

Date: 29th September 2020

To
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street, Fort
Mumbai – 400001

Scrip Code: 504028

Subject: Submission of Voting Results along with Scrutinizers Report for the 59th Annual General Meeting under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Voting Results and Consolidated Report of the Scrutinizers, dated 28th September, 2020 on remote e-voting and e-voting at the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

The Voting Results along with the Scrutinizer's Report is also available on the website of the Company viz. www.geelimited.com

The AGM concluded at 12:39 P.M. (IST) and thereafter the e-voting window was kept open for 30 minutes from the time of closure of the meeting.

Kindly take the same in your record

Thanking you.

Yours faithfully,

For **GEE Limited**

Payal Agarwal
Whole Time Director & CFO
DIN: 07198236

Encl. As above





DEEP SHUKLA & ASSOCIATES
COMPANY SECRETARIES

B-4, The Parle Colony Co-op. Hsg. Society Ltd.,
Sahakar Road, Next to Gokul Arcade,
Vile Parle (East), Mumbai - 400057.
Tele : 022 - 26834250 / 2683 2266
Office Mobile : 95948 63281
E-mail : deepsoffice@gmail.com / deepsoffice@yahoo.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman,
59th Annual General Meeting of the Equity Shareholders of
GEE LIMITED
held on Monday, September 28, 2020, at 12:00 P.M.
through video conferencing (VC)/OAVM.

Respected Sir,

Sub.: Scrutinizer's Report on Remote e-Voting conducted for 59th Annual General Meeting held on Monday, September 28, 2020, at 12.00 PM (IST) in pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

I, Deep Shukla, being the Proprietor of M/s. Deep Shukla & Associates, Practicing Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors of Gee Limited, pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, to conduct electronic voting process in respect of the below mentioned resolutions, bearing items Nos. 01 to 06, to be passed at 59th Annual General Meeting of the Company which was held on Monday, September 28, 2020 through video conferencing (VC)/OAVM.

The Company has availed the e-Voting facility offered by National Securities Depository Limited (NSDL) for conducting e-Voting by the Shareholders of the Company.

The voting rights of members are in proportion to their shares of the paid up equity share capital of the Company as on Monday, September 21, 2020, being the cutoff date.

The period for e-Voting commenced on from 9:00 A.M. on September 25, 2020 and will end at 5:00 P.M. on September 27, 2020. Thereafter, votes were casted under e-Voting facility and same were unblocked on September 28, 2020,

I have scrutinized and reviewed the voting through electronic means based on data downloaded from the National Securities Depository Limited (NSDL) [[website: www.evoting.nsdl.com](http://www.evoting.nsdl.com)] e-Voting system.

Based on above, I do and hereby submit my Report as under:

ORDINARY BUSINESS

Item No. 01

Type of Resolution: Ordinary

To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2020 together with the reports of the Board of Directors and Auditors thereon.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	43	15033213	100.00
Total Voting	43	15033213	100.00

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	00	00	0.00
Total Voting	00	00	0.00

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
Total	-	-

Item No. 02

Type of Resolution: Ordinary

To appoint Mr. Sanwarmal Agarwal, who retires by rotation as a Director.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	43	15033213	100.00
Total Voting	43	15033213	100.00

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	00	00	0.00
Total Voting	00	00	0.00

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
Poll at AGM	-	-
Total	-	-

SPECIAL BUSINESS

Item No. 03

Type of Resolution: Ordinary

Ratification of Cost Auditor's Remuneration.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	43	15033213	100.00
Total Voting	43	15033213	100.00

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	00	00	0.00
Total Voting	00	00	0.00

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
Total	-	-

Item No. 04

Type of Resolution: Special

To approve the revision in remuneration of Mr. Sanwarmal Agarwal, DIN: (01007594) as a Managing Director of the Company.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	42	15033114	99.99
Total Voting	42	15033114	99.99

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	01	99	0.01
Total Voting	01	99	0.01

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
Poll at AGM	-	-
Total	-	-

Item No. 05

Type of Resolution: Ordinary

To approve the increase in remuneration of Mr. Umesh Agarwal, in respect of the office or place of profit held by him as the Chief Operating Officer of the company.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	42	15033114	99.99
Total Voting	42	15033114	99.99

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	01	99	0.01
Total Voting	01	99	0.01

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
Total	-	-

Item No. 06

Type of Resolution: Ordinary

To approve the remuneration of Mr. Omprakash Agarwal, in respect of the office or place of profit held by him as the Chief Marketing Officer of the company.

i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	42	15033114	99.99
Total Voting	42	15033114	99.99

ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	01	99	0.01
Total Voting	01	99	0.01

iii. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	-
Total	-	-

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman of the Meeting considers, approves and signs the Minutes of the said 59th Annual General Meeting and the same will be handed over to the Board of Directors for safe keeping.

