

21, Strand Road, Kolkata-700 001 (India)

Phone: +91 (33) 2230-9601 (4 Lines), Fax: +91(33)2231 4222/2210 6167, E-mail: info@glosterjute.com, Web: www.glosterjute.com CIN: L17100WB1923PLC004628

Dated: 09.08.2024

To

The Secretary National Stock Exchange of India Ltd Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E)

Mumbai - 400 051

Symbol - GLOSTERLTD

The Secretary **BSE** Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai- 400001

Scrip Code - 542351

The Secretary

The Calcutta Stock Exchange Ltd.

7, Lyons Range Kolkata 700 001

Scrip Code - 17435

Sub: 102nd Annual General Meeting (AGM) of Gloster Limited

Dear Sir / Madam.

We are pleased to submit herewith the following with respect to 102nd Annual General Meeting ('AGM') of the Company held on Friday, the 9th August 2024 through Video conferencing (VC):

- 1. Proceedings of 102nd AGM
- 2. Voting Results pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015
- 3. Scrutinizer's Report dated 9th August 2024 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014

As per the Scrutinizer's Report, all Resolutions as set out in the Notice of 102nd Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Thanking you

For Gloster Limited

Company Secretary and Compliance Officer

Membership No. A43557



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Summary of Proceedings of the 102nd Annual General Meeting of the Company

The 102nd Annual General Meeting ('AGM') of the Members of Gloster Limited ('the Company') was held on Friday, the 9th August 2024, at 11.00 A.M. through Video conferencing (VC)/Other Audio Visual means (OAVM).

The Board of Directors and the Company Secretary of the Company were present.

The representatives of Secretarial Auditors and Statutory Auditors were in participation through their location.

Mrs. Sweety Kapoor, Practising Company Secretary, Scrutinizer for AGM e-voting process also participated from her location in Kolkata.

Shri Hemant Bangur, Chairman of the Company chaired the meeting.

The Chairman informed that the requisite quorum was present and called the meeting to order. The fellow members of the Board were requested to introduce themselves.

The Company Secretary informed the members about the procedural aspects of Video conferencing (VC)/Other Audio Visual means (OAVM).

It was stated that the Company had provided the facility to its members to exercise their right to vote by electronic means in respect of the businesses to be transacted at this Meeting. Members who have not cast their vote by remote e-Voting prior to the Meeting and who are participating in the Meeting may cast their votes during the Meeting through e-Voting System provided by Central Securities Depository Limited.

The Chairman informed the Members that the Board of Directors have appointed Mrs. Sweety Kapoor, Practising Company Secretary as the Scrutinizer for scrutinizing the remote e-voting process and e-voting during the AGM.

The members gave their suggestions and also raised queries on the Annual Report which were replied to their satisfaction by the Chairman.

The Chairman informed the members that the results of the remote e-voting process and e-voting during the AGM shall be disseminated to the stock exchanges where shares of the Company are listed and also uploaded on the website of the Company and CDSL within the stipulated time.

Ordinary Business:-

- 1. Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2024, and the Reports of Directors and the Statutory Auditors thereon.
- 2. To consider and adopt the Audited Consolidated Financial Statements of the Company for the ER Linguistical year ended 31st March 2024, and the Reports of the Statutory Auditors thereon

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CIN: L17100WB1923PLC004628

- 3. To declare Final Dividend on Equity Shares for the financial year 2023-24. The Board recommends a dividend of 200% i.e., Rs. 20/- per equity share of face value of Rs. 10/- each for the financial year ended 31st March 2024.
- 4. To appoint a Director in place of Shri Dharam Chand Baheti (DIN: 00040953) who retires by rotation and being eligible, offers himself for reappointment.

Special Business:-

5. Ratification of Remuneration of Cost Auditor for the financial year 2024-25.

The meeting concluded at 12:10 PM.

