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

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

Date :23-10-2021

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting. before the 29th Annual General Meeting ('AGM') of Gujarat Containers Limited held on Saturday, the 23rd October, 2021 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 29th Annual General Meeting ('AGM') of Gujarat Containers Limited on Saturday, 23rd October, 2021 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 29, 2021, 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, the 20th October, 2021 (9:00 a.m. IST) and ends on Friday, the 22nd October, 2021 (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 Saturday, October 16, 2021 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.





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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, 2021, 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
71	3300728	100

(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. Neil Kiran Shah (DIN No. 8616568), 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
67	74098	100

(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





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(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
01	5600

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 Re-appointment of Mr. Kiran Arvindlal Shah (DIN: 01862236) as Managing Director.

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
67	74098	100

(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
01	5600

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 Re-appointment of Mrs. Neha Vivek Vora (DIN: 07150139) as the Whole Time Director.

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
67	74098	100

(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
01	5600

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

Resolution No. 5 – Special Resolution

Re-appointment of Mr. Divyakant Ramniklal Zaveri (DIN- : 01382184) as an Independent Director of the Company to hold office for a second term from 30th September, 2021 to 30th September, 2026.

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
71	3300728	100



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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
None	None

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 : 23-10-2021

UDIN: F005072C001262790

Witness: Falguni Marathe

Roshani Sharma

DISCLOSURE REGARDING VOTING RESULTS OF THE 29TH ANNUAL GENERAL MEETING OF THE COMPANY AS PER REGULATION 44(3) OF SEBI (LODR) REGULATIONS, 2015

Date of the AGM	23rd October, 2021
Total number of shareholders on record date	10,067
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 :	6
Public :	65

Agenda - wise disclosure

Resolution -1 :

To receive, consider and adopt the audited Financial Statements of the Company for the Financial Year ended March 31, 2021, 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	3,276,530	3276530	100.00	3276530	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot(if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	3276530	3276530	0.00	3276530	0	0.00	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	24,198	24198	100.00	24198	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
		Total	24198	24198	100.00	24198	0	0.00
Total		3,300,728	3,300,728	100.00	3,300,728	0	0.00	0.00

Resolution -2 :

To Appoint Mr. Neil Kiran Shah (DIN No. 8616568) 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	3,276,530	0	0	0	0.00	0	0.00
	Poll		0	0	0	0.00	0	0.00
	Postal ballot(if applicable)	0	0	0	0	0.00	0	0.00
	Total	3276530	0	0	0	0.00	0	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	24,198	24198	100.00	100	0.00	0.00	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
		Total	24198	24198	100.00	100	0.00	0.00
Total		3300728	24198	100.00	100	0.00	0.00	0.00

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

Resolution -3 :

3. Re-appointment of Mr. Kiran Arvindlal Shah (DIN: 01862236), as Managing Director

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	3,276,530	0	0.00	0	0.00	0.00	0.00	
	Poll		0	0.00	0	0.00	0.00	0.00	
	Postal ballot(if applicable)	0	0	0.00	0	0.00	0.00	0.00	
	Total	3276530	0	0.00	0	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	24,198	24198	100.00	24198	0.00	0.00	0.00	
	Poll		0	0.00	0	0.00	0.00	0.00	
		Total	24198	24198	100.00	24198	0.00	0.00	
	Total	3300728	24198	100.00	24198	0.00	0.00	0.00	

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

Resolution -4 :

Re-appointment of Mrs. Neha Vivek Vora (DIN: 07150139) as the Whole Time Director

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	3276530	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal ballot(if applicable)	0	0	0.00	0	0	0.00	0.00	
	Total	3276530	0	0.00	0	0	0.00	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	24198	24198	100.00	24198	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
		Total	24198	24198	100.00	24198	0	0.00	
	Total	3300728	24198	100.00	24198	0	0.00	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-appointment of Mr. Divyakant Ramniklal Zaveri (DIN- : 01382184) as an Independent Director of the Company to hold office for a second term from 30th September, 2021 to 30th September, 2026

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	3276530	3276530	100.00	3276530	0.00	0.00	0.00	
	Poll		0	0.00	0	0.00	0.00	0.00	
	Postal ballot(if applicable)	0	0	0.00	0	0.00	0.00	0.00	
	Total	3276530	3276530	100.00	3276530	0	0.00	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	24198	24198	100.00	24198	0	0.00	0.00	
	Poll		0	0.00	0	0.00	0.00	0.00	
		Total	24198	24198	100.00	24198	0	0.00	
	Total	3300728	3300728	100.00	3300728	0	0.00	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 23rd October, 2021, all the aforesaid resolutions proposed at the AGM held on 23rd October, 2021 were passed unanimously.

For Gujarat Containers Limited


Narendra D. Shah
Company Secretary & Compliance Officer

