

September 15, 2023

To, BSE Limited Department of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 532543	To, National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, G-Block, Bandra Kurla Complex, Bandra East, Mumbai 400 051 Scrip Symbol: GULFPETRO
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Dear Sir/Madam,

Sub: Scrutinizers Report on Voting Results pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015.

This is to inform you that the 40th Annual General Meeting (AGM) of GP Petroleums Limited held on Thursday, September 14, 2023, at 12.00 Noon (IST) through Video Conferencing/ Other Audio Visual Means (OAVM) in accordance with the circulars of Ministry of Corporate Affairs, the Securities and Exchange Board of India (SEBI) and applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in which items of business as mentioned in the Notice dated August 05, 2023 convening the AGM were transacted.

The Company had appointed Mr. Punit Shah, from M/s. P. P. Shah & Co., a Practising Company Secretary (Membership No. 20536) as the Scrutinizer to scrutinize the remote e-voting and e-voting at the 40th AGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice have been duly approved by the Shareholders with the requisite majority.

In this regard, please find enclosed the following-

1. Annexure I Voting Results of the AGM pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. Annexure II Consolidated Scrutinizer's Report dated September 15, 2023 on the remote e-voting and voting through electronic voting system at the AGM.

The aforesaid Voting Results are also available on the website of Stock Exchanges, NSDL and also on the Company's website at www.gppetroleums.co.in.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,
For **GP PETROLEUMS LIMITED**

KANIKA SEHGAL SADANA
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO. A31466

The following items of businesses, as per the Notice convening the 40th AGM of the Company dated August 05, 2023 were considered and approved by way of remote e-voting prior and during the AGM:

Sr. No.	Brief Details of items deliberated	Type of Resolutions
Ordinary Business		
1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2023 and the Reports of the Directors and Auditors thereon.	Ordinary
2	To appoint a Director in place of Mrs. Deepa Goel (DIN: 06527480), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
Special Business		
3	Ratification of payment of remuneration to M/s. Dilip M. Bathija, Cost Accountants, Cost Auditors for the Financial Year 2023-24.	Ordinary
4	Re-appointment of Mr. Mahesh Damle (DIN:08261516) as an Independent Director of the Company.	Special

Voting Results in the format prescribed under Regulation 44(3) of the Listing Regulations:-

Annexure I

Sr. No.	Particulars	Details
1	Date of AGM	Thursday, September 14, 2023.
2	Total Number of shareholders as on record date/cut-off date	As of Cut-off date i.e. September 6, 2023 : 28107
3	(a) No. of Shareholders Present in the Meeting either in Person or through proxy :- (Promoter & Promoter Group and Public)	0
	(b) No. of Shareholders attended the meeting through Video Conferencing : (Promoter & Promoter Group & Public)	84

Resolution 1:				To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 and the Reports of the Directors and Auditors thereon.				
Resolution Required (Ordinary/ Special) :				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
		1	2	3=2/1* 100	4	5	6=4/2* 100	7=5/2* 100
Promoter and Promoter Group	E-Voting	3,23,45,009	3,23,45,009	100.0000	3,23,45,009	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		3,23,45,009	100.0000	3,23,45,009	0	100.0000	0
Public Institutions	E-Voting	55,533	55,533	100.0000	55,533	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		55,533	100.0000	55,533	0	100.0000	0
Public Non Institutions	E-Voting	1,85,83,841	18,470	0.0994	18,213	257	98.6086	1.3914
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		18,470	0.0994	18,213	257	98.6086	1.3914
Total (A+B+C)		5,09,84,383	3,24,19,012	63.5862	3,24,18,755	257	99.9992	0.0008

Resolution 2:				To appoint a Director in place of Mrs. Deepa Goel (DIN:06527480), who retires by rotation and being eligible, offers herself for re-appointment.				
Resolution Required (Ordinary/ Special) :				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
		1	2	3=2/1* 100	4	5	6=4/2* 100	7=5/2* 100
Promoter and Promoter Group	E-Voting	3,23,45,009	3,23,45,009	100.0000	3,23,45,009	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		3,23,45,009	100.0000	3,23,45,009	0	100.0000	0
Public Institutions	E-Voting	55,533	55,533	100.0000	55,533	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		55,533	100.0000	55,533	0	100.0000	0
Public Non Institutions	E-Voting	1,85,83,841	18,470	0.0994	18,202	268	98.5490	1.4510
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		18,470	0.0994	18,202	268	98.5490	1.4510
Total (A+B+C)		5,09,84,383	3,24,19,012	63.5862	3,24,18,744	268	99.9992	0.0008