Thanking you

For Gloster Limited

Ayan Datta

Company Secretary and Compliance Officer

Membership No. A43557

and the second s	any			ing (VC)/ Other Audi				GLOSTER I	LIMITED
Type of meeting								AGM	
Date of the meetin	g / last day of receip	t of postal ballo	t forms (in case	of Postal Ballot)				09-08-2024	
Start time of the m	eeting							11:00 AM	
End time of the me	eeting							12:10 PM	
				Scrutinizer Deta	ails				
Name of the Scrut	inimae					SWEETY	KAPOOR		
Firms Name	inizer						KAPOOR		
Qualification						CS	THE COL		
Membership Numl	bar					6410			
	eting in which appoir	nted				30-05-202	4		
	of Report to the comp					09-08-202			
Jac of Issuaffee o	r report to the comp	July		X7.41					
				Voting results	s				
Record date							0	2-08-2024	
Total number of sl	nareholders on record	d date					9	380	
No. of shareholder	rs present in the meet	ting either in pe	rson or through	proxy					
a) Promoters and I	Promoter group						0		
o) Public							0)	
No. of shareholder	rs attended the meeting	ng through vide	o conferencing						
a) Promoters and I	Promoter group						1	0	
o) Public							4	11	
No. of resolution p	passed in the meeting	3					5	i	
Disclosure of note	s on voting results								
				Resolution(1))				
Danahatian maning	d. (Ordinamı / Sansi	-1\		Ordinant					
	d: (Ordinary / Special /promoter group are			Ordinary					
agenda/resolution	promoter group are	interested in th	е	No					
Description of res	olution considered			Adoption of Audited St 31st March 2024, and t					
Description of res	Mode of voting	No. of shares held	No. of votes polled				% of vot		eon % of Votes again
	Mode of		votes	31st March 2024, and t	No. of votes – in	No. of votes -	% of vot	Auditor there	eon % of Votes again
	Mode of voting	shares held	votes polled	31st March 2024, and t % of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of vot	Auditor there	% of Votes again on votes polle
Category	Mode of	shares held	votes polled (2)	31st March 2024, and t % of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	% of vot on vot	Auditor there	% of Votes aga on votes polle (7)= [(5)(2)]*100
Category Promoter and	Mode of voting	shares held	votes polled (2) 6067660	31st March 2024, and to % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426	No. of votes – in favour (4)	No. of votes - against (5)	% of vot on vot (6)=[(4)/(Auditor there	% of Votes aga on votes polle (7)= [(5)(2)]*100
Category Promoter and	Mode of voting E-Voting Poll Postal Ballot (if applicable)	(1) - 7947938	votes polled (2) 6067660 0	31st March 2024, and to % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0	No. of votes – in favour (4) 6067660 0	No. of votes – against (5)	% of vot on vot (6)=[(4)/(100 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Auditor there	% of Votes aga on votes polle (7)= [(5)/(2)]*100 0 0
Category Promoter and	Mode of voting E-Voting Poll Postal Ballot (if applicable) Total	shares held (1)	votes polled (2) 6067660 0 0 6067660	31st March 2024, and t % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 76.3426	No. of votes – in favour (4) 6067660 0	No. of votes – against (5)	% of vot on vot (6)=[(4)/(100 0	Auditor there	% of Votes aga on votes polle (7)= [(5)(2)]*100 0 0
Category Promoter and	Mode of voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting	(1) - 7947938	votes polled (2) 6067660 0 6067660 1393248	31st March 2024, and t % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 76.3426 86.8865	No. of votes – in favour (4) 6067660 0 6067660 1393248	No. of votes – against (5)	% of vot on vot (6)=[(4)/(100 0 100	Auditor there	% of Votes aga on votes polle (7)= [(5)(2)]*100 0 0
Category Promoter and Promoter Group	Mode of voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	(1) - 7947938	votes polled (2) 6067660 0 0 6067660	31st March 2024, and t % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 76.3426	No. of votes – in favour (4) 6067660 0	No. of votes – against (5)	% of vot on vot (6)=[(4)/(100 0	Auditor there	% of Votes aga on votes polle (7)= [(5)(2)]*100 0 0
