GKW LIMITED

Disclosure of voting results by listed entities in terms of Clause 44 of the SEBI (LODR) Regulations, 2015		
Date of the AGM	:	09.08.2016
Total number of shareholders on Cut-off date 02.08.2016	:	26796
No.of Shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group	:	2
Public	:	118
No.of Shareholders attended the meeting through Video Conferencing	:	
Promoters and Promoter Group	:	Not Applicable
Public	:	Not Applicable

GKW Limited

Registered Office : Central Plaza, 2/6, Sarat Bose Road,
Office Space No. 406, 4th Floor, Kolkata - 700 020
Telephone : 033 4008 0742 / 033 4008 0744
Fax : 033 4008 0741
E-mail : gkwcal@rediffmail.com
CIN No. : L27310 WB 1931 PLC007026
Website : www.gkwltd.com

REF: GKW/068/2016

10th August,2016

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No.C/1, Block "G"
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Script Code : GKWLIMITED

Dear Sir(s)/Madam,

Re: Disclosure of voting results by listed entities in terms to Clause 44(3) of the SEBI (LODR) Regulations, 2015

We hereby write to inform you that the 86th Annual General Meeting of the Company held on Tuesday, 9th August, 2016 at 11.00 a.m. at Kala Kunj, 48 , Shakespeare,Kolkata-700017 (at Kala Mandir premises at the crossing of Shakespeare Sarani and AJC Bose Road) and the resolutions thereof have been passed by requisite majority through (E-voting & Ballot) which remained open from 6th August, 2016 (9.00 a.m. IST) till 8th August, 2016 (5.00 p.m. IST).

We now enclose herewith the necessary disclosure of voting results together with the Scrutinizer's Report of the said meeting in terms to Clause 44(3) of the SEBI (LODR) Regulations, 2015.

Please acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For GKW LIMITED

J N GHOSH
VICE PRESIDENT & SECRETRAY

Encl: As above

ARUP KUMAR ROY
Practicing Company Secretary

201, Sarat Bose Road, Kolkata 700 029
Phone +91 33 2463 5197 Mobile 98316 87785
arupkroy@rediffmail.com

Report of Scrutinizer Voting Process

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014*]*

To,
Mr.J.D.Curravala
Chairman
86th Annual General Meeting of the Equity Shareholders of
GKW Limited
Held on Tuesday, 9th August, 2016

Dear Sir,

Re: Scrutinizer's Report on E-Voting Process conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for 86th Annual General Meeting.

The Board of Directors of GKW Limited ('the Company') have vide resolution passed on 11th May, 2016 decided to provide to the members of the company, a facility to exercise their right to vote by way of remote e-voting on the resolutions as set out in the notice of 86th Annual General Meeting of the Company held on Tuesday, 9th August, 2016 as required under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015.

I, Arup Kumar Roy, Company Secretary in Practice having Membership No. ACS 6784 and Certificate of Practice bearing No. 9597 have been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 11th May, 2016 as required under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the 86th Annual General meeting of the Company held on Tuesday, 9th August, 2016 at Kala Kunj, 48, Shakespeare Sarani, Kolkata 700 017.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting on the resolutions contained in the notice for the 86th Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for the remote e-voting process is restricted to ensure that the remote e-voting process is conducted in a fair and transparent manner and make a Scrutinizer's Report of the votes casted "in favour" or

ARUP KR. ROY * ACS 6784 COP 9597 * PRACTICING COMPANY SECRETARY

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Practicing Company Secretary

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"against" the resolutions stated above, based on the reports generated from the remote e-voting system provided by the National Securities Depository Limited (NSDL) the authorized agency to provide e-voting facilities as engaged by the Company.

The Notice dated 11th May, 2016 convening the 86th Annual General Meeting of the Company held on Tuesday, 9th August, 2016 along with statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to members of the Company.

The Members holding shares as on the "cut off" date i.e. 2nd August, 2016 were entitled to vote on the proposed 5 (Five) Resolutions as mentioned in the notice dated 11th May, 2016 of the 86th Annual General Meeting of the Company.

In this regard, I submit my report as under:-

1. The remote e-voting period remained open from 9:00 a.m. Saturday, 6th August, 2016 to 5:00 p.m. Monday, 8th August, 2016.

2. At the end of the remote e-voting period, I have unblocked the electronic votes in the presence of two witnesses, Ms. Sonia Shahdadpuri residing at 26B, Dr. Suresh Sarkar Road, Kolkata – 700014 and Ms. Ankita Dutta, residing at AC/96, Salt Lake, Sector- 1, Kolkata-700064 who are not in employment of the Company.