Resolution 3 :				Ratification of payment of remuneration to M/s. Dilip M. Bathija, Cost Accountants, Cost Auditors for the Financial Year 2023-24				
Resolution Required (Ordinary/ Special) :				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category		No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
		1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promoter and Promoter Group	E-Voting	3,23,45,009	3,23,45,009	100.0000	3,23,45,009	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		3,23,45,009	100.0000	3,23,45,009	0	100.0000	0
Public Institutions	E-Voting	55,533	55,533	100.0000	55,533	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		55,533	100.0000	55,533	0	100.0000	0
Public Non Institutions	E-Voting	1,85,83,841	18,470	0.0994	17,801	669	96.3779	3.6221
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		18,470	0.0994	17,801	669	96.3779	3.6221
Total (A+B+C)		5,09,84,383	3,24,19,012	63.5862	3,24,18,343	669	99.9979	0.0021

Resolution 4:				Re-appointment of Mr. Mahesh Damle (DIN: 08261516) as an Independent Director of the Company.				
Resolution Required (Ordinary/ Special) :				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category		No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
		1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promoter and Promoter Group	E-Voting	3,23,45,009	3,23,45,009	100.0000	3,23,45,009	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		3,23,45,009	100.0000	3,23,45,009	0	100.0000	0
Public Institutions	E-Voting	55,533	55,533	100.0000	55,533	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		55,533	100.0000	55,533	0	100.0000	0
Public Non Institutions	E-Voting	1,85,83,841	18,470	0.0994	18,212	258	98.6031	1.3969
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		18,470	0.0994	18,212	258	98.6031	1.3969
Total (A+B+C)		5,09,84,383	3,24,19,012	63.5862	3,24,18,754	258	99.9992	0.0008

**FORM NO. MGT-13
REPORT OF SCRUTINIZER**

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

To,
Mr. Ayush Goel,
Chairman,
GP Petroleums Limited
804, Aekurti Star, 8th Floor,
MIDC Central Road,
MIDC, Andheri East,
Mumbai - 400093

Dear Sir,

Subject:- Scrutinizer's Report of the 40th Annual General Meeting of the Equity Shareholders of GP Petroleums Limited, held on Thursday, 14th September, 2023 at 12.00 noon through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

I, Mr. Punit Shah, Partner of M/s. P. P. Shah & Co., Practicing Company Secretaries was appointed as Scrutinizer for the 40th Annual General Meeting of the equity shareholders of GP Petroleums Limited held on Thursday, 14th September, 2023 at 12.00 noon through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') for the purpose of scrutinizing the E-voting process ('remote e-voting') and Electronic Voting (e-voting) at the 40th Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority on E-voting ('remote e-voting') and Electronic Voting (e-voting) carried out as per the provisions of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

We submit our report as under:

1. The 40th AGM is held in compliance with the MCA Circular dated 28th December, 2022 read with circulars dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated 5th January, 2023 read with circular dated 12th May, 2020 and 15th January, 2021 (collectively referred to as 'SEBI Circulars') regarding holding of the AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.
2. The Notice of the AGM alongwith the Annual Report 2022-23 has been sent to all the Members on 21st August, 2023 only through electronic mode to those Members whose email addresses are registered with the Company, RTA or CDSL / NSDL ('Depositories') as on 11th August, 2023 to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the 40th Annual General Meeting of "GP Petroleums Limited" [Item No. 1 (One) to 4 (Four) of the Notice of the 40th Annual General Meeting of GP Petroleums Limited].



