650418	5752	0.1576	702	5050	12.2045	87.7955
	Poll*		6475	0.1774	6475	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	3650418	12227	0.3349	7177	5050	58.6980	41.3020
Total		**9151052**	**5511506**	**60.2281**	**5506456**	**5050**	**99.9084**	**0.0916**

Result: On the basis of the above results, the Chairperson declared that the Special Resolution as set out in the Item of the notice dated April 12, 2016 has been duly passed by the members with the requisite majority.



ITEM NO. 5:

Re-appointment of Mr. Jagmhan J. Chhabra (DIN: 01007714) as a Whole-time Director of the Company designated as "Executive Director" for a period of three years with effect from April 1, 2016.

Resolution required: (Ordinary/Special)					Special			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
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	Remote e-voting	5499279	0	0.0000	0	0	0.0000	0.0000
	Poll*		5499279	100.0000	5499279	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	5499279	5499279	100.0000	5499279	0	100.0000	0.0000
Public - Institutions	Remote e-voting	1355	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	1355	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	Remote e-voting	3650418	5752	0.1576	752	5000	13.0737	86.9263
	Poll*		6475	0.1774	6475	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total	3650418	12227	0.3349	7227	5000	59.1069	40.8931
Total		**9151052**	**5511506**	**60.2281**	**5506506**	**5000**	**99.9093**	**0.0907**

Result: On the basis of the above results, the Chairperson declared that the Special Resolution as set out in the Item of the notice dated April 12, 2016 has been duly passed by the members with the requisite majority.

*** Voting through Ballot Paper at the AGM Venue**

GOA CARBON LIMITED

For Goa Carbon Limited

P. S. Mantri
Company Secretary

Date: July 7, 2016

Sadashiv V. Shet
B.A., B.Com., L.L.B., F.C S
Company Secretary

S-15, Jairam Complex, Nevginagar, Panaji, Goa. Phone : 0832-2427847, 2421237
Email : sadashiv_shet@sancharnet.in / sadashivshet@gmail.com

Consolidated Scrutinizer's Report

on voting through ballot paper and through remote e-voting

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

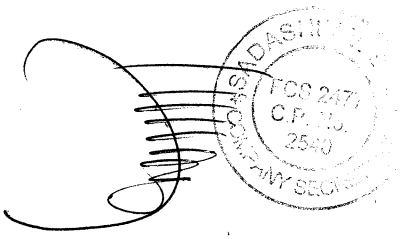
To,
The Chairperson for the Annual General Meeting of Equity Shareholders
Goa Carbon Limited
held on Wednesday, July 6, 2016 at 10:30 a.m.
at Dempo House, Campal, Panaji-Goa 403 001

Dear Sir,

I, Sadashiv V. Shet, Practicing Company Secretary, had been appointed as a Scrutinizer for the purpose of scrutinizing the voting on the below mentioned resolutions through ballot paper at the 48th Annual General Meeting (48th AGM) of the Equity Shareholders of Goa Carbon Limited held on Wednesday, July 6, 2016 at Dempo House, Campal, Panaji-Goa 403001 and through remote e-voting during the period from Sunday, July 3, 2016 (9:00 a.m.) to Tuesday, July 5, 2016 (5:00 p.m.) in a fair and transparent manner and for ascertaining the requisite majority on voting through ballot paper and remote e-voting carried out as per the provisions of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

I hereby submit as under:

1. The remote e-voting period remained open from Sunday, July 3, 2016 (9:00 a.m.) to Tuesday, July 5, 2016 (5:00 p.m.) and was disabled for voting thereafter.
2. The Shareholders holding shares as on the "cut-off" date i.e. June 30, 2016 were entitled to vote on the proposed resolutions contained in the notice of the 48th AGM.
3. The shareholders details, such as their names, folios, number of shares held who had cast votes through remote e-voting were downloaded from the e-voting website of the National Securities Depository Limited in order to ensure that such shareholders did not vote again through ballot paper at the 48th AGM.
4. One ballot box kept for the purpose of voting through ballot paper was locked in my presence with due identification marks placed by me.
5. The locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company / Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.



6. I did not find any ballot paper invalid.
7. After counting the votes cast by the shareholders present at the 48th AGM through ballot paper, the votes casted through remote e-voting were unblocked on July 6, 2016 at around 12.10 p.m. in the presence of two witnesses, Ms. Sushma Bandeker and Ms. Rakhi Malkarnekar, who are not in employment of the Company.
8. The consolidated report on the result of the voting through ballot paper and remote e-voting are as under:

ORDINARY BUSINESS:

ITEM NO. 1:

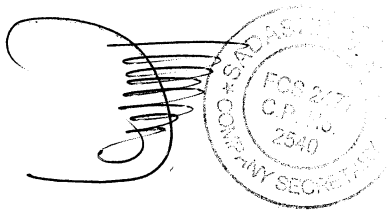
Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon.