3. The details containing list of shareholders who voted 'for' or 'against' each of the resolutions that were put to vote were downloaded from the remote e-voting website of NSDL (https://www.evoting.nsdl.com).

4. We have scrutinized the votes casted through electronic means for the purpose of this report.

5. The particulars of all the electronic votes casted by the members through remote e-voting process have been recorded in a register separately maintained for the purpose.

6. The results of the remote e-voting is as per the annexure attached.

7. The Registers, all other paper and relevant record relating to remote e-voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the company.

ARUP KR. ROY * PRACTICING COMPANY SECRETARY * ACS 6784 COP 9597

ARUP KUMAR ROY
Practicing Company Secretary

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Recommendations:

All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours faithfully,

Arup Kumar Roy
Practicing Company Secretary
Membership No. ACS 6784
CP No. 9597

Place : Kolkata

Date: 11th August, 2016
Encl ;

ARUP KR. ROY
ACS 6784
CP 9597
PRACTICING COMPANY SECRETARY

Annexure to the Scrutinizer's Report
Result of Voting through Electronic Means

Sr. No.	Reso. No./ Item No.	Heading of Resolution	Type of Resolution	Valid Votes						Invalid Votes	
				Voting in Favour (Assent)			Voted Against (Dissent)				
				No. of members voted	No. of votes casted	% of valid votes	No. of members voted	No. of votes casted	% of valid votes	No. of members voted	No. of votes casted
ORDINARY BUSINESS											
1	1	To consider and adopt the audited financial statements and the Reports of the Directors and Auditors thereon and the audited consolidated financial statement for the year ended 31st March 2016.	Ordinary	9	3580472	99.99	2	22	0.01	0	0
2	2	To appoint a director in place of Mr J D Curravala (DIN 00277426) who retires by . rotation and being eligible, offers himself for reappointment.	Ordinary	8	3580459	99.99	3	35	0.01	0	0
3	3	To ratify the appointment of Lodha & Co., Chartered Accountants of 14, Government Place East, Kolkata-700069 (Firm Regn. No. 301051E) as Auditors of the Company.	Ordinary	9	3580473	99.99	2	21	0.01	0	0

ARUP KR. ROY
PRACTICING COMPANY SECRETARY
ACS 6784
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SPECIAL BUSINESS											
4	4	To appoint Ms Surbhi Singhi (DIN 03275338) as an Independent Director of the Board of the Company.	Ordinary	8	3580459	99.99	3	35	0.01	0	0
5	5	To reappoint and fix remuneration of Mr J D Curravala DIN 00277426 as Managing Director of the Company for a period of 1 (one) year with effect from 11.08.2016.	Special	8	3580459	99.99	3	35	0.01	0	0

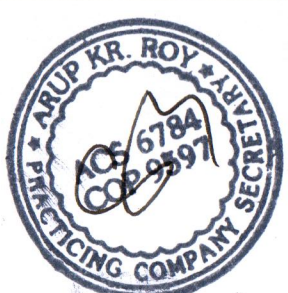


Annexure to Scrutinizer's Report
Result of Poll Conducted at 86th Annual General Meeting of
GKW Limited held on Tuesday, 9th August, 2016

Sr. No.	Resolution No./ *Item No.*	Heading of Resolution	Type of Resolution	Valid Votes						Invalid Votes	
				Voted in Favour (Assent)			Voted Against (Dissent)				
				No. of members voted	No. of votes casted	%of valid votes	No. of members voted	No. of votes casted	% of valid votes	No. of members voted	No. of votes casted
ORDINARY BUSINESS											
1	1	To consider and adopt the audited financial statements and the Reports of the Directors and Auditors thereon and the audited consolidated financial statement for the year ended 31st March 2016.	Ordinary	2	894505	100	0	0	0	0	0
2	2	To appoint a director in place of Mr J D Curravala (DIN 00277426) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	2	894505	100	0	0	0	0	0

