

Ref. : GCL/2020-21/BSE/

Date : September 28, 2020

General Manager
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Tower, Dalal Street, Fort,
Mumbai 400 001

Dear Sir / Madam,

Subject: Summary of proceedings of the Annual General Meeting, declaration of voting results and consolidated report issued by the Scrutinizer

The 28th Annual General Meeting (“AGM”) of Gujarat Containers Limited (“the Company”) was held on Saturday, September, 2020, at 3.00 p.m. (IST), through Video Conference (VC) / Other Audio Visual Means (OAVM) (“e-AGM”), in accordance with Ministry of Corporate Affairs (MCA), vide Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No.17/2020 dated April 13, 2020 (“MCA Circulars”) and Circular number SEBI/ HO / CFD / CMD1/ CIR/ P/2020/79 dated May 12, 2020 issued by SEBI.

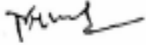
Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI-LODR), the Company had provided an opportunity to all its members to exercise their voting rights through electronic voting ("remote e-voting") for the items of business to be transacted at the AGM. The remote e-voting facility was provided to all the members of the Company holding shares as on 19th September, 2020, being the cut-off date, by National Securities Depository Limited (“NSDL”). The remote e-voting commenced at 9:00 a.m. (IST) on Tuesday the 23rd September, 2020 and ended at 5:00 p.m. (IST) on Friday, September, 2020. To facilitate the members who could not cast their vote through the remote e-voting, the Company had extended the facility for electronic voting during the AGM. Accordingly, please find attached the following disclosures:

1. Summary of proceedings of the AGM pursuant to Regulation 30 read with Schedule III of SEBI-LODR.
2. Voting results in the format prescribed under Regulation 44 of SEBI-LODR (as provided by the agency which has extended the e-voting facility i.e. NSDL).
3. Consolidated report of the Scrutinizer on remote e-voting and electronic voting during the AGM pursuant to Section 108 of the Companies Act, 2013 and rules made thereunder.

Thanking you.

Yours sincerely,

For Gujarat Containers Limited



**(Narendra D Shah)
Company Secretary**



Encl.: As above

Summary of proceedings of 28th Annual General Meeting of Gujarat Containers Limited (“Company”)

The 28th Annual General Meeting (‘AGM’ or ‘Meeting’) of the members of Gujarat Containers Limited (the Company) was held on Saturday the 26th September, 2020 at 3:00 p.m. (IST) through Video Conference (‘VC’)/ Other Audio Visual Means (‘OAVM’) (“e-AGM”). The Meeting was conducted in compliance with the relevant provisions of the Companies Act, 2013, Securities and Exchange Board of India (‘SEBI’) (Listing Obligations and Disclosure Requirements) Regulations, 2015 and General Circulars 20/2020 dated May 5, 2020, 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (‘MCA’) (“MCA Circulars”) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by SEBI.

Mr. Kiran Shah, Chairman & Managing Director of the Company (“Chairman”), chaired the Meeting.

The Meeting was attended by 49 members (including authorised representatives) through VC/OAVM.

The following Directors attended the Meeting,:

Mr. Kiran Shah, Chairman & Managing Director of the Company, participated in the Meeting from Corporate Office, Vadodara.

Mr. Neil Kiran Shah, CFO and Whole Time Director of the Company, participated in the meeting from Corporate Office, Vadodara.

Ms. Neha Vivek Vora, Whole Time Director of the Company, participated in the meeting from Corporate Office, Vadodara.

Mr. Divyakant Zaveri, Independent Director and Chairman of Audit Committee of the Company, participated in the meeting from Corporate Office, Vadodara.

Mr. Ashwin Kantilal Shah, Independent Director and Chairman of Nominee & Remuneration Committee of the Company, participated in the meeting from their own office, Vadodara.

Mr. Narendra D Shah, Company Secretary of the Company, participated in the meeting from Corporate Office, Vadodara.

Mr. Nishad Dave, partner of M/s. Shah & Bhandari, Chartered Accountants, the statutory auditor of the Company and

Mr. Jayesh Vyas, Practising Company Secretary representing M/s. Jayesh Vyas & Associates, participated in the meeting from their own office, Vadodara.