Mode of Voting	Number of Share-holders voted	Number of Votes/Shares polled	Number of Votes/Shares in favour of the resolution	Number of Votes/Shares against the resolution	% of Votes/Shares - in favour	% of Votes/Shares - against	Neutral/ Abstained/ Invalid votes
		(1)	(2)	(3)	(4)=[(2)/(1)] * 100	(5)=[(3)/(1)] * 100	(6)
Remote e-voting	13	5752	5752	0	100.0000	0.0000	0
Ballot paper	42	5505754	5505754	0	100.0000	0.0000	0
Total	**55**	**5511506**	**5511506**	**0**	**100.0000**	**0.0000**	**0**

ITEM NO. 2:

Ratification of the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, Chennai (Registration No. 008072S), as Statutory Auditors of the Company and fixing their remuneration.

Mode of Voting	Number of Share-holders voted	Number of Votes/Shares polled	Number of Votes/Shares in favour of the resolution	Number of Votes/Shares against the resolution	% of Votes/Shares - in favour	% of Votes/Shares - against	Neutral/ Abstained/ Invalid votes
		(1)	(2)	(3)	(4)=[(2)/(1)] * 100	(5)=[(3)/(1)] * 100	(6)
Remote e-voting	13	5752	5752	0	100.0000	0.0000	0
Ballot paper	42	5505754	5505754	0	100.0000	0.0000	0
Total	**55**	**5511506**	**5511506**	**0**	**100.0000**	**0.0000**	**0**



SPECIAL BUSINESS

ITEM NO. 3:

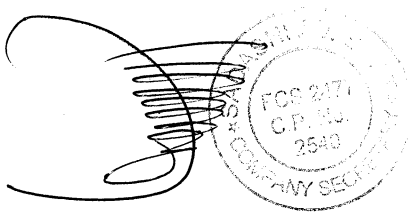
Appointment of Mr. Rajesh S. Dempo (DIN: 05143106) as Director of the Company.

Mode of Voting	Number of Share-holders voted	Number of Votes/Shares polled	Number of Votes/Shares in favour of the resolution	Number of Votes/Shares against the resolution	% of Votes/Shares - in favour	% of Votes/Shares - against	Neutral/ Abstained/ Invalid votes
		(1)	(2)	(3)	(4)=[(2)/(1)] * 100	(5)=[(3)/(1)] * 100	(6)
Remote e-voting	13	5752	5702	50	99.1307	0.8769	0
Ballot paper	41	5109815	5109815	0	100.0000	0.0000	395939
Total	**54**	**5115567**	**5115517**	**50**	**99.9990**	**0.0010**	**395939**

ITEM NO. 4:

Ratification of the remuneration of Rs. 114.83 lacs paid to Mr. Jagmohan J. Chhabra, Executive Director for the period from April 1, 2015 to March 31, 2016.

Mode of Voting	Number of Share-holders voted	Number of Votes/Shares polled	Number of Votes/Shares in favour of the resolution	Number of Votes/Shares against the resolution	% of Votes/Shares - in favour	% of Votes/Shares - against	Neutral/ Abstained/ Invalid votes
		(1)	(2)	(3)	(4)=[(2)/(1)] * 100	(5)=[(3)/(1)] * 100	(6)
Remote e-voting	13	5752	702	5050	12.2045	87.7955	0
Ballot paper	42	5505754	5505754	0	100.0000	0.0000	0
Total	**55**	**5511506**	**5506456**	**5050**	**99.9084**	**0.0916**	**0**



ITEM NO. 5:

Re-appointment of Mr. Jagmohan J. Chhabra (DIN: 01007714) as a Whole-time Director of the Company designated as "Executive Director" for a period of three years with effect from April 1, 2016.

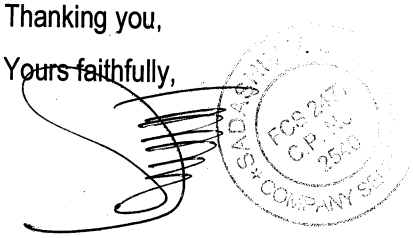
Mode of Voting	Number of Share-holders voted	Number of Votes/Shares polled	Number of Votes/Shares in favour of the resolution	Number of Votes/Shares against the resolution	% of Votes/Shares - in favour	% of Votes/Shares - against	Neutral/ Abstained/ Invalid votes
		(1)	(2)	(3)	(4)=[(2)/(1)] * 100	(5)=[(3)/(1)] * 100	(6)
Remote e-voting	13	5752	752	5000	13.0737	86.9263	0
Ballot paper	42	5505754	5505754	0	100.0000	0.0000	0
Total	**55**	**5511506**	**5506506**	**5000**	**99.9093**	**0.0907**	**0**

The Register, all other papers and relevant records relating to remote e-voting and voting through ballot papers shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of the aforesaid 48th AGM and thereafter the same would be handed over to the Company Secretary for safe keeping.

I report that all the Resolutions have been passed by the Shareholders by the requisite majority.

Thanking you,

Yours faithfully,



(Sadashiv V. Shet)
Practicing Company Secretary
Membership No. 2477
C. P. No. 2540

Witness 1:Sushma Bandeker 2:.Rakhi Malkarnekar

Date: July7, 2016
Place: Panaji-Goa.