



## GOCL Corporation Limited

### Corporate Office

IDL Road, Kukatpally,  
Hyderabad 500072, Telangana, India.

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E : info@gocllcorp.com

W : http://www.gocllcorp.com

September 20, 2019

### **BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai- 400 001

Fax: 022-22723121/2027/2041/2061/3719

### **National Stock Exchange of India Limited**

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex

Bandra (E), Mumbai- 400 051.

Fax: 022-2659 8237/38, 2659 8347/48

**Through: BSE Listing Center**

**Through: NEAPS**

Dear Sir,

### **Summary of the proceedings of 58th Annual General Meeting along with voting results and Scrutinizer's Report held on 19th September, 2019**

**Ref: BSE Scrip code-506480, NSE Scrip symbol - GOCLCORP**

We are pleased to submit herewith the following with respect to 58th Annual General Meeting of the Company held on 19<sup>th</sup> September, 2019 at 2.30 PM at Hyder Mahal, Hotel ITC Kakatiya, Begumpet, Hyderabad.

- 1) Summary of Proceedings of the AGM as required under Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Annexure A).
- 2) Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Annexure B).
- 3) Scrutinizer's Report dated 19<sup>th</sup> September, 2019 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 (Annexure C).

The above are also being uploaded on the Company's website [www.gocllcorp.com](http://www.gocllcorp.com) and in the Notice Board at the Registered Office of the Company. The results will also be uploaded on NSDL website at [www.nsdl.co.in](http://www.nsdl.co.in).

Thanking You.

Yours Faithfully,

**For GOCL Corporation Limited**

A. Satyanarayana

**Company Secretary**

Encl: a/a

Formerly **Gulf Oil Corporation Limited**

**Registered Office** : IDL Road, Kukatpally, Hyderabad 500072, Telangana, India.

CIN: L24292TG1961PLC000876, GST No.: 36AABCG8433B1ZX

Annexure A



## Summary of the proceedings of the 58<sup>th</sup> AGM of GOCL Corporation Limited

The 58th Annual General Meeting of the members of the Company was held on 19th September, 2019 at 2.30 pm. at Hyder Mahal, Hotel ITC Kakatiya, Begumpet, Hyderabad - 500016.

Mr. Ajay P. Hinduja chaired the Meeting.

Requisite quorum was available as more than 30 Members were present in person at the meeting as per the records of attendance. The necessary Registers and Records were kept available at the Meeting.

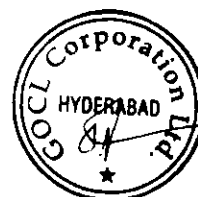
The Chairman commenced the proceedings with his opening remarks, followed by a presentation giving an overview of the performance of the various business segments of the Company for the financial year ended 31<sup>st</sup> March, 2019 and future outlook.

The Chairman informed the Members that 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 from time to time, the Company had extended the remote e-voting facility provided by Karvy Fintech Private Limited, Hyderabad (Karvy) to the Members of the Company in addition to the physical ballot/poll at the venue of the Meeting, in respect of business to be transacted at the Annual General Meeting; The remote e-voting commenced from Monday, the 16<sup>th</sup> day of September, 2019 (10.00 a.m. IST) till Wednesday, the 18<sup>th</sup> September, 2019 (5.00 p.m. IST); Mr. A. Ravi Shankar, Practicing Company Secretary was appointed as a scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner and give a report thereon.

Thereafter, all the 16 resolutions were read and explained. On the invitation of the Chairman, some of the Members sought clarifications on the accounts and businesses, which were replied to by the Chairman and the Managing Director of the Company.

Thereafter, the Chairman ordered for a poll to be taken at the meeting by physical ballot and authorised Mr. A. Ravi Shankar and Mr. KVS Subramanyam, Practicing Company Secretaries to scrutinize the poll process and requested him for an orderly conduct of the voting and authorized the Managing Director to announce the voting results. The Chairman informed the members that the consolidated report of the remote e-voting and ballot at the Meeting will be posted on the website of the Company [www.goelcorp.com](http://www.goelcorp.com) within 48 hours from the conclusion of this meeting and same will be informed to the Stock Exchanges.