3. The Company had provided the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) and had engaged the services of NSDL for this purpose.
4. Voting rights were reckoned as on Wednesday, 6th September, 2023, being the cut-off date for the purpose deciding the entitlements of members for remote e-voting and e-voting during the AGM.
5. The remote e-voting period remained open from Monday, 11th September, 2023 at 09.00 A.M. (IST) to Wednesday, 13th September, 2023 at 05.00 P.M. (IST).
6. At the 40th Annual General Meeting of the Company held on Thursday, 14th September, 2023, the facility to vote through electronic system had been provided to facilitate voting for those Members who were present at the Meeting through VC / OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
7. After the closure of the e-voting at the Annual General Meeting, the votes cast through e-Voting at the AGM and through remote e-Voting prior to the date of the Annual General Meeting were unblocked on Thursday, 14th September, 2023.
8. Since the meeting was held through VC / OAVM, no poll papers were cast.
9. The consolidated results of the remote e-voting and e-voting during AGM through VC / OAVM are as under:

ORDINARY BUSINESS:

a. RESOLUTION NO. 1

Ordinary Resolution No. 1 – Approval and adoption of the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 and the Reports of the Directors and Auditors' thereon:

	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	32418755	100.00	257	0.00	32419012	100.00	0	0.00	32419012
Total No. of Members	124	97.64	3	2.36	127	100.00	0	0.00	127



b. RESOLUTION NO. 2

Ordinary Resolution No. 2 – Appointment of Mrs. Deepa Goel, (DIN: 06527480), as a Director of the Company who retires by rotation and being eligible had offered herself for re-appointment:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	32418744	100.00	268	0.00	32419012	100.00	0	0.00	32419012
Total No. of Members	123	96.85	4	3.15	127	100.00	0	0.00	127

SPECIAL BUSINESS:

c. RESOLUTION NO. 3

Ordinary Resolution No. 3 -Ratification of payment of remuneration to M/s. Dilip M. Bathija, Cost Accountant, Cost Auditors for the Financial Year 2023-24:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	32418343	100.00	669	0.00	32419012	100.00	0	0.00	32419012
Total No. of Members	122	96.06	5	3.94	127	100.00	0	0.00	127

d. RESOLUTION NO. 4

Special Resolution No. 4 – Re-appointment of Mr. Mahesh Damle (DIN: 08261516) as an Independent Director of the Company:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	32418754	100.00	258	0.00	32419012	100.00	0	0.00	32419012
Total No. of Members	123	96.85	4	3.15	127	100.00	0	0.00	127

10. All the resolutions as set out in Item no. 1 to 4 of the Notice of the 40th Annual General Meeting have been passed with requisite majority as the votes cast FOR the resolutions exceed the number of votes cast AGAINST the resolutions by requisite majority.



Pradip Shah
B. Com. LL.B. FCS

P. P. Shah & Co.
Company Secretaries

Punit Shah
B. Com. ACS

11. The consolidated result of the votes cast (by remote e-voting and e-voting during AGM) is provided as Annexure - 1 to this report.

Thanking You,
Yours Faithfully,

For P. P. Shah & Co.
Practicing Company Secretaries

Punit P Shah

Punit Shah
Partner



Place: Mumbai
Date: 15th September, 2023
UDIN: A020536E001016731

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Annexure – 1

Consolidated Result of Voting (by Remote E-voting and E-voting) for Resolution Nos. 1 to 4 of the Notice of the 40th Annual General Meeting of “GP Petroleums Limited” held on Thursday, 14th September, 2023 at 12.00 noon by VC / OAVM

Resolution # 1 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	123	32418357	100.00	4	655	100.00	127	32419012	100.00
Voted In Favour Of Resolution	120	32418100	100.00	4	655	100.00	124	32418755	100.00
Voted against the resolution	3	257	0.00	0	0	0.00	3	257	0.00

Resolution # 2 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	123	32418357	100.00	4	655	100.00	127	32419012	100.00
Voted In Favour Of Resolution	119	32418089	100.00	4	655	100.00	123	32418744	100.00
Voted against the resolution	4	268	0.00	0	0	0.00	4	268	0.00

Resolution # 3 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	123	32418357	100.00	4	655	100.00	127	32419012	100.00
Voted In Favour Of Resolution	118	32417688	100.00	4	655	100.00	122	32418343	100.00
Voted against the resolution	5	669	0.00	0	0	0.00	5	669	0.00

Resolution # 4 – Special Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	123	32418357	100.00	4	655	100.00	127	32419012	100.00
Voted In Favour Of Resolution	119	32418099	100.00	4	655	100.00	123	32418754	100.00
Voted against the resolution	4	258	0.00	0	0	0.00	4	258	0.00