Mr. Narendra D Shah, Company Secretary, welcomed the members for attending the 28th AGM through VC/OAVM and apprised them that for smooth conduct of the Meeting. Further, the members were requested to join the Meeting through devices such as laptops or desktops for better experience and have stable Wi-Fi or LAN connection to avoid any kind of technical disturbances. Further, the members were informed that the transcript of the Meeting shall be made available on the website of the Company as soon as possible after the conclusion of the Meeting.

After the above announcement, Mr. Narendra Shah handed over the proceedings of the Meeting to Mr. Kiran Shah, Chairman.

Mr. Kiran Shah, Chairman welcomed the participants at the Meeting, on behalf of the Board of Directors, and expressed his sincere thanks to all the shareholders for showing their confidence in the Company.

The Chairman affirmed that all efforts feasible under the current circumstances due to the outbreak of COVID-19 pandemic, had been made by the Company to ensure effective participation by the members of the Company and voting on the items set out in the Notice convening the 28th AGM ("Notice").

The requisite quorum as per the Companies Act, 2013 (CA2013) being present, the Chairman declared the Meeting to be in order and welcomed the members attending the Meeting. The Chairman thereafter introduced all the Directors and informed that the certificate obtained from statutory auditor M/s. Shah & Bhandari of the Company under Regulation 13 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, the statutory registers and other relevant documents were available with the Company and could be inspected by the members till the conclusion of the Meeting.

The Chairman informed that the Notice dated August, 24, 2020 was emailed to the members and a public notice to this effect was published in the newspapers on 5th September, 2020. With the consent of the members present, the Notice was taken as read. The Chairman further informed the members that the Auditors' Report on the financial statements of the Company, for the year

ended March 31, 2020, did not have any qualifications, observations or comments of the auditors on the financial transactions or matters, which had any adverse effect on the functioning of the Company. In view of the same, in accordance with the Companies Act, 2013, there was no need to read the Auditors' Report.

The Chairman informed the members that pursuant to Companies Act, 2013 read with relevant Rules, the Company had provided an opportunity to all its members to exercise their voting rights through electronic voting ('remote e-voting') for the items of business to be transacted at the Meeting. The remote e-voting facility was provided to all the members of the Company holding shares as on August 19, 2020, it being the cut-off date, by National Securities Depository Limited. The remote e-voting commenced at 9:00 a.m. (IST) on Wednesday 23, 2020 and ended at 5:00 p.m. (IST) on Friday, September 25, 2020.

Further, the Chairman informed the members, that to facilitate those who could not cast their vote through remote e-voting, the Company had extended the facility to cast their votes through the electronic voting system during the last 30 minutes after the conclusion of the Meeting.

The members were informed that the Board of Directors of the Company had appointed Jayesh Vyas & Associates, Practicing Company Secretaries, as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner and that Mr. Jayesh Vyas representing M/s. Jayesh Vyas & Associates, the Practicing Company Secretaries, was present at the Meeting.

Thereafter, the Chairman authorised the Chief Financial Officer or the Company Secretary to declare the results of the remote e-voting as well as for the electronic voting done during the Meeting, by announcing the results to the stock exchanges as well as by disseminating the results on the website of the Company alongwith the Scrutinizer's report and informed the members that the same would be recorded as part of the proceedings of the Meeting. The Chairman then thanked the members for their support and declared the meeting as closed and announced that the electronic voting facility shall be kept open for 30 minutes after conclusion of the proceedings of the meeting at 3.30 p.m.

After 30 minutes, Mr. Narendra D. Shah, announced that the time to cast the votes was elapsed and accordingly the electronic voting system was disabled and thanked the members for their participation.

