

GMM/SEC/2021-22/31

August 14, 2021

**To,**

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
1<sup>st</sup> Floor, Dalal Street,  
Mumbai – 400 001

**NSE Limited**

Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051

**Scrip Code: 505255**

**Symbol: GMMPFAUDLR**

**Sub.: Scrutinizer's Report and details of Voting Results of the 58<sup>th</sup> Annual General Meeting held on August 13, 2021**

**Ref.: Regulation 30 (read with Schedule III – Part A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

Dear Sir/ Madam,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 58<sup>th</sup> Annual General Meeting ("AGM") of GMM Pfaudler Limited ("the Company") was convened on August 13, 2021 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") organized by the Company at 4:00 p.m. IST to seek approval of Members of the Company on the resolutions mentioned in the notice of the AGM dated June 28, 2021.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI Listing Regulations, the Company had provided remote e-voting facility to Members and also e-voting facility during AGM for Members who had not availed remote e-voting facility on aforesaid resolutions. The Company had appointed Mr. Jayesh M. Shah, Practicing Company Secretary, Partner, M/s Rathi & Associates, Company Secretaries as scrutinizer to conduct the voting process in fair and transparent manner. The scrutinizer has submitted his report on the e-voting, a copy of which is enclosed hereto. The summary of the voting results is as under:

Sr. No.	Brief Description	% Votes in Favour (Assent)	% Votes Against (Dissent)	Passed as
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2021 (including Consolidated Financial Statements) together with the reports of the Board of Directors and auditors thereon.	100.00%	0.00%	Ordinary Resolutions
2	To confirm the declaration and payment of three interim dividends paid during the financial year ended March 31, 2021 and to declare final dividend for the financial year ended March 31, 2021.	100.00%	0.00%	Ordinary Resolutions

Sr. No.	Brief Description	% Votes in Favour (Assent)	% Votes Against (Dissent)	Passed as
3	To appoint a Director in place of Mr. Ashok Patel (DIN 00165858), who retires by rotation and being eligible, offers himself for re-appointment.	93.49%	6.51%	Ordinary Resolution
4	To appoint a Director in place of Mr. Harsh Gupta (DIN 02434051), who retires by rotation and being eligible, offers himself for re-appointment.	99.56%	0.44%	Ordinary Resolution
5	To ratify the remuneration of Cost Auditors of the Company for the financial year ending March 31, 2022.	100.00%	0.00%	Ordinary Resolution
6	To consider and appoint Mr. Malte Woweries (DIN 0009164705) as the Director of the Company.	95.24%	4.76%	Ordinary Resolution
7	To consider and approve adoption of the amended Articles of Association of the Company.	100.00%	0.00%	Special Resolution
8	To consider revision in the payment of remuneration to Mr. Tarak Patel (DIN 00166183) as the Managing Director of the Company.	94.62%	5.38%	Special Resolution

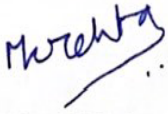
Accordingly, we declare that all 8 (Eight) resolutions as set out in the Notice of the AGM have been passed with requisite majority by the Members of the Company.

Further, in accordance with the provisions of Regulation 44 of the SEBI Regulations, please find enclosed the details of voting results in the prescribed format for your information and records.

Thanking you.

Yours faithfully,

For **GMM Pfaudler Limited**



**Mittal Mehta**  
Company Secretary & Compliance Officer  
FCS No.: 7848

Encl.: As above

## GMM Pfaudler Limited

Date of the AGM: August 13, 2021

Total number of shareholders on record date: 99,234

No. of shareholders present in the meeting through video conferencing

Promoters and Promoter Group: 6

Public: 36

Resolution Required : (Ordinary)

1 - To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2021 (including Consolidated Financial Statements) together with the reports of the Board of Directors and auditors thereon

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
Promoter and Promoter Group	E-Voting	8032065	3221579	40.1090	3221579	0	100.00	0.00
	Poll		4810486	59.8910	4810486	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>8032065</b>	<b>100.0000</b>	<b>8032065</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	2200388	1890792	85.9299	1890792	0	100.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>1890792</b>	<b>85.9299</b>	<b>1890792</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	4385047	1134	0.0259	1134	0	100.00	0.00
	Poll		21349	0.4869	21349	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>22483</b>	<b>0.5128</b>	<b>22483</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>14617500</b>	<b>9945340</b>	<b>68.0372</b>	<b>9945340</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

## GMM Pfaudler Limited

Resolution Required : (Ordinary)			2 - To confirm the declaration and payment of three interim dividends paid during the financial year ended March 31, 2021 and to declare final dividend for the financial year ended March 31, 2021.					
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	8032065	3221579	40.1090	3221579	0	100.00	0.00
	Poll		4810486	59.8910	4810486	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>8032065</b>	<b>100.0000</b>	<b>8032065</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	2200388	1890792	85.9299	1890792	0	100.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>1890792</b>	<b>85.9299</b>	<b>1890792</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	4385047	1134	0.0259	1134	0	100.00	0.00
	Poll		21349	0.4869	21349	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>22483</b>	<b>0.5128</b>	<b>22483</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>14617500</b>	<b>9945340</b>	<b>68.0372</b>	<b>9945340</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

