



GKW Limited

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Office Space No. 406, 4th Floor, Kolkata - 700 020
Telephone : 033 4008 0742 / 033 4008 0744
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CIN No. : L27310 WB 1931 PLC007026
Website : www.gkwtd.com

19th July, 2019

The Manager
Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Bandra-Kurla Complex
Bandra (E)
MUMBAI -400 051

Dear Sir,

In terms of Regulation 44(3) of SEBI (LODR) Regulations 2015, we send herewith the details regarding Voting Results of the 89th Annual General Meeting of the shareholders of the Company.

Thanking you.

Yours faithfully,
For **GKW LIMITED**


(J N GHOSH)
VICE PRESIDENT & SECRETARY

Encl: As above



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. Curavala
Chairman
89th Annual General Meeting of the Equity Shareholders of
GKW Limited
Held on Thursday, 18th July, 2019

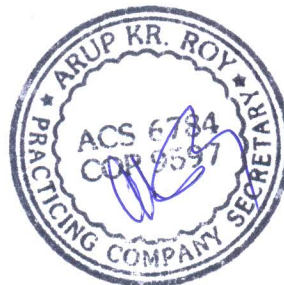
Dear Sir,

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 (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for 89th Annual General Meeting.

The Board of Directors of GKW Limited ('the Company') have vide resolution passed on 20th May, 2019 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 89th Annual General Meeting of the Company held on Thursday, 18th July 2019 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 20th May, 2019 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 89th Annual General Meeting of the Company held on Thursday, 18th July, 2019 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 89th 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 "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 20th May, 2019 convening the 89th Annual General Meeting of the Company held on Thursday, 18th July, 2019 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. 11th July, 2019 were entitled to vote on the proposed 5 (Five) Resolutions as mentioned in the notice dated 20th May, 2019 of the 89th Annual General Meeting of the Company.

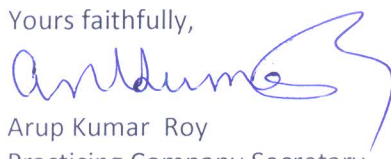
In this regard, I submit my report as under:-

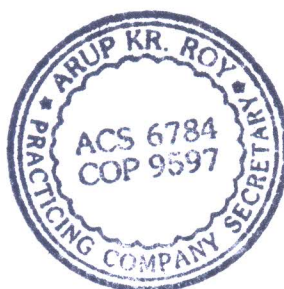
1. The remote e-voting period remained open from 9:00 a.m. Monday, 15th July, 2019 to 5:00 p.m. Wednesday, 17th July, 2019.
2. At the end of the remote e-voting period, I have unblocked the electronic votes in the presence of two witnesses, Mr. Raja Mondal residing at Krishnapur, Rajbongshipara Kolkata-700102 and Mr. Tapabrata Mukherjee, Residing at 96, Dr. Saraj Nath Mukherjee street, Uttarpara-712258 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 result 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.

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: 18th July, 2019
Encl:

GKW Ltd. - Annexure to the Scrutinizer's Report
Result of Voting through Electronic Means of 89th AGM held on 18th July, 2019

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
				No. of members voted	No. of votes casted	% of valid votes	No. of members voted	No. of votes casted	% of valid votes				
ORDINARY BUSINESS													
1	1	To consider and adopt the Audited Financial Statement for the year ended 31 st March, 2019 and the Reports of the Directors and Auditors thereon.	Ordinary	14	4475049	100	0	0	0	0	0	0	
2	2	To appoint a Director in place of Mr. Gopal Srinivasan (DIN 00277494) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	14	4475049	100	0	0	0	0	0	0	
SPECIAL BUSINESS													
3	3	To appoint Ms. Kusum Dadoo (DIN 06967827) as (i) Director of the Company (ii) Independent Director of the Company upto 5 (five) consecutive years from 5 th November, 2018.	Ordinary	15	4475060	100	0	0	0	0	0	0	
4	4	To re-appoint Mr. Jemi Dorabji Curavala (DIN 00277426) as Managing Director of the Company from 1 st April, 2019 to 31 st July, 2019.	Special	15	4475060	100	0	0	0	0	0	0	
5	5	To appoint Mr. Jemi Dorabji Curavala (DIN 00277426) as Director designated as “Non-Executive Chairman” on the Board of Directors in terms of Resolution 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 152 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, and other applicable laws, being eligible, liable to retire by rotation with effect from 1 st August, 2019 to 31 st March, 2020.	Special	15	4475060	100	0	0	0	0	0	0	