The following items of business were transacted through remote e-voting and through electronic voting system during the Meeting:

Ordinary Business:

1. To consider and adopt the audited Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the reports of the Board of Directors and Auditors thereon for the year ended March 31, 2020.
2. To appoint Ms. Neha Vivek Vora (DIN No. 07150139) as a Director liable to retire by rotation.

were proposed by way of Ordinary Resolutions and

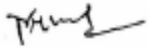
Special Business :

3. To regularize Appoint Mr. Neil Kiran Shah in casual vacancy caused by the resignation of Mr. Pravin Shah,
4. To appoint Mr. Neil Kiran Shah (DIN: 08616568) as the Whole Time Director (Finance) and
5. To re-appoint Mr. Kiran Arvindlal Shah (DIN 01862236), the Chairman & Managing Director who has attained the age of 70 (Seventy) years.

were proposed by way of Special Resolutions, as enumerated in the Notice convening this 28th Annual General Meeting dated 24th August, 2020 of the Company.

Based on the consolidated Scrutinizer's report dated September 28, 2020, it is understood that all resolutions as set out in the Notice were passed by the members UNANIMOUSLY.

For Gujarat Containers Limited



(Narendra D. Shah)
Company Secretary



To,
The Dy. Manager
The Department of Corporate Services
BSE Limited
1st Floor, Rotunda Bldg.,
Phiroze Jeejeebhoy Towers, Dalal Street, Fort,
Mumbai - 400001.
Scrip Code: 513507.

26th September, 2020

Dear Sirs,

Sub: Proceedings of the 28th Annual General Meeting held on 26th September, 2020 Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Wf3 are enclosing herewith the proceedings at the 28th Annual General Meeting of the Company held on 26th September, 2020.

Thanking you,
Yours faithfully,
For Gujarat Containers limited,



(Narendra D. Shah)
Company Secretary & Compliance Officer

DISCLOSURE REGARDING VOTING RESULTS OF THE 28TH ANNUAL GENERAL MEETING OF THE COMPANY AS PER REGULATION 44(3) OF SEBI (LODR) REGULATIONS, 2015

Date of the AGM	26th September, 2020
Total number of shareholders on record date	10,100
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group :	Nil
Public :	Nil
No. of shareholders present in the meeting through Video conferencing (VC)	
Promoters and Promoter Group :	5
Public :	48

Agenda - wise disclosure

Resolution -1 :

To receive, consider and adopt the audited Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the reports of the Board of Directors and Auditors thereon.

Resolution required						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 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	3,227,123	3227123	100.00	3227123	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3227123	3227123	100.00	3227123	0	100.00
Public Institutions	E-Voting	0	0	0.0000	0	0	0.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Total		0	0	0.0000	0	0	0.00
Public Non-Institutions	E-Voting	2,422,877	14506	0.5987	14506	0	100.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Total		2422877	14506	0.5987	14506	0	100.00
Total		5650000	3241629	57.3740	3241629	0	100.00	0.00

Resolution -2 :

To Appoint Ms. Neha Vivek Vora (DIN No. 07150139) as a Director liable to retire by rotation.

Resolution required						Ordinary		
Whether promoter/ promoter group are interested in the agenda/resolution?						Yes		
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	3,227,123	0.00*	0.00*	0.00*	0.00	0.00*	0.00
	Poll		0.00*	0.00*	0.00*	0.00	0.00*	0.00
	Total		3227123	0.00*	0.00*	0.00*	0.00	0.00*
Public Institutions	E-Voting	0	0	0.00	0.00	0.00	0.00	0.00
	Poll		0	0.00	0.00	0.00	0.00	0.00
	Total		0	0	0.00	0.00	0.00	0.00
Public Non-Institutions	E-Voting	2,422,877	14506	0.60	14506	0.00	100.00	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
	Total		2422877	14506	0.60	14506	0.00	100.00
Total		5650000	14506	0.26	14506	0.00	100.00	0.00

Note : * Being interested , the votes cast by the Promoter Group of Shareholders have not been considered as valid votes.