Category Promoter and Promoter Group	Mode of voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting	(1) - 7947938	votes polled (2) 6067660 0 6067660 1393248	31st March 2024, and t % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 76.3426 86.8865	No. of votes – in favour (4) 6067660 0 6067660 1393248	No. of votes – against (5)	% of vot on vot (6)=[(4)/(100 0 100	Auditor there	% of Votes againon votes polle (7)= [(5)(2)]*100 0 0 0
Category Promoter and Promoter Group	Mode of voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	(1) - 7947938	votes polled (2) 6067660 0 6067660 1393248 0	31st March 2024, and t % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 76.3426 86.8865 0	No. of votes – in favour (4) 6067660 0 6067660 1393248	No. of votes – against (5) 0 0 0 0	% of vot on vot (6)=[(4)/(100 0 0 100 100 0	Auditor there	% of Votes againon votes polle (7)= [(5)(2)]*100 0 0 0
Category Promoter and Promoter Group	Mode of voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	(1) - 7947938 - 7947938 - 1603527	votes polled (2) 6067660 0 6067660 1393248 0	31st March 2024, and t % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 76.3426 86.8865 0	No. of votes – in favour (4) 6067660 0 6067660 1393248 0	No. of votes – against (5) 0 0 0 0	% of vot on vot (6)=[(4)/(100 0 0 100 0	Auditor there	% of Votes aga on votes polle (7)= [(5)(2)]*100 0 0 0
Promoter and Promoter Group Public- Institutions	Mode of voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	(1) - 7947938 - 7947938 - 1603527	votes polled (2) 6067660 0 6067660 1393248 0 1393248	31st March 2024, and to % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 76.3426 86.8865 0 0 86.8865	No. of votes – in favour (4) 6067660 0 6067660 1393248 0 1393248	No. of votes	% of vot on vot (6)=[(4)/(100 0 0 100 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Auditor there	% of Votes agas on votes polle (7)= [(5)(2)]*100 0 0 0 0 0 0
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Category Promoter and Promoter Group Public- Institutions	Mode of voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	(1) - 7947938 - 7947938 - 1603527	votes polled (2) 6067660 0 0 6067660 1393248 0 0 1393248 43079 2360	31st March 2024, and to % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 76.3426 86.8865 0 0 86.8865 3.0952 0.1696	No. of votes – in favour (4) 6067660 0 6067660 1393248 0 1393248 43050 2360	No. of votes	% of vot on vot (6)=[(4)/(100 0 100 100 0 100 0 100 0 100 0	Auditor there	% of Votes again on votes polle (7)= [(5)(2)]*100 0 0 0 0 0 0 0 0 0 0 0 0
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Category Promoter and Promoter Group Public- Institutions	Mode of voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Total Total Total Total Postal Ballot (if applicable)	shares held (1) 7947938 7947938 -1603527 -1391795	votes polled (2) 6067660 0 0 6067660 1393248 0 0 1393248 43079 2360 0 45439 7506347	31st March 2024, and t % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 0 76.3426 86.8865 0 0 86.8865 3.0952 0.1696 0 3.2648	No. of votes – in favour (4) 6067660 0 6067660 1393248 0 1393248 43050 2360 0 45410 7506318	No. of votes	% of vot on vot (6)=[(4)/(100 0 0 100 100 0 100 0 100 0 99.9327 100 0	es in favour tes polled (2)]*100	% of Votes aga on votes polle (7)= [(5)(2)]*100 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Category Promoter and Promoter Group Public- Institutions	Mode of voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Total Total Total Total Postal Ballot (if applicable)	shares held (1) 7947938 7947938 -1603527 -1391795	votes polled (2) 6067660 0 0 6067660 1393248 0 0 1393248 43079 2360 0 45439 7506347	31st March 2024, and t % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 0 76.3426 86.8865 0 0 86.8865 0 0 86.8865 3.0952 0.1696 0 3.2648 68.5933 hether resolution is Pass defined as a second share of the s	No. of votes – in favour (4) 6067660 0 6067660 1393248 0 1393248 43050 2360 0 45410 7506318	No. of votes	% of vot on vot (6)=[(4)/(100 0 0 100 100 0 100 0 100 0 99.9327 100 0 99.9362 99.9996 Yes	es in favour tes polled (2)]*100	% of Votes aga on votes polle (7)= [(5)(2)]*100 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0

