



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.

15th September, 2023

Sub: Proceeding of the 31st Annual General Meeting of the Company

Dear Sirs/Madam,

In accordance with the provisions of Regulation 30(2) read with Schedule III- Part A to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith proceeding of the 31st Annual General Meeting of the Company held on Friday, September 15, 2022 through video conferencing (VC)/ other audiovisual means (OAVM). Further, we wish to inform you that the results of remote e-voting and e-voting cast at the AGM will be announced and will be disseminated to the BSE Limited on its website i.e. www.bseindia.com within the stipulated time of two working days from the conclusion of the meeting.

The results will be displayed at the Registered Office of the Company and placed on the website of the Company i.e. www.gujaratcontainers.com, once they are declared. The results would also be placed on the website of NSDL. We request you to kindly take the same on your record.

Thanking you,
Yours faithfully,

For Gujarat Containers limited,

(Narendra D. Shah)

Company Secretary & Compliance Officer





SUMMARY OF PROCEEDINGS OF 30TH ANNUAL GENERAL MEETING OF GUJARAT CONTAINERS LIMITED HELD ON SATURDAY, SEPTEMBER 24, 2022

The 31st Annual General Meeting (AGM) of members of the Company was held on September 15, 2023 at 03:30 p.m. through video conferencing (VC)/other audio-visual means (OAVM). The meeting was held in compliance with Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 5, 2022 issued by Ministry of Corporate Affairs (hereinafter collectively referred to as 'Circulars') and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder Mr. Kiran Arvindlal Shah, Chairman & Managing Director of the Company, chaired the meeting, welcomed the members at the third virtual AGM and started the formal proceedings. He introduced the Directors, viz. Mr. Divyakant Ramniklal Zaveri (Chairman of Audit Committee), Mr. Ashwinbhai Kantilal Shah (Chairman of Nomination & Remuneration Committee), Mrs. Neha Vivek Vora as well as Mr. Neil Kiran Shah, WTD -CFO & Mr. Narendra Dahyabhai Shah, Company Secretary.

The Chairman also introduced representatives of M/s. CNK & Associates LLP, Chartered Accountants, Statutory Auditors, and Mr. Jayesh Vyas, proprietor of M/s. Jayesh Vyas & Associates, Secretarial Auditors and Scrutinizer.

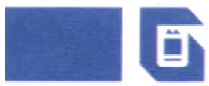
The Company Secretary informed the Chairman that the requisite quorum was established. Quorum being present, the meeting was called in order by the Chairman. The Chairman informed that the statutory registers under the Companies Act, 2013 were available at the Company website i.e. www.gujaratcontainers.com for electronic inspection by the members till the conclusion of the meeting. The notice of AGM was taken as read with the permission of members present. He further informed that there were no qualifications either in the Auditors' Report or in Secretarial Audit Report and thus, it was not required to be read. Thereafter, the Chairman delivered his speech. In his speech, he gave an overview of the Covid-19 pandemic and mentioned the efforts put into continuing the business. He informed the members that the Company had provided members the facility to cast their vote electronically on all resolutions set forth in the Notice convening the Annual General Meeting of the Company. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes electronically at the meeting. It was further informed that there would be no voting by show of hands / by poll. The business items placed before the members for approval as per the notice of the meeting were then summarized by the Chairman.



Unit I & Regd. Off. : Plot No. 488/489, Tundav, Vadodara-Savli Highway, Taluka: Savli, Dist.: Vadodara - 391 775,
Gujarat

Unit II: Plot No. 153/154, GIDC Phase II, Narmada Nagar, Dis!.: Bharuch - 392 015, Gujarat

Unit III : Plot No. D2/E/83, Dahej-II, GIDC Estate, Vagra, Dist: Bharuch - 392 220, Gujarat (Upcoming)



The Chairman requested the Company Secretary to share in brief, guidelines regarding e-voting and Q & A sessions. Company Secretary shared general guidelines in respect of Remote e-voting/e-voting during the AGM. The Chairman informed that a one member asked queries in advance and were already replied accordingly. He also provided fair opportunity to the members to seek clarifications/comments at the meeting.