Resolution -3 :

To Regularize Appoint Mr. Neil Kiran Shah in casual vacancy caused by the resignation of Mr. Pravin Shah

Resolution required						Ordinary		
Whether promoter/ promoter group are interested in the agenda/resolution?						Yes		
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	3,227,123	0.00*	0.00*	0.00*	0.00	0.00*	0.00
	Poll		0.00*	0.00*	0.00*	0.00	0.00*	0.00
	Total		3227123	0.00*	0.00*	0.00*	0.00	0.00*
Public Institutions	E-Voting	0	0	0.00	0	0.00	0.00	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
	Total		0	0	0.00	0	0.00	0.00
Public Non-Institutions	E-Voting	2,422,877	14506	0.60	14506	0.00	100.00	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
	Total		2422877	14506	0.60	14506	0.00	100.00
Total		5650000	14506	0.26	14506	0.00	100.00	0.00

Note : * Being interested , the votes cast by the Promoter Group of Shareholders have not been considered as valid votes.

Resolution -4 :

To Appoint Mr. Neil Kiran Shah (DIN: 08616568) as the Whole Time Director (Finance) receive, consider and adopt the audited Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the reports of the Board of Directors and Auditors thereon.

Resolution required						Ordinary		
Whether promoter/ promoter group are interested in the agenda/resolution?						Yes		
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	3227123	0.00*	0.00*	0.00*	0	0.00*	0.00
	Poll		0.00*	0.00*	0.00*	0	0.00*	0.00
	Total		3227123	0.00*	0.00*	0.00*	0	0.00*
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public Non-Institutions	E-Voting	2422877	14506	0.60	14506	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		2422877	14506	0.60	14506	0	100.00
Total		5650000	14506	0.26	14506	0	100.00	0.00

Note : * Being interested , the votes cast by the Promoter Group of Shareholders have not been considered as valid votes.

Resolution -5 :


To Re- appoint Mr. Kiran Arvindlal Shah (DIN 01862236), the Chairman & Managing Director who has attained the age of 70 (Seventy) years.

Resolution required						Ordinary		
Whether promoter/ promoter group are interested in the agenda/resolution?						Yes		
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	3227123	0.00*	0.00*	0.00*	0.00	0.00*	0.00
	Poll		0.00*	0.00*	0.00*	0.00	0.00*	0.00
	Total		3227123	0.00*	0.00*	0.00*	0	0.00*
Public Institutions	E-Voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Total		0.00	0.00	0.00	0.00	0.00	0.00
Public Non-Institutions	E-Voting	2422877	14506	0.60	14506	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		2422877	14506	0.60	14506	0	100.00
Total		5650000	14506	0.26	14506	0	100.00	0.00

Note : * Being interested , the votes cast by the Promoter Group of Shareholders have not been considered as valid votes.

Results : On the basis of the Report of the Scrutinizers dated 26th September, 2020, all the aforesaid resolutions proposed at the AGM held on 26th September, 2020 were passed unanimously.

For Gujarat Containers Limited



Narendra D. Shah
Company Secretary & Compliance Officer





Jayesh Vyas & Associates
Practising Company Secretaries
Office : 1, "Premal Jyot", Sarabhai Colony, Gotri Road, Baroda - 390 021

Mobile No. : 093762 12649
Phone No. : (0265) 2394038
E-Mail : jayesh.jayconsultancy@gmail.com
E-Mail : cs.jayeshvyas@hotmail.com

To,
The Chairman & Managing Director
Gujarat Containers Limited
Regd. Office Plot No. 488, Baroda-Savli Highway,
Village - Tundav Tal.-Savli .
Dist,. Vadodara -391775

Date :26-09-2020

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting. before the 28th Annual General Meeting ('AGM') of Gujarat Containers Limited held on Saturday, the 26th September, 2020 at 3.00 p.m. (IST)through Video Conferencing ('VC') / other audio visual means ('OAVM') and remote e-voting during the AGM, conducted pursuant to 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 Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

I, Jayesh Sureshchandra Vyas , (Membership No. FCS 5072 / C.P No. 1790), Proprietor, M/s. Jayesh Vyas & Associates , Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Gujarat Containers Limited, pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 28th Annual General Meeting ('AGM') of Gujarat Containers Limited on Thursday, September 26th, 2020 at 3.00 p.m. (IST)through Video Conferencing ('VC') / other audio visual means ('OAVM').