## GMM Pfaudler Limited

Resolution Required : (Ordinary)			3 - To appoint a Director in place of Mr. Ashok Patel, who retires by rotation and being eligible, offers himself for re-appointment					
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	8032065	3221579	40.1090	3221579	0	100.00	0.00
	Poll		4810486	59.8910	4810486	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>8032065</b>	<b>100.0000</b>	<b>8032065</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	2200388	1890792	85.9299	1243671	647121	65.78	34.22
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>1890792</b>	<b>85.9299</b>	<b>1243671</b>	<b>647121</b>	<b>65.78</b>	<b>34.22</b>
Public Non Institutions	E-Voting	4385047	1134	0.0259	1134	0	100.00	0.00
	Poll		21349	0.4869	21349	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>22483</b>	<b>0.5128</b>	<b>22483</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>14617500</b>	<b>9945340</b>	<b>68.0372</b>	<b>9298219</b>	<b>647121</b>	<b>93.49</b>	<b>6.51</b>

## GMM Pfaudler Limited

Resolution Required : (Ordinary)			4 - To appoint a Director in place of Mr. Harsh Gupta, who retires by rotation and being eligible, offers himself for re-appointment					
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	8032065	3221579	40.1090	3221579	0	100.00	0.00
	Poll		4810486	59.8910	4810486	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>8032065</b>	<b>100.0000</b>	<b>8032065</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	2200388	1890792	85.9299	1846538	44254	97.66	2.34
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>1890792</b>	<b>85.9299</b>	<b>1846538</b>	<b>44254</b>	<b>97.66</b>	<b>2.34</b>
Public Non Institutions	E-Voting	4385047	1134	0.0259	1134	0	100.00	0.00
	Poll		21349	0.4869	21349	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>22483</b>	<b>0.5128</b>	<b>22483</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>14617500</b>	<b>9945340</b>	<b>68.0372</b>	<b>9901086</b>	<b>44254</b>	<b>99.56</b>	<b>0.44</b>

## GMM Pfaudler Limited

Resolution Required : (Ordinary)			5 - To ratify the remuneration of Cost Auditors of the Company for the financial year ending March 31, 2022					
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	8032065	3221579	40.1090	3221579	0	100.00	0.00
	Poll		4810486	59.8910	4810486	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>8032065</b>	<b>100.0000</b>	<b>8032065</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	2200388	1890792	85.9299	1890792	0	100.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>1890792</b>	<b>85.9299</b>	<b>1890792</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	4385047	1134	0.0259	1134	0	100.00	0.00
	Poll		21349	0.4869	21349	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>22483</b>	<b>0.5128</b>	<b>22483</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>14617500</b>	<b>9945340</b>	<b>68.0372</b>	<b>9945340</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

## GMM Pfaudler Limited

Resolution Required : (Ordinary)			6 - To consider and appoint Mr. Malte Woweries (DIN 0009164705) as the Director of the Company					
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	8032065	3221579	40.1090	3221579	0	100.00	0.00
	Poll		4810486	59.8910	4810486	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>8032065</b>	<b>100.0000</b>	<b>8032065</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	2200388	1890792	85.9299	1417079	473713	74.95	25.05
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>1890792</b>	<b>85.9299</b>	<b>1417079</b>	<b>473713</b>	<b>74.95</b>	<b>25.05</b>
Public Non Institutions	E-Voting	4385047	1134	0.0259	1134	0	100.00	0.00
	Poll		21349	0.4869	21349	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>22483</b>	<b>0.5128</b>	<b>22483</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>14617500</b>	<b>9945340</b>	<b>68.0372</b>	<b>9471627</b>	<b>473713</b>	<b>95.24</b>	<b>4.76</b>



## GMM Pfaudler Limited

Resolution Required : (Special)			7 - To consider and approve adoption of the amended articles of association of the Company					
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	8032065	3221579	40.1090	3221579	0	100.00	0.00
	Poll		4810486	59.8910	4810486	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>8032065</b>	<b>100.0000</b>	<b>8032065</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	2200388	1890792	85.9299	1890792	0	100.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>1890792</b>	<b>85.9299</b>	<b>1890792</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	4385047	1134	0.0259	1134	0	100.00	0.00
	Poll		21349	0.4869	21349	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>22483</b>	<b>0.5128</b>	<b>22483</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>14617500</b>	<b>9945340</b>	<b>68.0372</b>	<b>9945340</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

## GMM Pfaudler Limited

Resolution Required : (Special)			8 - To consider revision in the payment of remuneration to Mr. Tarak Patel as the Managing Director of the Company					
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	8032065	3221579	40.1090	3221579	0	100.00	0.00
	Poll		4810486	59.8910	4810486	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>8032065</b>	<b>100.0000</b>	<b>8032065</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	2200388	1890792	85.9299	1356148	534644	71.72	28.28
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>1890792</b>	<b>85.9299</b>	<b>1356148</b>	<b>534644</b>	<b>71.72</b>	<b>28.28</b>
Public Non Institutions	E-Voting	4385047	1134	0.0259	1134	0	100.00	0.00
	Poll		21349	0.4869	21349	0	100.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	<b>Total</b>		<b>22483</b>	<b>0.5128</b>	<b>22483</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>14617500</b>	<b>9945340</b>	<b>68.0372</b>	<b>9410696</b>	<b>534644</b>	<b>94.62</b>	<b>5.38</b>

