



Golden Tobacco Limited

(Estd. 1930 • Founder : Late Narsee Monjee • Incorporated 1955)

Manufacturers of Quality Cigarettes / Cigars



GTL/SE/SEC/2019-20
December 30, 2019

To, The Manager, Corporate Relations Deptt. BSE Ltd. P.J. Towers, Dalal Street, MUMBAI-400001 Scrip Code:151	To, The Secretary, National Stock Exchange of India Ltd. Exchange Plaza Bandra Kurla Complex, Bandra (East) MUMBAI - 400 051 Scrip Code: 5251
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Dear Sir,

Sub: Submission of Outcome/ Proceedings under Regulation 30 of the SEBI (LODR) Regulations, 2015 for the 63rd Annual General Meeting of Members of the Company held on December 30, 2019:

We would like to inform that the 63rd Annual General Meeting of the Members of the Company was held today i.e. December 30, 2019 at Banyan Paradise Resort, Near Dumad Road, Vemali, Vadodara - 390008, Gujarat to transact the business mentioned in the Notice of the AGM dated December 1, 2019. We enclose herewith Outcome / Proceedings of the 63rd Annual General Meeting.

You are requested to kindly acknowledge receipt and take the same on records.

**Thanking You,
Yours Faithfully,
For Golden Tobacco Limited**

**Jaymeen Patel
Company Secretary
(M. No. ACS - 38601)**



Registered Office & Works : At. Darjipura, Post-Amaliyara, Vadodara - 390 022. (Gujarat).
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website : www.goldentobacco.in **CIN :** L16000GJ1955PLC067605

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PROCEEDINGS OF THE 63rd ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY, HELD ON MONDAY, THE DECEMBER 30, 2019 AT 10.30 A.M. AT THE BANYAN PARADISE RESORT, NEAR DUMAD ROAD, VEMALI, VADODARA – 390008, GUJARAT.

Directors' Present:

1. Ms. Kokila Panchal - Independent Director
2. Shri Vinod Bhatia - Independent Director
3. Shri Jaskaran S. Khurana - Acting Managing Director

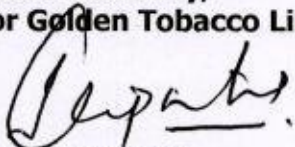
Other Invitee:

1. Shri Vinay Somani- Partner- M/s. Bagaria & Co. the Statutory Auditors.
 2. Shri Devesh Pathak - Scrutiniser
 3. Shri Pawan Kumar Malsaria - Chief Financial Officer
 4. Shri Jaymeen Patel - Company Secretary
1. Members were informed that all the Directors were present in the meeting.
 2. With unanimous consent of Directors present, Ms. Kokila Panchal was elected as a chairperson of the meeting. Then she occupied the Chair and welcomed all those present in 63rd Annual General Meeting of the Company. Thereafter she introduced all the directors and others present and sitting on the dais.
 3. The necessary quorum was present throughout the meeting. The Chairman took up the business at the Annual General Meeting as per Notice dated December 1, 2019.
 4. The Company Secretary informed to the Shareholders that there was neither qualification nor adverse remarks by the Statutory Auditors and Secretarial Auditors in their report. However their observations were self explanatory.
 5. Notice of 63rd Annual General Meeting with explanatory statement, Reports & Financial Statement for the financial year ended March 31, 2019 circulated to the Members were taken as read with the consent of the Members present in the meeting.
 6. The Chairperson delivered her speech to the shareholders, wherein, she dealt with the year in retrospect and future outlook.
 7. The Following documents, Registers of the Company remained open and assessable for inspection during the continuous period of AGM :
 - a) Standalone and consolidated Financial Statement, the Board's Report and Auditors' Report thereon of the Company and its Subsidiaries for the financial year ended March 31, 2019
 - b) The Register of Directors and Key Managerial Personnel and their shareholding.
 - c) The Register of Contract and shareholding in which Directors are Interested.



8. The Chairperson briefed the items on the Agenda of the meeting as follows and replied the questions raised by the members during the meeting :
- 1) To adopt (a) the Audited Financial Statements for the year ended on March 31, 2019 together with the Board's Report and Auditors' Report thereon as well as (b) the Audited Consolidated Financial Statement for the financial year ended March, 2019 together with Reports of the Auditors' thereon. (by Ordinary Resolution)
 - 2) To reappoint Shri Jaskaran Khurana as retiring Director (by Ordinary Resolution)
 - 3) To appoint Shri Jaskaran S Khurana (DIN: 00005035) as Executive Director of the Company. (From 23.05.2019 to 27.09.2019). (by Ordinary Resolution)
 - 4) To fix terms and conditions of remuneration of Shri Jaskaran S Khurana (DIN: 00005035) (From 23.05.2019 to 27.09.2019). (by Special Resolution)
 - 5) To approve appointment of Shri A.K. Joshi (DIN: 00379820) as Managing Director of the Company. (From 28.09.2018 to 27.09.2019) (by Ordinary Resolution)
 - 6) To fix terms and conditions of remuneration of Shri A.K. Joshi (DIN: 00379820) (From 28.09.2018 to 27.09.2019). (by Special Resolution)
 - 7) To approve appointment of Shri Jaskaran S Khurana (DIN: 00005035) as Acting Managing Director of the Company. (From 28.09.2019 to 30.12.2019). (by Ordinary Resolution)
 - 8) To fix terms and conditions of remuneration of Shri Jaskaran S Khurana as Acting Managing Director (DIN: 00005035) (From 28.09.2019 to 30.12.2019). (by Special Resolution)
9. The chairman drew attention of the members that the Company, pursuant to the Companies Act, 2013 had provided the facility of remote e-voting on all the resolutions forming part of the Agenda of the Annual General Meeting. The period of remote e-voting commenced on December 27, 2019 and ended on December 29, 2019. Further the Chairman advised those members who had not been able to cast their votes by remote e-voting, may avail the facility of ballot voting which was provided at the fag- end of Annual General Meeting. He also informed that Shri Devesh A. Pathak of M/s. Devesh Pathak&Associates., Practicing Company Secretaries was appointed as Scrutinizer to oversee the e-voting and poll process fair and transparent manner. Accordingly some of the members present cast their vote through Ballot Paper.
10. The meeting concluded at 11.45 A.M with the vote of thanks.

**Thanking You,
Yours Faithfully,
For Golden Tobacco Limited**



Jaymeen Patel
Company Secretary & Compliance Officer
(M. No. ACS – 38601)