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Mode of	Vhether promoter/promoter group are interested in the genda/resolution?								
	Description of resolution considered				Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2024, and the Reports the Statutory Auditor thereon				
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 again		
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100		
E-Voting		6067660	76.3426	6067660	0	100	0		
Poll	7947938	0	0	0	0	0	0		
Postal Ballot (if applicable)	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	0	0	0	0	0	0		
	7947938	6067660	76.3426	6067660	0	100	0		
E-Voting		1393248	86.8865	1393248	0	100	0		
Poll	1603527	0	0	0	0	0	0		
Postal Ballot (if applicable)	1003327	0	0	0	0	0	0		
Total	1603527	1393248	86.8865	1393248	0	100	0		
E-Voting		40903	2.9389	40872	31	99.9242	0.0758		
Poll	1391795	2360	0.1696	2360	0	100	0		
Postal Ballot (if applicable)		0	0	0	0	0	0		
Total	1391795	43263	3.1084	43232	31	99.9283	0.0717		
Total	10943260	7504171	68.5735	7504140	31	99.9996	0.0004		
		W	nether resolution is Pass	or Not.		Yes			
: (Ordinary / Specia	al)		Ordinary						
: (Ordinary / Specia promoter group are		e	Ordinary						
		e	No			er equity share of face	value of Rs. 10/- e		
promoter group are		No. of votes polled	No Declaration of Final Di			er equity share of face of the second of votes in favour on votes polled	% of Votes aga		
promoter group are lution considered Mode of	interested in th	No. of votes	No Declaration of Final Difor the financial year e % of Votes polled on	No. of votes – in	No. of votes -	% of votes in favour	% of Votes aga		
promoter group are lution considered Mode of	No. of shares held	No. of votes polled	No Declaration of Final Difor the financial year e % of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes aga on votes polle (7)=		
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E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total Postal Ballot (if applicable) Total Postal Ballot (if applicable)	No. of shares held (1) 7947938 7947938 1603527	No. of votes polled (2) 6067660 0 0 6067660 1393248 0 0 1393248 40903 2360	No Declaration of Final Difor the financial year e % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 76.3426 86.8865 0 0 86.8865 2.9389 0.1696	No. of votes – in favour (4) 6067660 0 6067660 1393248 0 1393248 40874 2360	n, 2024 No. of votes against (5) 0 0 0 0 0 0 0 0 0 0 0 0	% of votes in favour on votes polled (6)= [(4)(2)]*100 100 0 100 0 100 0 100 99.9291	% of Votes age on votes polle (7)== [(5)(2)]*100 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		
E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Total E-Voting Total Total E-Voting Poll Total Total Total	No. of shares held (1) 7947938 7947938 1603527 1603527	No. of votes polled (2) 6067660 0 0 6067660 1393248 0 0 1393248 40903 2360 0	No Declaration of Final Difor the financial year e % of Votes polled on outstanding shares (3)=[(2)/(1)]*100 76.3426 0 0 76.3426 86.8865 0 0 86.8865 2.9389 0.1696	No. of votes – in favour (4) 6067660 0 6067660 1393248 0 1393248 40874 2360 0	n, 2024 No. of votes against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0	% of votes in favour on votes polled (6)= [(4)(2)]*100 100 0 100 100 0 100 99.9291 100 0	% of Votes age on votes polls (7)== [(5)/(2)]*100 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		
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	Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	Poll 7947938 Postal Ballot (if applicable) 7947938 E-Voting Poll 1603527 Postal Ballot (if applicable) 1603527 E-Voting Poll 1391795 Postal Ballot (if applicable) 1391795	Poll 7947938 0 Postal Ballot (if applicable) 7947938 6067660 Total 7947938 6067660 E-Voting 1393248 Poll 0 Postal Ballot (if applicable) 1603527 1393248 E-Voting 40903 Poll 1391795 2360 Postal Ballot (if applicable) 0 Total 1391795 43263 Total 10943260 7504171	Poll 7947938 0 0 Postal Ballot (if applicable) 7947938 6067660 76.3426 E-Voting 1393248 86.8865 Poll 1603527 0 0 Postal Ballot (if applicable) 1393248 86.8865 E-Voting 40903 2.9389 Poll 2360 0.1696 Postal Ballot (if applicable) 0 0 Total 1391795 43263 3.1084 Total 10943260 7504171 68.5735 Whether resolution is Pass	Poll 7947938 0 0 0 Postal Ballot (if applicable) 7947938 6067660 76.3426 6067660 E-Voting 1403527 1393248 86.8865 1393248 Poll 1603527 0 0 0 Postal Ballot (if applicable) 1393248 86.8865 1393248 E-Voting 140903 2.9389 40872 Poll 2360 0.1696 2360 Postal Ballot (if applicable) 0 0 0 Total 1391795 43263 3.1084 43232 Total 10943260 7504171 68.5735 7504140	Poll	Poll Postal Ballot (if applicable) Postal Ballot (if app		