The Chairman then authorized the Managing Director/ Company Secretary to carry out the voting process. The Chairman has authorized the Managing Director/ Company Secretary to accept, acknowledge and counter sign the Scrutinizers report in connection with the AGM and declare the results of the voting in accordance with the requirements prescribed under the Companies Act, 2013 and other applicable laws.





The Scrutinizer's Report consolidating the results of the votes cast on e-voting and physical ballot/poll, was subsequently received and all the resolutions as set out in the Notice of the 58<sup>th</sup> Annual General Meeting of the Company, were passed by the Members with requisite majority, which related to the following:

**Ordinary Business:**

1. To receive, consider and adopt the Standalone Financial Statements of the Company for the financial year ended March 31, 2019.
2. To receive, consider and adopt the Consolidated Financial Statements of the Company for the financial year ended March 31, 2019.
3. Confirmation of Interim Dividend on Equity Shares.
4. Re-appointment of Mr. Ajay P. Hinduja (DIN: 00642192), as a Director liable to retire by rotation.

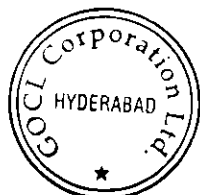
**Special Business:**

5. Reappointment of Mr.M.S.Ramachandran (DIN 00943629) as an Independent Director for the second term.
6. Reappointment of Mr.Ashok Kini (DIN 00812946) as an Independent Director for the second term.
7. Reappointment of Ms.Kanchan Chitale (DIN 00007267) as an Independent Director for the second term.
8. Appointment of Mr.Sudhanshu K Tripathi (DIN 06431686) as a Director of the Company.
9. Appointment of Mr.Debabrata Sarkar (DIN 02502618) as an Independent Director for a term of 5 (five) consecutive years.
10. Approval for continuation of office of Mr. S. Pramanik (DIN:00020414), Managing Director beyond 70 years age and reappointment for further period.
11. Approval for payment of Commission to Non-Executive Directors.
12. Increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate.
13. Approval for keeping Register of Members and copies of Annual Return at a place other than Registered Office.
14. Alteration of the Object Clause of the Memorandum of Association of the Company.
15. Issue of Further Capital / Securities.
16. Ratification of Remuneration to the Cost Auditors.

Further the voting results are being separately intimated to the Stock Exchanges in the prescribed format under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

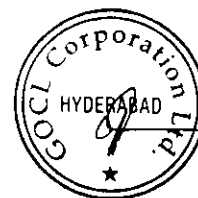
**For GOCL Corporation Limited**

  
A Satyanarayana  
Company Secretary



**GOCL CORPORATION LIMITED**

<b>A) RESULTS OF THE MEETING</b>				
<b>Sl. No.</b>	<b>Agenda</b>	<b>Resolution Required (Ordinary / Special)</b>	<b>Mode of Voting</b>	<b>Remarks</b>
1.	To receive, consider and adopt the Standalone Financial Statements of the Company for the financial year ended March 31, 2019	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
2.	To receive, consider and adopt the Consolidated Financial Statements of the Company for the financial year ended March 31, 2019	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
3.	Confirmation of Interim Dividend on Equity Shares.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
4.	Re-appointment of Mr. Ajay P. Hinduja (DIN: 00642192), as a Director liable to retire by rotation.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
5.	Reappointment of Mr.M.S.Ramachandran (DIN 00943629) as an Independent Director for the second term.	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
6.	Reappointment of Mr.Ashok Kini (DIN 00812946) as an Independent Director for the second term.	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
7.	Reappointment of Ms.Kanchan Chitale (DIN 00007267) as an Independent Director for the second term.	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
8.	Appointment of Mr.Sudhanshu K Tripathi (DIN 06431686) as a Director of the Company	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
9.	Appointment of Mr.Debabrata Sarkar (DIN 02502618) as an Independent Director for a term of 5 (five) consecutive years	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
10.	Approval for continuation of office of Mr. S. Pramanik (DIN:00020414), Managing Director beyond 70 years age and reappointment for further period.	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority





11.	Approval for payment of Commission to Non-Executive Directors	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
12.	Increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate.	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
13.	Approval for keeping Register of Members and copies of Annual Return at a place other than Registered Office.	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
14.	Alteration of the Object Clause of the Memorandum of Association of the Company.	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
15.	Issue of Further Capital / Securities.	Special	Remote e-voting and e-voting at AGM	Passed with requisite majority
16.	Ratification of Remuneration to the Cost Auditors	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority

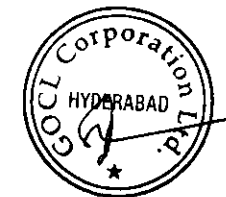
For GOCL Corporation Limited

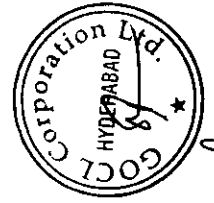
A Satyanarayana  
Company Secretary



Resolution No.		2						
Resolution required: (Ordinary/ Special)		ORDINARY - To receive, consider and adopt the Consolidated Financial Statement of the Company for the financial year ended March 31, 2019						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	1,407,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,463	2	99.9998	0.0001
	Poll		144,279	1.4790	144,279	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000

Resolution No.		3						
Resolution required: (Ordinary/ Special)		ORDINARY - Confirmation of Interim Dividend on Equity Shares						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	1,407,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,463	2	99.9998	0.0001
	Poll		144,279	1.4790	144,279	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000





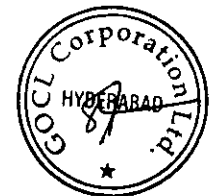
Resolution No. 4										
ORDINARY - Re-appointment of Mr. Ajay P. Hinduja DIN 00642192, as a Director liable to retire by rotation										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000		
	Poll			0.0000		0	0.0000	0.0000		
	Postal Ballot (if applicable)	37,146,791		0.0000		0	0.0000	0.0000		
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	1,407,381	0	100.0000	0.0000		
	Poll		0	0.0000		0	0.0000	0.0000		
	Postal Ballot (if applicable)	2,670,518		0.0000		0	0.0000	0.0000		
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,463	2	99.9998	0.0001		
	Poll		144,279	1.4790	144,279	0	100.0000	0.0000		
	Postal Ballot (if applicable)	9,755,181		0.0000		0	0.0000	0.0000		

Resolution No. 5										
SPECIAL - Re-appointment of Mr. M.S.Ramachandran DIN 00943629 as an Independent Director for the second term.										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000		
	Poll			0.0000		0	0.0000	0.0000		
	Postal Ballot (if applicable)	37,146,791		0.0000		0	0.0000	0.0000		
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	1,375,927	31,454	97.7650	2.2349		
	Poll		0	0.0000		0	0.0000	0.0000		
	Postal Ballot (if applicable)	2,670,518		0.0000		0	0.0000	0.0000		
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,193	272	99.9822	0.0177		
	Poll		144,279	1.4790	144,279	0	100.0000	0.0000		
	Postal Ballot (if applicable)	9,755,181		0.0000		0	0.0000	0.0000		



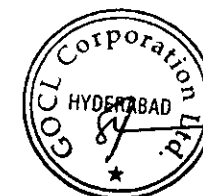
Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Reappointment of Mr.Ashok Kini DIN 00812946 as an Independent Director for the second term.							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	1,407,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,193	272	99.9822	0.0177
	Poll		144,279	1.4790	144,279	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000

Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Reappointment of Ms.Kanchan Chitale DIN 00007267 as an Independent Director for the second term.							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	1,407,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,193	272	99.9822	0.0177
	Poll		144,279	1.4790	144,279	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000



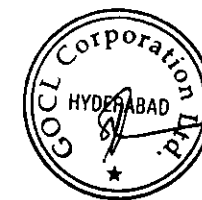
Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr.Sudhanshu K Tripathi DIN 06431686 as a Director of the Company.							
Whether promoter/ promoter group is interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	1,407,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,193	272	99.9822	0.0177
	Poll		144,279	1.4790	144,279	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000

Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr.Debabrata Sarkar DIN 02502618 as an Independent Director for a term of 5 five consecutive years.							
Whether promoter/ promoter group is interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	1,407,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,193	272	99.9822	0.0177
	Poll		144,279	1.4790	144,279	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000



Resolution No.		10						
Resolution required: (Ordinary/ Special)		SPECIAL - Approval for continuation of office of Mr. S. Pramanik DIN00020414, Managing Director beyond 70 years age and reappointment for further period.						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	1,407,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,283	182	99.9881	0.0118
	Poll		144,279	1.4790	144,279	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000

Resolution No.		11						
Resolution required: (Ordinary/ Special)		SPECIAL - Approval for payment of Commission to Non-Executive Directors.						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	1,407,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,453	12	99.9992	0.0007
	Poll		144,279	1.4790	144,279	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000



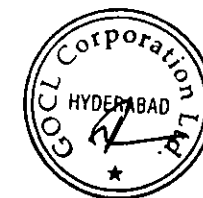


Resolution No.	SPECIAL - Increase in the limits applicable for making investments, extending loans and giving guarantees or providing securities in connection with loans to Persons, Bodies Corporate.									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting	37,146,791	100.0000	37,146,791	0	100.0000	0.0000			
	Poll	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	37,146,791	0.0000	0	0	0.0000	0.0000			
Public- Institutions	E-Voting	1,407,381	52.7007	722,929	684,452	51.3669	48.6330			
	Poll	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	2,670,518	0.0000	0	0	0.0000	0.0000			
Public- Non Institutions	E-Voting	1,536,465	15.7502	1,536,463	2	99.9998	0.0001			
	Poll	144,279	1.4790	139,909	4,370	96.9711	3.0288			
	Postal Ballot (if applicable)	9,755,181	0.0000	0	0	0.0000	0.0000			

Resolution No.	SPECIAL - Approval for keeping Register of Members and copies of Annual Return at a place other than Registered Office.									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting	37,146,791	100.0000	37,146,791	0	100.0000	0.0000			
	Poll	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	37,146,791	0.0000	0	0	0.0000	0.0000			
Public- Institutions	E-Voting	1,407,381	52.7007	1,407,381	0	100.0000	0.0000			
	Poll	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	2,670,518	0.0000	0	0	0.0000	0.0000			
Public- Non Institutions	E-Voting	1,536,465	15.7502	1,536,363	102	99.9933	0.0066			
	Poll	144,279	1.4790	144,279	0	100.0000	0.0000			
	Postal Ballot (if applicable)	9,755,181	0.0000	0	0	0.0000	0.0000			

Resolution No.		14						
Resolution required: (Ordinary/ Special)		SPECIAL - Alteration of the object clause of the Memorandum of Association of the Company.						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	1,407,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,463	2	99.9998	0.0001
	Poll		144,279	1.4790	144,179	100	99.9306	0.0693
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000

Resolution No.		15						
Resolution required: (Ordinary/ Special)		SPECIAL - Issue of Further Capital Securities.						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	2,670,518	1,407,381	52.7007	722,929	684,452	51.3669	48.6330
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,755,181	1,536,465	15.7502	1,536,463	2	99.9998	0.0001
	Poll		144,279	1.4790	140,958	3,321	97.6982	2.3017
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000



Resolution No.	Resolution required: (Ordinary/ Special)	16	SPECIAL - Ratification of Remuneration to the Cost Auditors									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100				
Promoter and Promoter Group	E-Voting	37,146,791	37,146,791	100.0000	37,146,791	0	100.0000	0.0000				
	Poll		0	0.0000	0	0	0.0000	0.0000				
	Postal Ballot (if applicable)	37,146,791	0	0.0000	0	0	0.0000	0.0000				
Public- Institutions	E-Voting		1,407,381	52.7007	1,407,381	0	100.0000	0.0000				
	Poll	2,670,518	0	0.0000	0	0	0.0000	0.0000				
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000				
Public- Non Institutions	E-Voting		1,536,465	15.7502	1,536,463	2	99.9998	0.0001				
	Poll	9,755,181	144,279	1.4790	144,279	0	100.0000	0.0000				
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000				



