

gokaldas exports Ltd

GEL/SEC/2017-18

27th September, 2017

BSE 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: Voting Results/Scrutinizer's Report of the Annual General Meeting held on 26th September, 2017

We are hereby enclosing the below mentioned documents of the 14th Annual General Meeting of the Company held on Tuesday, September 26th, 2017 at 2.30 P M at Nimhans Conventional Hall, Hosur Road, Bangalore - 560029.

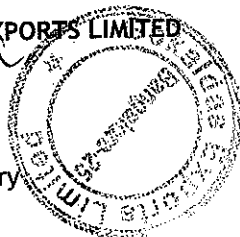
1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - (Annexure 1)
2. Report of the Scrutinizer dated September 26th, 2017, pursuant to section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 - (Annexure - 2)

Kindly acknowledge the receipt

Thanking you,

Yours truly,
for GOKALDAS EXPORTS LIMITED

Ramya K
Ramya K
Company Secretary
Encl: as below



Regd. Office :

16/2, Residency Road, Bangalore - 560 025. (INDIA)

Telephone : 41272200, 41272220

Fax No. 91 - (080) - 33477491, E-mail : gokex@vsnl.com



Intertek



Date of the AGM/EGM	GOKALDAS EXPORTS LIMITED
Total number of shareholders on record date	26-09-2017
No. of shareholders present in the meeting either in person or through proxy:	20568
Promoters and Promoter Group:	
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	137
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No. 1										
Adoption of Financial Statements for the year ended 31st March 2017										
ORDINARY - RESOLUTION 1										
Whether promoter/ promoter group are interested in the agenda/resolution?										
	Yes									
Category	Mode of Voting	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	Votes Invalid	
Promoter and Promoter Group	E-Voting		0	0.00	00	00	0.0000	0.0000	0	0
	Poll		0	0.0000	00	00	0.0000	0.0000	0	0
	Postal Ballot (if applicable)									
	Total		0	0.0000	00	00	0.0000	0.0000	0	0
Public- Institutions	E-Voting			0.0000	00	00	0.0000	0.0000	0	0
	Poll	680044		0.0000	00	00	0.0000	0.0000	0	0
	Postal Ballot (if applicable)									
	Total		0	0.0000	00	00	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting		13970496	41%	13970276	220	99.9984	0.0015	0	0
	Poll	34259285	254325	0.7424	254275	50	99.9803	0.0196	1067	1067
	Postal Ballot (if applicable)		0	0.0000	00	00	0.0000	0.0000	0	0
	Total		14224821	1.150187	14224551	270	99.9981	0.0019	1067	1067
		34959329	14224821	40.7129	14224551	270	99.9981	0.0019	1067	1067

Handwritten signature



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

September 26, 2017

To,

The Chairman
Gokaldas Exports Limited,
No. 16/2, Residency Road,
Bengaluru - 560 025.

Dear Sir,

Sub: Consolidated - Scrutinizer's Report conducted through e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014 and Poll in pursuant to Section 109 of the Companies Act, 2013.

I, Nagendra D Rao, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Gokaldas Exports Limited vide resolution dated August 14, 2017, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing e-voting process in a fair and transparent manner and voting on poll conducted for business to be transacted at the 14th Annual General Meeting of the Shareholders of the Company held on Tuesday, September 26, 2017 at 2.30 p.m., at Nimhans Conventional Hall, Hosur Road, Bengaluru - 560 029.

Accordingly, Gokaldas Exports Limited has made arrangement with the system provider viz, National Securities Depository Limited (NSDL) 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 Annual General Meeting Notice dated August 14, 2017 sent to the shareholders by Courier to their registered address.

The shareholders of the Company holding shares as on "cut-off" date September 19, 2017 were entitled to vote on the resolution as contained in the Notice of the Annual General Meeting and the total shareholders of the Company as on the "cut-off" date were 21,246.

Pursuant to Rule 20 (3) of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in Financial Express, English Newspaper and Prajavani in Kannada Newspaper on September 02, 2017 informing about the completion of dispatch of the notices along with other related matters mentioned therein.

The e-voting period commences on September 23, 2017 (09:00 AM) and ended on September 25, 2017 (5:00 PM).

The votes cast under e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.



I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system.

After the closure of the voting at the Annual General Meeting, the report on the poll taken at the meeting was generated in my presence and the voting was diligently scrutinized.

I now submit my Consolidated Report on the evoting process and poll conducted at the 14th Annual General Meeting of the Shareholders of the Company in respect of the below mentioned resolutions.