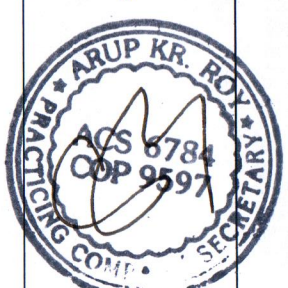
ARUP KR. ROY
ACS 6784
COP 9597
PRACTICING COMPANY SECRETARY

3.	3	To ratify the appointment of Lodha & Co., Chartered Accountants of 14, Government Place East, Kolkata-700069 (Firm Regn. No. 301051E) as Auditors of the Company.	Ordinary	2	894505	100	0	0	0	0	0
SPECIAL BUSINESS											
4	4	To appoint Ms Surbhi Singhi (DIN 03275338) as an Independent Director of the Board of the Company.	Ordinary	2	894505	100	0	0	0	0	0
5	5	To reappoint and fix remuneration of Mr J D Curravala DIN 00277426 as Managing Director of the Company for a period of 1 (one) year with effect from 11.08.2016.	Special	2	894505	100	0	0	0	0	0

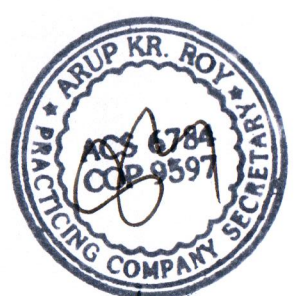


Consolidated Voting Results of 86th Annual General Meeting of GKW Limited (E- Voting and Poll at AGM)

Sr. No.	Resolution No./ *Item No.*	Heading of Resolution	Type of Resolution	Valid Votes						Invalid Votes	
				Voted in Favour (Assent)			Voted Against (Dissent)				
				No. of members voted	No. of votes casted	% of valid votes	No. of members voted	No. of votes casted	% of valid votes	No. of members voted	No. of votes casted
ORDINARY BUSINESS											
1	1	To consider and adopt the audited financial statements and the Reports of the Directors and Auditors thereon and the audited consolidated financial statement for the year ended 31st March 2016.	Ordinary	11	4474977	99.99	2	22	0.01	0	0
2	2	To appoint a director in place of Mr J D Curravala (DIN 00277426) who retires by . rotation and being eligible, offers himself for reappointment.	Ordinary	10	4474964	99.99	3	35	0.01	0	0
3.	3	To ratify the appointment of Lodha & Co., Chartered Accountants of 14, Government Place East, Kolkata-700069 (Firm Regn. No. 301051E) as Auditors of the Company.	Ordinary	11	4474978	99.99	2	21	0.01	0	0



SPECIAL BUSINESS											
4	4	To appoint Ms Surbhi Singhi (DIN 03275338) as an Independent Director of the Board of the Company.	Ordinary	10	4474964	99.99	3	35	0.01	0	0
5	5	To reappoint and fix remuneration of Mr J D Curravala DIN 00277426 as Managing Director of the Company for a period of 1 (one) year with effect from 11.08.2016.	Special	10	4474964	99.99	3	35	0.01	0	0



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Form No. MGT 13

Report of Scrutinizer(s)

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

To
The Chairman
Mr. J. D. Curravala
GKW Limited
"Central Plaza"
2/6, Sarat Bose Road,
Office Space No. 406, 4th Floor,
Kolkata 700 020.

Dear Sir,

I, Arup Kumar Roy, Practicing Company Secretary (Membership No. ACS 6784) was appointed as a Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 86th Annual General Meeting of the Equity Shareholders of GKW Limited held on Tuesday, 9th August, 2016 at 11 A.M. at Kala Kunj, 48, Shakespeare Sarani, Kolkata 700 017, submit as under :

1. After the time fixed for closing of the poll by the Chairman, 1 (One) Ballot box was kept for polling and the same was locked in my presence with due identification marks placed on the same.
2. The locked ballot box was subsequently opened in my presence (along with presence of two witnesses viz. Ms. Sonia Shahdadpuri and Ms. Ankita Dutta, not in employment of the Company) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrars and Transfer Agents of the Company and the authorizations / Proxies lodged with the Company. The Signature of Members and Number of Shares held by respective Members were scrutinized and confirmed by the Registrar and Transfer Agent.
3. No poll papers were found to be invalid.
4. The result of the poll is as per annexure attached herewith.
5. The list of Equity Shareholders ~~(a compact disc (CD) containing a list of Equity Shareholders)~~ who voted 'for' or 'against' for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary and Representative of the Company/~~Director~~ for keeping under safe custody.

Thanking You,

Yours faithfully,

Arup Kumar Roy
Company Secretary in Practice
(Scrutinizer)

Place: Kolkata
Date: 11th August, 2016

ARUP KR. ROY ★ PRACTICING COMPANY SECRETARY ★ ACS 6784 COP 6597