ARUP KR. ROY

PRACTISING COMPANY SECRETARY
ACS 6784 ★ COP 9597

Arundhanee 18/07/19

Result of Poll Conducted at 89th Annual General Meeting of GKW Limited held on Thursday, 18th July, 2019

GKW Ltd.-Annexure to the Scrutinizer's Report

Result of Poll Conducted at 85 Annual General Meeting of GRW Limited held on 11th May 2020													
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 Statement for the year ended 31 st March, 2019 and the Reports of the Directors and Auditors thereon.	Ordinary	13	209	100	0	0	0	0	0	0	0
2	2	To appoint a Director in place of Mr. Gopal Srinivasan (DIN 00277494) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	12	159	100	0	0	0	0	0	0	0
SPECIAL BUSINESS													
3	3	To appoint Ms. Kusum Dadoo (DIN 06967827) as (i) Director of the Company (ii) Independent Director of the Company upto 5 (five) consecutive years from 5 th November, 2018.	Ordinary	13	209	100	0	0	0	0	0	0	0
4	4	To re-appoint Mr. Jemi Dorabji Curavala (DIN 00277426) as Managing Director of the Company from 1 st April, 2019 to 31 st July, 2019.	Special	12	109	100	0	0	0	0	0	0	0
5	5	To appoint Mr. Jemi Dorabji Curavala (DIN 00277426) as Director designated as "Non-Executive Chairman" on the Board of Directors in terms of Resolution 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 152 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, and other applicable laws, being eligible, liable to retire by rotation with effect from 1 st August, 2019 to 31 st March, 2020.	Special	12	109	100	0	0	0	0	0	0	0
ARUP KR. ROY													

ARUP KR. ROY

PRACTISING COMPANY SECRETARY
ACS 6784 ★ COP 9597

18/07/19

Consolidated Voting Results of 89th Annual General Meeting of
GKW Limited (E- Voting and Poll at AGM) held on 18th July, 2019

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		
ORDINARY BUSINESS											
1	1	To consider and adopt the Audited Financial Statement for the year ended 31 st March, 2019 and the Reports of the Directors and Auditors thereon.	Ordinary	27	4475258	100	0	0	0	0	0
2	2	To appoint a Director in place of Mr. Gopal Srinivasan (DIN 00277494) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	26	4475208	100	0	0	0	0	0
SPECIAL BUSINESS											
3	3	To appoint Ms. Kusum Dadoo (DIN 06967827) as (i) Director of the Company (ii) Independent Director of the Company upto 5 (five) consecutive years from 5 th November, 2018.	Ordinary	28	4475269	100	0	0	0	0	0
4	4	To re-appoint Mr. Jemi Dorabji Curavala (DIN 00277426) as Managing Director of the Company from 1 st April, 2019 to 31 st July, 2019.	Special	27	4475169	100	0	0	0	0	0
5	5	To appoint Mr. Jemi Dorabji Curavala (DIN 00277426) as Director designated as "Non-Executive Chairman" on the Board of Directors in terms of Resolution 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 152 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, and other applicable laws, being eligible, liable to retire by rotation with effect from 1 st August, 2019 to 31 st March, 2020.	Special	27	4475169	100	0	0	0	0	0

ARTUP KR. ROY

ARUP KR. ROY

Arundhanee 18/07/19
PRACTISING COMPANY SECRETARY
ACS 6784 ★ COP 9597