				Resolution(4)				
Resolution required:	: (Ordinary / Special	1)		Ordinary				
Whether promoter/p genda/resolution?	promoter group are i	nterested in the	è	No				
Description of resol	lution considered			Re-appointment of Shri Dharam Chand Baheti (DIN: 00040953) who retires by rotation and being eligible, offers himself for reappointment				
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 agains on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		6067660	76.3426	6067660	0	100	0
Promoter and Promoter Group	Poll	7947938	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7947938	6067660	76.3426	6067660	0	100	0
	E-Voting		1393248	86.8865	1393248	0	100	0
habia Tantitutiana	Poll	1603527	0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1603527	1393248	86.8865	1393248	0	100	0
	E-Voting		40903	2.9389	40849	54	99.868	0.132
ublic- Non	Poll	1391795	2360	0.1696	2360	0	100	0
nstitutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1391795	43263	3.1084	43209	54	99.8752	0.1248
	Total	10943260	7504171	68.5735	7504117	54	99.9993	0.0007
			W	hether resolution is Pass	or Not.		Yes	
				D	sclosure of note	es on resolution		
				Resolution(5)				
Resolution required	l: (Ordinary / Specia	1)		Ordinary				
	promoter group are		e					
agenda/resolution?				No				
Description of reso	lution considered			Ratification of Remune maintained by the Com			nducting Audit of Cost acial year 2024-25	Accounting records
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 again on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		6067660	76.3426	6067660	0	100	0
Promoter and	Poll	70 47020	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	7947938	0	0	0	0	0	0
	Total	7947938	6067660	76.3426	6067660	0	100	0
	E-Voting		1393248	86.8865	1393248	0	100	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	1603527	0	0	0	0	0	0
	Total	1603527	1393248	86.8865	1393248	0	100	0
	E-Voting		40903	2.9389	40599	304	99.2568	0.7432
	Poll		2360	0.1696	2360	0	100	0
Public- Non institutions	Postal Ballot (if applicable)	1391795	0	0	0	0	0	0
	Total	1391795	43263	3.1084	42959	304	99.2973	0.7027
	Total	10943260	7504171	68.5735	7503867	304	99.9959	0.0041
			W	hether resolution is Pass	or Not.		Yes	(5)
			Tip Tip		isclosure of note	es on resolution	6	ERLING
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,						075 × 2	OLKATA 700 001



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 Near - 18, Ezra Street, Kolkata - 700001

: 033-40083749 : 9830471414

: sweetykapoor53@rediffmail.com

SCRUTINIZER'S REPORT

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

Name of the Company	Gloster Limited		
CIN	L17100WB1923PLC004628		
Meeting	102nd Annual General Meeting		
Day, Date & Time	Friday, 9th August, 2024 at 11.00 am		
Deemed Venue	Registered Office situated at 21, Strand Road, Kolkata – 700 001		
Mode	Video Conferencing (VC)/ Other Audio Visual Means (OAVM)		