Thanking you,

Yours faithfully,



Deep Shukla
For: M/s. Deep Shukla & Associates
Practicing Company Secretaries
FCS : 5652; CP : 5364
UDIN: F005652B000797795

Date: 28/09/2020

Place: Mumbai

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	28.09.2020
Total number of shareholders on record date (i.e. as on 21st September, 2020)	2494
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	12
Public	13

Resolution on Item No. 1 - Ordinary Resolution:

To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2020 together with the reports of the Board of Directors and Auditors thereon.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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
1	Promoter and Promoter Group	E-Voting	17401500	15030112	86.37	15030112	0	100	0.00
		Poll		0	0	0	0	0.00	0.00
		Total		15030112	86.37	15030112	0	100	0.00
2	Public - Institutional holders	E-Voting	406418	0	0.00	0	0	0.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	5817960	3101	0.53	3101	0	100	0.00
		Poll		0	0	0	0	0	0.00
		Total		3101	0.53	3101	0	100	0.00
Total			23625878	15033213	63.63	15033213	0	100	0.00

Resolution on Item No. 2 - Ordinary Resolution:

To appoint Mr. Sanwarmal Agarwal, who retires by rotation as a Director.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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
1	Promoter and Promoter Group	E-Voting	17401500	15030112	86.37	15030112	0	100	0.00
		Poll		0	0	0	0	0.00	0.00
		Total		15030112	86.37	15030112	0	100	0.00
2	Public - Institutional holders	E-Voting	406418	0	0.00	0	0	0.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	5817960	3101	0.53	3101	0	100	0.00
		Poll		0	0	0	0	0.00	0.00
		Total		3101	0.53	3101	0	100	0.00
Total			23625878	15033213	63.63	15033213	0	100	0.00

Resolution on Item No. 3 - Ordinary Resolution:

Ratification of Cost Auditor's Remuneration.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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
1	Promoter and Promoter Group	E-Voting	17401500	15030112	86.37	15030112	0	100	0.00
		Poll		0	0	0	0	0.00	0.00
		Total		15030112	86.37	15030112	0	100	0.00
2	Public - Institutional holders	E-Voting	406418	0	0.00	0	0	0.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	5817960	3101	0.53	3101	0	100	0.00
		Poll		0	0	0	0	0.00	0.00
		Total		3101	0.53	3101	0	100	0.00
Total			23625878	15033213	63.63	15033213	0	100	0.00

Resolution on Item No. 4 - Special Resolution:

To approve the revision in remuneration of Mr. Sanwarmal Agarwal, DIN: (01007594) as a Managing Director of the Company.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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
1	Promoter and Promoter Group	E-Voting	17401500	15030112	86.37	15030112	0	100	0.00
		Poll		0	0	0	0	0.00	0.00
		Total		15030112	86.37	15030112	0	100	0.00
2	Public - Institutional holders	E-Voting	406418	0	0.00	0	0	0.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	5817960	3101	0.53	3002	99	96.81	3.19
		Poll		0	0	0	0	0.00	0.00
		Total		3101	0.53	3002	99	96.81	3.19
Total			23625878	15033213	66.63	15033114	99	99.99	0.01

Resolution on Item No. 5 – Ordinary Resolution:

To approve the increase in remuneration of Mr. Umesh Agarwal, in respect of the office or place of profit held by him as the Chief Operating Officer of the company.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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
1	Promoter and Promoter Group	E-Voting	17401500	15030112	86.37	15030112	0	100	0.00
		Poll		0	0	0	0	0.00	0.00
		Total		15030112	86.37	15030112	0	100	0.00
2	Public - Institutional holders	E-Voting	406418	0	0.00	0	0	0.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	5817960	3101	0.53	3002	99	96.81	3.19
		Poll		0	0	0	0	0	0.00
		Total		3101	0.53	3002	99	96.81	3.19
Total			23625878	15033213	66.63	15033114	99	99.99	0.01

Resolution on Item No. 6 – Ordinary Resolution:

To approve the remuneration of Mr. Omprakash Agarwal, in respect of the office or place of profit held by him as the Chief Marketing Officer of the company.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandi ng 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
1	Promoter and Promoter Group	E-Voting	17401500	15030112	86.37	15030112	0	100	0.00
		Poll		0	0	0	0	0.00	0.00
		Total		15030112	86.37	15030112	0	100	0.00
2	Public - Institutional holders	E-Voting	406418	0	0.00	0	0	0.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Total		0	0.00	0	0	0.00	0.00
3	Public-Others	E-Voting	5817960	3101	0.53	3002	99	96.81	3.19
		Poll		0	0	0	0	0	0.00
		Total		3101	0.53	3002	99	96.81	3.19
Total			23625878	15033213	66.63	15033114	99	99.99	0.01

Thanking you,

Yours faithfully

For GEE Limited

Chairman/ Authorized Representative