I was appointed as Scrutinizer to scrutinize the remote e-voting process during the AGM. The Notice dated August 24, 2020, convening the AGM, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members





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whose email addresses are registered with the Company / Depositories, in compliance with the MCA Circular dated May 5, 2020 read with Circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') and SEBI Circular dated May 12, 2020.

The Company had availed the e-voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-voting by the Shareholders of the Company. The voting period for remote e-voting commenced on Wednesday, September 23, 2020 at 9.00 a.m. (IST) and ended on Friday, September 25, 2020 at 5.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the Shareholders present at the AGM through VC and who had not cast their vote earlier. The Shareholders of the Company holding shares as on the 'cut-off' date of Friday, September 19, 2020 were entitled to vote on the resolutions forming part of the Notice of the AGM. After the closure of e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the, AGM and votes cast therein based on the data downloaded from the NSDL e-voting system .

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions forming part of the Notice of the AGM.

My responsibility as a scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions .





Ordinary Business :

Resolution No. 1 – Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the reports of the Board of Directors and Auditors thereon.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
32,41,629	32,41,629	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Resolution No. 2 – Ordinary Resolution :

To appoint a Director in place of Ms. Neha Vivek Vora (DIN No. 07150139), who retires by rotation and is eligible offers herself for re- appointment.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
14,506	14,506	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00





Jayesh Vyas & Associates
Practising Company Secretaries

Mobile No. : 093762 12649
Phone No. : (0265) 2394038
E-Mail : jayesh.jayconsultancy@gmail.com
E-Mail : cs.jayeshvyas@hotmail.com

(iii) **Invalid Votes :** Office : 1, "Premal Jyot", Sarabhai Colony, Gotri Road, Baroda - 390 021

Numbers of members whose votes were declared invalid	Number of votes cast by them
5	32,27,123

Note : Being interested the Votes cast by the promoters' Group of shareholders have not been considered as Valid Votes.

Special Business :

Resolution No. 3 – Special Resolution.

To consider appointment of Mr. Neil Kiran Shah (DIN: 08616568) who was appointed as a Director in casual vacancy caused by the resignation of Mr. Pravin Shah.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
14,506	14,506	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid Votes :**

Numbers of members whose votes were declared invalid	Number of votes cast by them
5	32,27,123

Note : Being interested the Votes cast by the promoters' Group of shareholders have not been considered as Valid Votes.





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Resolution No. 4 – Special Resolution

To consider appointment of Mr. Neil Kiran Shah (DIN: 08616568) as the Whole Time Director (Finance).

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
14,506	14,506	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
5	32,27,123

Note : Being interested the Votes cast by the promoters' Group of shareholders have not been considered as Valid Votes.

Resolution No. 5 – Special Resolution

Mr. Kiran Arvindlal Shah (DIN 01862236), the Chairman & Managing Director who has attained the age of 70 (Seventy) years.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
14,506	14,506	100.00





Mobile No. : 093762 12649
Phone No. : (0265) 2394038
E-Mail : jayesh.jayconsultancy@gmail.com
E-Mail : cs.jayeshvyas@hotmail.com

Jayesh Vyas & Associates
Practising Company Secretaries

Office : 1, "Premat Jyot", Sarabhai Colony, Gotri Road, Baroda - 390 021

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(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
5	32,27,123

Note : Being interested the Votes cast by the promoters' Group of shareholders have not been considered as Valid Votes.

Thanking you,

For Jayesh Vyas & Associates
Practicing Company Secretaries



Jayesh Vyas
Proprietor
FCS-5072 : CP-1790
Place : Vadodara
Date : 26-09-2020



Jayesh Vyas & Associates
Practising Company Secretaries
Office : 1, "Premal Jyot", Sarabhai Colony, Gotri Road, Baroda - 390 021

Mobile No. : 093762 12649
Phone No. : (0265) 2394038
E-Mail : jayesh.jayconsultancy@gmail.com
E-Mail : cs.jayeshvyas@hotmail.com