Appointment as Scrutinizer

I, **Sweety Kapoor**, Practising Company Secretary (FCS-6410, COP-5738) have been appointed as the Scrutinizer for the remote e-Voting as well as e-Voting by Members during the 102nd Annual General Meeting ("102nd AGM") of Gloster Limited (hereinafter referred to as the Company) held on Friday, 9th August, 2024 at 11.00 am held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the Meeting

Pursuant to General Circulars No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and latest being 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs and Securities Exchange Board of India Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 has permitted the holding of the Annual General Meeting through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013

and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 advertisement was published on Friday, 19th July, 2024 and Saturday, 20th July, 2024 in English newspaper "The Economic Times" and in Bengali newspaper "Ei-Samay" specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids, manner of voting through remote e-Voting or through e-Voting system at the AGM etc.

- 2.2 The Company hosted the notice of the AGM on its website, website of Central Depository Services (India) Limited ("CDSL") the agency providing the platform for remote e-Voting and e-Voting at the AGM and also intimated to the Stock Exchanges on Thursday, 18th July, 2024.
- 2.3 The Company informed that on the basis of the Register of Members made available by Maheshwari Datamatics Private Limited the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM on Thursday, 18th July, 2024 by email to 8437 no. of members who had registered their email ids with the Company/ Depositories.

Cut-off date

The Voting rights were reckoned as on Friday, 2nd August, 2024, being the Cut-off date for the purpose of deciding the entitlements of members for remote e-Voting and e-Voting at the AGM.

Remote e-Voting

4.1 Agency

The Company had appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the platform remote e-Voting and e-Voting at the AGM.

4.2 Remote e-Voting period:

Remote e-Voting platform was open from Tuesday, 6th August, 2024 at 9:00 a.m. and ended on Thursday, 8th August, 2024 at 5:00 p.m. and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-Voting platform provided by CDSL.

4.3 The Corporate members had provided copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through remote e-Voting or for participating and voting in the meeting held through VC/OAVM.

Page 2 of 9

Continuation sheet.....

Voting at the AGM:

- 5.1 Since this AGM was held through VC/ OAVM, physical attendance of the members had been dispensed with. Accordingly, in terms of MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with. Members who attended the meeting through VC/ OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 5.2 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-Voting did not vote again at the AGM e-Voting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-Voting, such as their names, DP ID & Client ID/ Folios, number of shares held but not the manner in which they have voted.
- 5.3 Accordingly, CDSL, the remote e-Voting agency provided us with the names, DP ID & Client ID/ Folios and shareholding of the members who had cast their votes through remote e-Voting.

6. Counting Process:

On completion of e-Voting at the AGM [EVSN: 240718002], I unblocked the results of the remote e-Voting and e-Voting at the AGM by the members on Friday, 9th August, 2024 around 12:15 p.m. in the CDSL e-Voting platform and downloaded the results for scrutiny in the presence of two witnesses namely Md. Tausif and Mrs. Ekta Goswami who are not in the employment of the Company.

7. Results:

- 7.1 Lobserved that
 - (a) 5 members had cast their votes through e-Voting at the AGM.
 - (b) 91 members had cast their votes through remote e-Voting.
- 7.2 The e-Voting contains remote e-Voting and e-Voting at the AGM. My report is a consolidated report of remote e-Voting and e-Voting at the AGM. The Consolidated Report with respect to each item on the agenda as set out in the Notice of 102nd AGM dated 30th May, 2024 are as under:-



Continuation sheet.....