The following businesses were then transacted at the meeting through e-voting:

Sr. No.	Particulars	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in place of Mr. Neil Kiran Shah (DIN No. 08616568), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
Special Business		
3.	To consider appointment of Mr. Neil Kiran Shah (DIN: 08616568) as the Whole Time Director and for the matter.	Special
4.	To consider re-appointment of Mr. Ashwinbhai Kantilal Shah (DIN- : 02221267) as an Independent Director of the Company to hold office for a second term.	Special
5.	To approve Mr. Sanjaykumar Dalsukhbhai Shah (DIN- : 00123523) to continue to hold office of Independent Director of the Company , after the attainment of age of 75 years, till completion of his second tenure.	Special
6.	To approve and ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2022-23 , pursuant to Section 148 and all other applicable provisions of Companies Act, 2013.	Ordinary

The Chairman further informed the members that the Board of Directors had appointed Mr. Jayesh Vyas, Proprietor of M/s. Jayesh Vyas & Associates, Practising Company Secretaries, as Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.





The Chairman mentioned that the results of voting shall be announced within 2 working days of conclusion of meeting. The results of voting will be displayed at the Registered Office of the Company and placed on the website of the Company, once they are declared. He thanked the members for participating in the meeting. The meeting concluded at 4.00 p.m. The e-voting facility was kept open for the next 30 minutes to enable the members to cast their votes.

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 :15-09-2023

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting, before the 31st Annual General Meeting ('AGM') of Gujarat Containers Limited held on Friday, the 15th September, 2023 at 3.30 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 31st Annual General Meeting ('AGM') of **Gujarat Containers Limited** on Friday, 15th September, 2023 at 3.30 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 4, 2023, 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





//2//

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 Tuesday, the 12th September, 2023 (9:00 a.m. IST) and ends on Thursday, the 14th September, 2023 (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, 1st September, 2023 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.





//3//

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, 2023, 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
79	33,96,927	99.99

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
9	3,400	0.01

(iii) **Invalid** Votes :

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





//4//

Resolution No. 2 – Ordinary Resolution:

To appoint a Director in place of Mr. Neil Kiran Shah (DIN No. 08616568), who retires by rotation and being eligible, offers himself 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
74	26,297	88.55

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
9	3,400	11.45

(iii) **Invalid** Votes :

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





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, "Premal Jyot", Sarabhai Colony, Gotri Road, Baroda - 390 021

//5//

Special Business :

Resolution No. 3 – Special Resolution:

To consider appointment of Mr. Neil Kiran Shah (DIN: 08616568) as the Whole Time Director and for the matter , to consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution.

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
74	26,297	88.55

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
9	3,400	11.45

(iii) **Invalid** Votes :

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





//6//

Special Business :

Resolution No. 4 – Special Resolution.

To consider re-appointment of Mr. Ashwinbhai Kantilal Shah (DIN- : 02221267) as an Independent Director of the Company to hold office for a second term and for that matter to consider and if thought fit, to pass with or without modification(s), following resolution as Special Resolution.

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
79	33,96,927	99.99

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
9	3,400	0.01

(iii) **Invalid** Votes :

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





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, "Premal Jyot", Sarabhai Colony, Gotri Road, Baroda - 390 021

//7//

Special Business :

Resolution No. 5 – Special Resolution.

To approve Mr. Sanjaykumar Dalsukhbhai Shah (DIN- : 00123523) to continue to hold office of Independent Director of the Company , after the attainment of age of 75 years, till completion of his second tenure and for that matter to consider and if thought fit, with or without modification(s), following resolution as Special Resolution.

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
79	33,96,927	99.99

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
9	3,400	0.01

(iii) **Invalid** Votes :

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





//8//

Special Business :

Resolution No. 6 – Ordinary Resolution.

To approve and ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2022-23, pursuant to Section 148 and all other applicable provisions of Companies Act, 2013, by passing with or without modification(s), the following resolution as an Ordinary Resolution.

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
79	33,96,927	99.99

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
9	3,400	0.01

(iii) **Invalid** Votes :

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



Thanking you,

**For Jayesh Vyas & Associates
Practicing Company Secretaries**



**Jayesh Vyas
Proprietor**

FCS-5072 : CP-1790

Place : Vadodara

Date : 15-09-2023

UDIN: F005072D001039765

Witness: Vipul Chhetariya

Jigardan Gadhi