To,
The Chairman & Managing Director
Gujarat Containers Limited
Regd. Office Plot No. 488, Baroda-Savli Highway,
Village - Tundav Tal.-Savli .
Dist,. Vadodara -391775

Date :26-09-2020

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting. before the 28th Annual General Meeting ('AGM') of Gujarat Containers Limited held on Saturday, the 26th September, 2020 at 3.00 p.m. (IST)through Video Conferencing ('VC') / other audio visual means ('OAVM') and remote e-voting during the AGM, conducted pursuant to 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 Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

I, Jayesh Sureshchandra Vyas , (Membership No. FCS 5072 / C.P No. 1790), Proprietor, M/s. Jayesh Vyas & Associates , Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Gujarat Containers Limited, pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 28th Annual General Meeting ('AGM') of Gujarat Containers Limited on Thursday, September 26th, 2020 at 3.00 p.m. (IST)through Video Conferencing ('VC') / other audio visual means ('OAVM').

I was appointed as Scrutinizer to scrutinize the remote e-voting process during the AGM. The Notice dated August 24, 2020, convening the AGM, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members





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whose email addresses are registered with the Company / Depositories, in compliance with the MCA Circular dated May 5, 2020 read with Circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') and SEBI Circular dated May 12, 2020.

The Company had availed the e-voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-voting by the Shareholders of the Company. The voting period for remote e-voting commenced on Wednesday, September 23, 2020 at 9.00 a.m. (IST) and ended on Friday, September 25, 2020 at 5.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the Shareholders present at the AGM through VC and who had not cast their vote earlier. The Shareholders of the Company holding shares as on the 'cut-off' date of Friday, September 19, 2020 were entitled to vote on the resolutions forming part of the Notice of the AGM. After the closure of e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the, AGM and votes cast therein based on the data downloaded from the NSDL e-voting system .

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions forming part of the Notice of the AGM.

My responsibility as a scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions .





Ordinary Business :

Resolution No. 1 – Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the reports of the Board of Directors and Auditors thereon.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
32,41,629	32,41,629	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Resolution No. 2 – Ordinary Resolution :

To appoint a Director in place of Ms. Neha Vivek Vora (DIN No. 07150139), who retires by rotation and is eligible offers herself for re- appointment.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
14,506	14,506	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00





Jayesh Vyas & Associates
Practising Company Secretaries

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(iii) **Invalid Votes :** Office : 1, "Premal Jyot", Sarabhai Colony, Gotri Road, Baroda - 390 021

Numbers of members whose votes were declared invalid	Number of votes cast by them
5	32,27,123

Note : Being interested the Votes cast by the promoters' Group of shareholders have not been considered as Valid Votes.

Special Business :

Resolution No. 3 – Special Resolution.

To consider appointment of Mr. Neil Kiran Shah (DIN: 08616568) who was appointed as a Director in casual vacancy caused by the resignation of Mr. Pravin Shah.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
14,506	14,506	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid Votes :**

Numbers of members whose votes were declared invalid	Number of votes cast by them
5	32,27,123

Note : Being interested the Votes cast by the promoters' Group of shareholders have not been considered as Valid Votes.





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Resolution No. 4 – Special Resolution

To consider appointment of Mr. Neil Kiran Shah (DIN: 08616568) as the Whole Time Director (Finance).

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
14,506	14,506	100.00

(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
5	32,27,123

Note : Being interested the Votes cast by the promoters' Group of shareholders have not been considered as Valid Votes.

Resolution No. 5 – Special Resolution

Mr. Kiran Arvindlal Shah (DIN 01862236), the Chairman & Managing Director who has attained the age of 70 (Seventy) years.

(i) Voted in **favour** of the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
14,506	14,506	100.00





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(ii) Voted **against** the resolution :

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
None	None	0.00

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
5	32,27,123

Note : Being interested the Votes cast by the promoters' Group of shareholders have not been considered as Valid Votes.

Thanking you,

For Jayesh Vyas & Associates
Practicing Company Secretaries



Jayesh Vyas
Proprietor
FCS-5072 : CP-1790
Place : Vadodara
Date : 26-09-2020