Ordinary Business

Item No. 1 – Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2024, and the Reports of Directors and the Statutory Auditor thereon - Ordinary Resolution

(i) Voted in favour of the resolution

Total (remote e- Voting + e-Voting at the AGM)	91	7,506,318	99.9996
e-Voting at the AGM	5	2,360	0.0314
Remote e- Voting	86	7,503,958	99.9682
Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)

(ii) Voted against the resolution

Total (remote e- Voting + e-Voting at the AGM)	5	29	0.0004
e-Voting at the AGM	0	Ō	0
Remote e- Voting	5	29	0.0004
Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)

Total (remote e-Voting + e- Voting at the AGM)	0	0
e-Voting at the AGM	0	- C
Remote e-Voting	0	0
Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast



Item No. 2 – Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2024, and the Reports the Statutory Auditor thereon - Ordinary Resolution

(i) Voted in favour of the resolution

Total (remote e- Voting + e-Voting at the AGM)	89	7,504,140	99.9996
e-Voting at the AGM	5	2,360	0.0315
Remote e- Voting	84	7,501,780	99.9681
Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)

(ii) Voted against the resolution

Total (remote e- Voting + e-Voting at the AGM)	6	31	0.0004
e-Voting at the AGM	0	0	0
Remote e- Voting	6	31	0.0004
Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)

Total (remote e-Voting + e- Voting at the AGM)	0	0
e-Voting at the AGM	0	0
	0	0
Remote e-Voting		
Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast



Continuation sheet.....

Item No. 3 – Declaration of Final Dividend of 200% i.e., Rs. 20/- per equity share of face value of Rs. 10/- each for the financial year ended 31st March, 2024- Ordinary Resolution

(i) Voted in favour of the resolution

Total (remote e- Voting + e-Voting at the AGM)	90	7,504,142	99.9996
e-Voting at the AGM	5	2,360	0.0314
Remote e- Voting	85	7,501,782	99.9682
Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)

(ii) Voted against the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	5	29	0.0004
e-Voting at the AGM	0	0	0
Total (remote e- Voting + e-Voting at the AGM)	5	29	0.0004

Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total (remote e-Voting + e- Voting at the AGM)	0	0



Item No. 4 – Re-appointment of Shri Dharam Chand Baheti (DIN: 00040953) who retires by rotation and being eligible, offers himself for reappointment - Ordinary Resolution

(i) Voted in favour of the resolution

Total (remote e- Voting + e-Voting at the AGM)	88	7,504,117	99.9993
e-Voting at the AGM	5	2,360	0.0315
Remote e- Voting	83	7,501,757	99.9678
Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)

(ii) Voted against the resolution

Total (remote e- Voting + e-Voting at the AGM)	7	54	0.0007
e-Voting at the AGM	0	0	0
Remote e- Voting	7	54	0.0007
Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)

at the AGM) Remote e-Voting	declared invalid	0
e-Voting at the AGM	0	0
Total (remote e-Voting + e- Voting at the AGM)	0	0



Special Business

Item No. 5 – Ratification of Remuneration of Cost Auditors for conducting Audit of Cost Accounting records maintained by the Company as applicable, for the financial year 2024-25 -Ordinary Resolution

(i) Voted in favour of the resolution

Total (remote e- Voting + e-Voting at the AGM)	87	7,503,867	99.9959
e-Voting at the AGM	5	2,360	0.0314
Remote e- Voting	82	7,501,507	99.9645
Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)

(ii) Voted against the resolution

Total (remote e- Voting + e-Voting at the AGM)	8	304	0.0041
e-Voting at the AGM	0	0	0
Remote e- Voting	8	304	0.0041
Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)

Total (remote e-Voting + e- Voting at the AGM)	0	0
e-Voting at the AGM	0	- 0
Remote e-Voting	0	0
Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast



Continuation sheet.....

Note to Item No. 2,3,4 and 5 – One Shareholder holding 2176 no. of shares abstained from voting on the resolution.

- 8. Based on the foregoing, the resolution(s) as outlined hereinabove of the Notice dated 30th May, 2024 have been passed with requisite majority.
- The Electronic data and all other relevant records of voting process given/ provided/ maintained in electronic mode will remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary.
- You may accordingly declare the result of the AGM.

Place: Kolkata Date: 09/08/2024 Sweety Kapoor

Practising Company Secretary

Membership No. FCS 6410, CP No.5738

UIN: I2003WB399800 PRCN: 660/2020

UDIN: F006410F000937362