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**SCRUTINIZER'S REPORT**

To,  
The Managing Director  
GOCL CORPORATION LIMITED  
Kukatpally, P.B. No. 1,  
Sanatnagar (IE), Hyderabad 500018

Dear Sir,

Report on the e-voting and voting through Poll conducted at the 58<sup>th</sup> Annual General Meeting ("AGM") of GOCL Corporation Limited ("Company") held on Thursday, September 19, 2019 at 2.30 P.M. at Hotel ITC Kakatiya, Hyder Mahal, Begumpet, Hyderabad - 500016.


1. As per the provisions of the Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for voting through electronic means ("remote e-voting") on all the Resolution(s) contained in the Notice of the AGM.
2. I, KVS Subramanyam, Partner Ravi & Subramanyam, Practicing Company Secretary resident of Hyderabad was appointed as the Scrutinizer to scrutinize the remote e-voting as well as physical voting by the Members of the Company at the AGM to ascertain results for the Resolutions contained in the notice.
3. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and related Rules in respect of voting through electronic means and Poll on the Resolution(s) contained in the Notice of the AGM.
4. The Cut- Off date for identifying the members who were entitled to vote on the resolutions placed for approval of members was September 12, 2019.
5. The Company had appointed Karvy Fintech Private Limited ("Karvy"), registrar and transfer agent of the Company, as the service provider for the purpose of extending the facility of remote e-voting and voting through Poll to the Members of the Company. Karvy had set up electronic voting facility on its website: <https://evoting.karvy.com> on all items of business (both Ordinary and Special) sought to be transacted at the AGM. As mentioned in the Notice, the remote e-voting facility for voting was made available to the Members during the period September 16, 2019 (10.00 a.m.) to September 18, 2019 (5.00 p.m.).

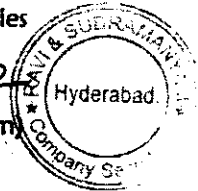


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6. At the venue of the AGM, the physical ballot forms were provided to the Members to enable them to exercise their voting rights on all the Resolutions contained in the AGM Notice, in case they had not casted their votes on e-voting platform. It was further informed to the members present that those who had already casted their votes on the e-voting platform would not be again permitted to cast their votes on poll and votes once cast cannot be changed subsequently.
7. After taking count of the votes cast through Poll at the AGM, the votes cast through Remote e-Voting facility was duly unblocked on September 19, 2019 at 3:47 P.M by me as a Scrutinizer in the presence of two witnesses who are not in the employment of the Company. The Poll was reconciled with the records maintained by Karvy, and the authorizations / proxies lodged with the Company.
8. The ballot papers which were incomplete and/or which were otherwise found to be defective, if any have been treated as invalid and kept separately.
9. Based on the reports generated from the remote e-voting system and through poll provided by Karvy, we hereby submit the results of the remote e-voting and Poll as Annexure A.

For Ravi & Subramanyam  
Company Secretaries

  
(KVS Subramanyam)  
Partner  
FCS No: 5400  
C.P No: 4815



Place : Hyderabad  
Date : September 20, 2019



Annexure - A

Item No. 1 - Adoption of Standalone Financial Statements, Reports of Directors & Auditors for the financial year ended March 31, 2019 (Ordinary Resolution)

Mode	Total Ballot	Total Votes		Invalid / Abstained			Valid			Favour			Against		
		No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	100.00	35	40090635	100.00	1	2	0.00		
Physical Ballot	76	154400	5	10121	71	144279	93.44	71	144279	100.00	0	0	0.00		
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>99.97</b>	<b>106</b>	<b>40234914</b>	<b>100.00</b>	<b>1</b>	<b>2</b>	<b>0.00</b>		

Item No. 2 - Adoption of Consolidated Financial Statements, Reports of Directors & Auditors for the financial year ended March 31, 2019 (Ordinary Resolution)

