



GKB Ophthalmics Ltd.

16-A, Tivim Industrial Estate, Mapusa, Goa 403 526 (INDIA)
CIN.: L26109GA1981PLC000469

Tel. : (91 832) 6714444

E-mail : gkbophthalmics@gkb.net

Website : www.gkb.net

GKB /STK-EXCH

August 21, 2024

Department of Corporate Services
BSE Limited
Phiroze Jeejubhoy Towers, Dalal Street
Mumbai - 400 001

Dear Sir,

Ref : Script Code No. : 533212

Sub: Compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report :- Voting results of the AGM

The 42th Annual General Meeting of the Company was held on August 20, 2024, at 11:00 A.M., through Video Conferencing / Other Audio Visual Means.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following :-

1. Consolidated Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Annexure I.
2. Scrutinizers' Report pursuant to Section 108 of the Companies Act, 2013, as Annexure II.

All the resolutions were passed with requisite majority.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For GKB Ophthalmics Ltd.,

Pooja Bicholkar
Company Secretary



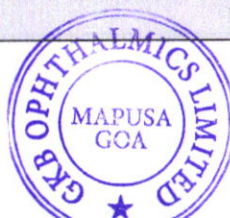
Annexure - I

Date of AGM	August 20, 2024
Total number of shareholders on record date / cut-off date	2688
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	5
Public	36

Agenda –wise disclosure –

Annexure

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Standalone Financial Statements.				
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	E-Voting	2567951	706393	27.5080	706393	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	2567951	706393	27.5080	706393	0	100.0000	0.0000
Public- Institutions	E-Voting	90000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	90000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2382629	11913	0.5000	11872	41	99.6558	0.3442
	Poll							
	Postal Ballot (if applicable)							
	Total	2382629	11913	0.5000	11872	41	99.6558	0.3442
Total		5040580	718306	14.2505	718265	41	99.9943	0.0057
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Consolidated Financial Statements				
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	E-Voting	2567951	706393	27.5080	706393	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	2567951	706393	27.5080	706393	0	100.0000	0.0000
Public- Institutions	E-Voting	90000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	90000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2382629	11913	0.5000	11872	41	99.6558	0.3442
	Poll							
	Postal Ballot (if applicable)							
	Total	2382629	11913	0.5000	11872	41	99.6558	0.3442
Total		5040580	718306	14.2505	718265	41	99.9943	0.0057
Whether resolution is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. K.G. Gupta (DIN: 00051863) who retires by rotation and being eligible, offers himself for re-appointment				
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	E-Voting	2567951	0	0.0000	0	0	0	0
	Poll Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	90000	0	0.0000	0	0	0	0
	Poll Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2382629	11913	0.5000	11872	41	99.6558	0.3442
	Poll Postal Ballot (if applicable)							
	Total		11913	0.5000	11872	41	99.6558	0.3442
Total		5040580	11913	0.2363	11872	41	99.6558	0.3442
Whether resolution is Pass or Not.							Yes	



Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mrs. Sandhya Ajit Kamat (DIN: 10591664) as a Director and as an Independent Director on the Board of the Company				
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	E-Voting	2567951	706393	27.5080	706393	0	100.0000	0.0000
	Poll Postal Ballot (if applicable)							
	Total		2567951	706393	27.5080	706393	0	100.0000
Public- Institutions	E-Voting	90000	0	0.0000	0	0	0	0
	Poll Postal Ballot (if applicable)							
	Total		90000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2382629	11913	0.5000	11872	41	99.6558	0.3442
	Poll Postal Ballot (if applicable)							
	Total		2382629	11913	0.5000	11872	41	99.6558
Total		5040580	718306	14.2505	718265	41	99.9943	0.0057
Whether resolution is Pass or Not.							Yes	



Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Ninad G. Kamat (DIN: 09611972) as a Director and as an Independent Director on the Board of the Company				
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	E-Voting	2567951	706393	27.5080	706393	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	2567951	706393	27.5080	706393	0	100.0000	0.0000
Public-Institutions	E-Voting	90000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	90000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2382629	11913	0.5000	11872	41	99.6558	0.3442
	Poll							
	Postal Ballot (if applicable)							
	Total	2382629	11913	0.5000	11872	41	99.6558	0.3442
Total		5040580	718306	14.2505	718265	41	99.9943	0.0057
Whether resolution is Pass or Not.							Yes	



Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Cedric Lobo (DIN: 09124746) as Executive, Non Independent, Whole Time Director of the Company				
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	E-Voting	2567951	706393	27.5080	706393	0	100.0000	0.0000
	Poll Postal Ballot (if applicable)							
	Total		706393	27.5080	706393	0	100.0000	0.0000
Public-Institutions	E-Voting	90000	0	0.0000	0	0	0	0
	Poll Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2382629	10613	0.4454	10572	41	99.6137	0.3863
	Poll Postal Ballot (if applicable)							
	Total		10613	0.4454	10572	41	99.6137	0.3863
Total		5040580	717006	14.2247	716965	41	99.9943	0.0057
Whether resolution is Pass or Not.							Yes	



Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions of the Company with its Related Parties for F.Y. 2025-26				
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	E-Voting	2567951	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2567951	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	90000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	90000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2382629	10613	0.4454	10572	41	99.6137	0.3863
	Poll							
	Postal Ballot (if applicable)							
	Total	2382629	10613	0.4454	10572	41	99.6137	0.3863
Total		5040580	10613	0.2106	10572	41	99.6137	0.3863
Whether resolution is Pass or Not.							Yes	



Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions of the Company's Subsidiaries with their related parties for F.Y. 2025-26				
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	E-Voting	2567951	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2567951	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	90000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		90000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2382629	10613	0.4454	10572	41	99.6137	0.3863
	Poll							
	Postal Ballot (if applicable)							
	Total		2382629	10613	0.4454	10572	41	99.6137
Total		5040580	10613	0.2106	10572	41	99.6137	0.3863
Whether resolution is Pass or Not.							Yes	



Resolution (9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for holding office or place of profit in subsidiary company by a related party- Mr. Gaurav Gupta				
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)]*10 0	(4)	(5)	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*10 0
Promoter and Promoter Group	E-Voting	2567951	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2567951	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	90000	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		90000	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2382629	10613	0.4454	10572	41	99.6137	0.3863
	Poll							
	Postal Ballot (if applicable)							
	Total		2382629	10613	0.4454	10572	41	99.6137
Total		5040580	10613	0.2106	10572	41	99.6137	0.3863
Whether resolution is Pass or Not.							Yes	



CS Shivaram Bhat
Company Secretary

309, Gera Imperium 1, Patta, Panaji, Goa 403001

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,
Annual General Meeting of the Equity Shareholders
of GKB Ophthalmics Limited
(Regd. Office: 16-A, Tivim Industrial Estate, Mapusa, Goa - 403526)

Held on Tuesday, 20th day of August, 2024 at 11:00 a.m. IST,
through Video Conferencing(VC) / Other Audio Visual Means(OAVM).

Dear Sir,

I, Shivaram Bhat, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of GKB Ophthalmics Limited (CIN: L26109GA1981PLC000469), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the remote e-voting process in respect of the below mentioned resolutions proposed at the 42nd Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Tuesday, 20th day of August, 2024 at 11:00 a.m. IST, through VC / OAVM.

I have also been appointed to scrutinize the e-voting process held at the said AGM.

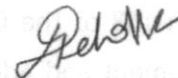


Page 1 of 12

1. I submit my report as under:
- a) The Company has informed me that on July 26, 2024 it has completed the dispatch of notice through email to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on July 19, 2024, the cut-off date fixed for the purpose.
 - b) The Company has provided the facility of e-voting to the shareholders by tying up with the Central Depository Services (India) Limited ('CDSL') e-voting facility.
 - c) The remote e-voting remained open for the period commencing from Saturday, August 17, 2024, 9:00 a.m. to Monday, August 19, 2024, 05:00 p.m.
 - d) The Remote e-voting was also made available to the members at/during the AGM pursuant to MCA Circular dated May 5, 2020 as amended from time to time.
 - e) After the conclusion of the AGM, using the scrutinizer's login on the CDSL e-voting portal, the votes cast through remote e-voting as above were unblocked in the presence of following two witnesses who are not in the employment of the company:



Angelina Lobo



Clarissa D'souza

- f) I have scrutinized and reviewed voting at the meeting and the remote e-voting based on the data downloaded from the CDSL e-voting system and matching with the Register of Members of the Company/list of beneficiaries as on August 13, 2024, provided by the Registrar and Share Transfer Agents of the Company namely Link Intime India Private Limited.



- g) The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.
- h) My responsibility as scrutinizer for the remote e-voting and the e-voting at the AGM is restricted to scrutinize votes cast and making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit consolidated result of the remote e-voting and the e-voting at the AGM in respect of the resolutions considered.

Item No. 1

Adoption of Standalone Financial Statements for Financial Year ended March 31, 2024- Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
38	718265	99.99%

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	41	0.01%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 2

Adoption of Consolidated Financial Statements for Year ended March 31, 2024- Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
38	718265	99.99%

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	41	0.01%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 3

Re-appointment of Mr. K.G. Gupta (DIN: 00051863) who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
34	11872	99.66%

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	41	0.34%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 4

Appointment of Mrs. Sandhya Ajit Kamat (DIN: 10591664) as a Director and as an Independent Director on the Board of the Company- Special Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
38	718265	99.99%

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	41	0.01%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 5

Appointment of Mr. Ninad G. Kamat (DIN: 09611972) as a Director and as an Independent Director on the Board of the Company - Special Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
38	718265	99.99%

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	41	0.01%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 6

Appointment of Mr. Cedric Lobo (DIN: 09124746) as Executive, Non Independent, Whole Time Director of the Company - Special Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
37	716965	99.99%

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	41	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 7

Approval of Material Related Party Transactions of the Company with its Related Parties for F.Y. 2025-26- Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
33	10572	99.61%

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	41	0.39%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 8

Approval of Material Related Party Transactions of the Company's Subsidiaries with their related parties for F.Y. 2025-26- Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
33	10572	99.61%

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	41	0.39%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 9

Approval for holding office or place of profit in subsidiary company by a related party- Mr. Gaurav Gupta - Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
33	10572	99.61%

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
2	41	0.39%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Shivaram Bhat
Company Secretary

The data and all other relevant records relating to e-voting were handed over to the Director authorized by the Board for safe keeping.

You may accordingly declare the result of the voting.



Thanking you,
Yours faithfully,

A handwritten signature in black ink, appearing to read "Shivaram Bhat", written over a horizontal line.

Place: Panaji, Goa.

Date : August 21, 2024

Shivaram Bhat
Practicing Company Secretary
ACS10454 CP 7853

UDIN: A010454F001008858

A handwritten signature in black ink, appearing to read "K. E. Sengupta", written over a horizontal line.
Chairman/ Director

Received on 21-08-2024