I. Resolution No. 1:- To consider and adopt the Audited financial statements for the Financial Year ended March 31, 2017 and the report of the Board of Directors and Auditor's Report thereon.

Type of Resolution - Ordinary Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	30	1,39,70,276	98.20
Poll	31	2,54,275	1.79
Total	61	1,42,24,551	99.99

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	2	220	0.01
Poll	1	50	0.00
Total	3	270	0.01

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	5	1,067
Total	5	1,067

Remarks: The Ordinary Resolution No.1 as mentioned above is passed by requisite majority.



II. Resolution No. 2:- To appoint a Director in place of Mr. Richard B Saldanha (Holding DIN 00189029), who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution - Ordinary Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	27	1,39,69,901	98.20
Poll	31	2,54,275	1.79
Total	58	1,42,24,176	99.99

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	5	595	0.01
Poll	1	50	0.00
Total	6	645	0.01

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	5	1,067
Total	5	1,067

Remarks: The Ordinary Resolution No.2 as mentioned above is passed by requisite majority.

III. Resolution No. 3:- Appointment of Auditors.

Type of Resolution - Ordinary Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	31	1,39,70,471	98.20
Poll	31	2,54,275	1.79
Total	62	1,42,24,746	99.99



(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	1	25	0.01
Poll	1	50	0.00
Total	2	75	0.01

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them.
E-voting	0	0
Poll	5	1,067
Total	5	1,067

Remarks: The Ordinary Resolution No. 3 as mentioned above is passed by requisite majority.

IV. Resolution No. 4:- Regularization of Additional Director Mr. Mathew Cyriac.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	28	1,39,70,051	98.20
Poll	30	2,54,274	1.79
Total	58	1,42,24,325	99.99

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	4	445	0.01
Poll	1	50	0.00
Total	5	495	0.01



(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	6	1,068
Total	6	1,068

Remarks: The Ordinary Resolution No. 4 as mentioned above is passed by requisite majority.

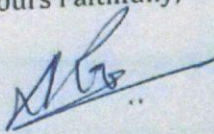
The Poll Papers, which are incomplete and /or which were otherwise found defective (Signature not tallied) have been treated as Invalid and kept separately.

The register, all other papers and relevant records relating to electronic voting and Poll shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

I further wish to inform that the Report of Scrutinizer pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014] with regards to the Poll is being submitted separately in Form No. MGT -13.

Thanking You,

Yours Faithfully,



Nagendra D Rao
Practising Company Secretary



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

FORM No.MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman
Gokaldas Exports Limited,
No. 16/2, Residency Road,
Bengaluru - 560 025.

14th (Fourteenth) Annual General Meeting of the Equity Shareholders of **Gokaldas Exports Limited** held on **September 26, 2017** at 2.30 p.m., at **Nimhans Conventional Hall, Hosur Road, Bengaluru - 560 029**.

Dear Sir,

I Nagendra D. Rao, Practising Company Secretary, 543 / A, 7th Main, 3rd Cross, Hanumanthanagar, Bengaluru - 560 019, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the **14th (Fourteenth)** Annual General Meeting of the Equity Shareholders of **Gokaldas Exports Limited**, held on **September 26, 2017 at 2.30 p.m., at Nimhans Conventional Hall, Hosur Road, Bengaluru - 560 029**, hereby submit my report as under:

1. After declaration of the Poll by the Chairman, ballot box kept for polling was locked in my presence with due identification mark placed on them.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents (R&TA) (M/s Karvy Computershare Private Limited) of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which are incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

I. Resolution No. 1:- To consider and adopt the Audited financial statements for the Financial Year ended March 31, 2017 and the report of the Board of Directors and Auditor's Report thereon.

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
31	2,54,275	99.99



(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
1	50	0.01

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
5	1,067

II. Resolution No. 2:- To appoint a Director in place of Mr. Richard B Saldanha (Holding DIN 00189029), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
31	2,54,275	99.99

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
1	50	0.01

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
5	1,067

III. Resolution No. 3:- Appointment of Auditors.

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
31	2,54,275	99.99

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
1	50	0.01



(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
5	1,067

IV. Resolution No. 4:- Regularization of Additional Director Mr. Mathew Cyriac.

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
30	2,54,274	99.99

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
1	50	0.01

(iii) Invalid Votes:

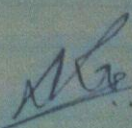
Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
6	1,068

5. 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.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,




Nagendra D. Rao
Practising Company Secretary

Dated: September 26, 2017

Place: Bengaluru