Mode	Total Ballot	Total Votes		Invalid / Abstained			Valid			Favour			Against		
		No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	100.00	35	40090635	100.00	1	2	0.00		
Physical Ballot	76	154400	5	10121	71	144279	93.44	71	144279	100.00	0	0	0.00		
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>99.97</b>	<b>106</b>	<b>40234914</b>	<b>100.00</b>	<b>1</b>	<b>2</b>	<b>0.00</b>		

Item No. 3 - To confirm interim Dividend on the Equity Shares (Ordinary Resolution)

Mode	Total Ballot	Total Votes		Invalid / Abstained			Valid			Favour			Against		
		No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	100.00	35	40090635	100.00	1	2	0.00		
Physical Ballot	76	154400	5	10121	71	144279	93.44	71	144279	100.00	0	0	0.00		
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>99.97</b>	<b>106</b>	<b>40234914</b>	<b>100.00</b>	<b>1</b>	<b>2</b>	<b>0.00</b>		

Item No. 4 - To appoint a Director in place of Mr. Ajay P. Hinduja (DIN 00642192) who retires by rotation and being eligible, offers himself for reappointment (Ordinary Resolution)

Mode	Total Ballot	Total Votes		Invalid / Abstained			Valid			Favour			Against		
		No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	100.00	35	40090635	100.00	1	2	0.00		
Physical Ballot	76	154400	5	10121	71	144279	93.44	71	144279	100.00	0	0	0.00		
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>99.97</b>	<b>106</b>	<b>40234914</b>	<b>100.00</b>	<b>1</b>	<b>2</b>	<b>0.00</b>		

Item No. 5 - Reappointment of Mr. M. S. Ramachandra (DIN 00943629) as an Independent Director for the second term (Special Resolution)

Mode	Total Ballot	Total Votes		Invalid / Abstained			Valid			Favour			Against		
		No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	100.00	31	40058911	99.92	5	31726	0.08		
Physical Ballot	76	154400	5	10121	71	144279	93.44	71	144279	100.00	0	0	0.00		
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>99.97</b>	<b>102</b>	<b>40203190</b>	<b>99.92</b>	<b>5</b>	<b>31726</b>	<b>0.08</b>		



**Item No. 6 - Reappointment of Mr.Ashok Kini (DIN 00812946) as an Independent Director for the second term (Special Resolution)**

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid			Favour			Against		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	100.00	33	40090365	100.00	3	272	0.00
Physical Ballot	76	154400	5	10121	71	144279	93.44	71	144279	100.00	0	0	0.00
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>99.97</b>	<b>104</b>	<b>40234644</b>	<b>100.00</b>	<b>3</b>	<b>272</b>	<b>0.00</b>

**Item No. 7 - Reappointment of Ms.Kanchan Chitale (DIN 00007267) as an Independent Director for the second term (Special Resolution)**

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid			Favour			Against		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	100.00	33	40090365	100.00	3	272	0.00
Physical Ballot	76	154400	5	10121	71	144279	93.44	71	144279	100.00	0	0	0.00
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>99.97</b>	<b>104</b>	<b>40234644</b>	<b>100.00</b>	<b>3</b>	<b>272</b>	<b>0.00</b>

**Item No. 8 - Appointment of Mr.Sudhanshu Tripathi (DIN: 06431686) as a Director of the Company (Ordinary Resolution)**

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid			Favour			Against		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	100.00	33	40090365	100.00	3	272	0.00
Physical Ballot	76	154400	5	10121	71	144279	93.44	71	144279	100.00	0	0	0.00
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>99.97</b>	<b>104</b>	<b>40234644</b>	<b>100.00</b>	<b>3</b>	<b>272</b>	<b>0.00</b>

**Item No. 9 - Appointment of Mr. Debabrata Sarkar (DIN 02502618) as an Independent Director for a term of 5 (five) consecutive years (Ordinary Resolution)**

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid			Favour			Against		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	100.00	33	40090365	100.00	3	272	0.00
Physical Ballot	76	154400	5	10121	71	144279	93.44	71	144279	100.00	0	0	0.00
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>99.97</b>	<b>104</b>	<b>40234644</b>	<b>100.00</b>	<b>3</b>	<b>272</b>	<b>0.00</b>

**Item No. 10 - Approval for continuation of office of Mr. S.Pramanik (DIN 00020414), Managing Director beyond 70 years age and reappointment for further period (Special Resolution)**

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid			Favour			Against		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	100.00	33	40090455	100.00	3	182	0.00
Physical Ballot	76	154400	5	10121	71	144279	93.44	71	144279	100.00	0	0	0.00
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>99.97</b>	<b>104</b>	<b>40234734</b>	<b>100.00</b>	<b>3</b>	<b>182</b>	<b>0.00</b>



Item No. 11 - Approval for payment of Commission to Non- Executive Directors (Special Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour		Against		
			No of Ballots	Votes	No of Ballots	Votes	No of Ballots	Votes	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	34	40090625	2	12	0.00
Physical Ballot	76	154400	5	10121	71	144279	71	144279	0	0	0.00
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>105</b>	<b>40234904</b>	<b>2</b>	<b>12</b>	<b>0.00</b>

Item No. 12 - Increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate (Special Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour		Against		
			No of Ballots	Votes	No of Ballots	Votes	No of Ballots	Votes	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	32	39406183	4	634454	1.71
Physical Ballot	76	154400	5	10121	71	144279	69	139909	2	4370	3.03
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>101</b>	<b>39546092</b>	<b>6</b>	<b>688824</b>	<b>1.71</b>

Item No. 13 - Approval for keeping Register of Members and copies of Annual Return at a place other than Registered Office (Special Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour		Against		
			No of Ballots	Votes	No of Ballots	Votes	No of Ballots	Votes	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	34	40090535	2	102	0.00
Physical Ballot	76	154400	5	10121	71	144279	71	144279	0	0	0.00
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>105</b>	<b>40234814</b>	<b>2</b>	<b>102</b>	<b>0.00</b>

Item No. 14 - Alteration of the Objects Clause of the Memorandum of Association of the Company (Special Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour		Against		
			No of Ballots	Votes	No of Ballots	Votes	No of Ballots	Votes	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	35	40090635	1	2	0.00
Physical Ballot	76	154400	5	10121	71	144279	70	144179	1	100	0.07
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>105</b>	<b>40234814</b>	<b>2</b>	<b>102</b>	<b>0.00</b>

Item No. 15 - Issue of Further Capital / Securities (Special Resolution)

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid		Favour		Against		
			No of Ballots	Votes	No of Ballots	Votes	No of Ballots	Votes	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	32	39406183	4	684454	1.71
Physical Ballot	76	154400	5	10121	71	144279	70	140958	1	3321	2.30
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>102</b>	<b>39547141</b>	<b>5</b>	<b>687775</b>	<b>1.71</b>



**Item No. 16 - To ratify the remuneration of the Cost Auditors for the financial year ending 2019-20 (Ordinary Resolution)**

Mode	Total Ballot	Total Votes	Invalid / Abstained		Valid			Favour			Against		
			No of Ballots	Votes	No of Ballots	Votes	%	No of Ballots	Votes	%	No of Ballots	Votes	%
Remote e-Voting	36	40090637	0	0	36	40090637	100.00	35	40090635	100.00	1	2	0.00
Physical Ballot	76	154400	5	10121	71	144279	93.44	71	144279	100.00	0	0	0.00
<b>Total</b>	<b>112</b>	<b>40245037</b>	<b>5</b>	<b>10121</b>	<b>107</b>	<b>40234916</b>	<b>99.97</b>	<b>106</b>	<b>40234914</b>	<b>100.00</b>	<b>1</b>	<b>2</b>	<b>0.00</b>

Date: 20-09-2019  
Place: Hyderabad

*Subramanian*  
(KVS Subramanian)  
Partner  
FCS No: 54400  
C.P No: 4815  
SUBRAMANIAN  
Hyderabad  
Company Secretary