# *Rathi & Associates*

## COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.  
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

August 14, 2021

To  
The Chairman  
**GMM PFAUDLER LIMITED**  
Vithal Udyognagar, Anand – Sojitra Road  
Karamsad  
Gujarat – 388325

Dear Sir,

**Sub: Scrutinizer's Report on remote e-voting and e-voting at 58<sup>th</sup> Annual General Meeting (AGM) of the Members of GMM Pfaudler Limited held on 13<sup>th</sup> August, 2021**

GMM Pfaudler Limited ('the Company') has vide resolution passed by its Board of Directors at their meeting held on May 28, 2021, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and e-voting at AGM on the resolutions contained in the Notice dated June 28, 2021 for the AGM, as prescribed under Section 108 of the Companies Act, 2013 ("the Act") as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue and in compliance with Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020 and 17/2020 dated 13<sup>th</sup> April 2020 and 02/2021 dated January 13, 2021 (collectively "circulars") issued by the Ministry of Corporate Affairs (MCA). The Company had provided e-voting facility at the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and e-voting at AGM on the resolutions contained in the aforesaid Notice of the AGM of the Members of the Company.

My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting prior to the AGM and e-voting at AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting and e-voting system at AGM as per the facility provided by Link Intime India Private Limited (LIPL), the agency engaged by the Company to provide remote e-voting facility prior to AGM and e-voting facility at the AGM.

The Ministry of Corporate Affairs vide circulars mentioned above has permitted the holding of Annual General Meeting through VC/OAVM, without physical presence of the Members at a common venue. As required under Section 101 of the Act, a Notice of AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by permitted means as per the circulars issued by MCA and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with circular dated May 12, 2020 bearing No.: SEBI/HO/CFD/CMD1/ CIR/P/2020/79. In compliance with the provisions of MCA circulars, the AGM of the Company was held through VC/OAVM.

Following resolutions were proposed for approval by remote e-voting and e-voting at the AGM by the Members of the Company:

1. **Resolution No. 1** as an Ordinary Resolution for adoption of:
  - a. Audited Standalone Financial Statements for the financial year ended March 31, 2021, comprising of Balance Sheet as at March 31, 2021, Statement of Profit & Loss Account and Cash Flow including schedules and notes thereon together with the Reports of the Board of Directors and Auditors thereon;
  - b. Audited Consolidated Financial Statements for the financial year ended March 31, 2021, comprising of consolidated Balance Sheet as at March 31, 2021, consolidated statement of Profit & Loss Account and Cash Flow including schedules and notes thereon

2. **Resolution No. 2** as an Ordinary Resolution for:
  - a. Confirmation of payment of three interim dividends paid during the financial year ended March 31, 2021;
  - b. Declaration of final dividend for the financial year ended March 31, 2021.
3. **Resolution No. 3** as an Ordinary Resolution for appointment of Mr. Ashok Patel (DIN 00165858), as Director of the Company, who retires by rotation and being eligible offered himself for re-appointment.
4. **Resolution No. 4** as an Ordinary Resolution for appointment of Mr. Harsh Gupta (DIN 02434051), as Director of the Company, who retires by rotation and being eligible offered himself for re-appointment
5. **Resolution No. 5** as an Ordinary Resolution for ratification of payment of remuneration to M/s. Dalwadi & Associates (Firm Registration No.000338), Cost Auditors of the Company for the financial year ended March 31, 2022.
6. **Resolution No. 6** as an Ordinary Resolution for appointment Mr. Malte Woweries (DIN 09164705) as the Director of the Company
7. **Resolution No. 7** as Special Resolution for adoption of the amended articles of association of the Company.
8. **Resolution No. 8** as Special Resolution for revision in payment of remuneration to Mr. Tarak Patel as the Managing Director of the Company.
9. **Resolution No. 9** The voting in respect this resolution is not considered in view of Letter dated July 21, 2021 received from the Company intimating that Mr. Gunter Bachmann resigned from the office of director of the Company with effect from July 21, 2021.

The Company provided remote e-voting facility to the members to cast votes on aforesaid resolutions prior to the AGM. The Company also provided e-voting facility at the AGM to those members who did not cast their votes through remote e-voting facility, to enable them to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to shareholders of the Company to cast their votes from 9.00 a.m. of Tuesday, August 10, 2021 which ended on Thursday, August 12, 2021 at 5.00 p.m. Accordingly, votes casted through remote e-voting upto 5.00 p.m. of August 12, 2021 and votes casted through e-voting at the AGM have been considered for my scrutiny.

After conclusion of AGM, the voting through remote e-voting prior to AGM and e-voting at the AGM were unlocked. In case of shareholders who cast votes through remote e-voting as well as e-voting at the AGM, the voting through remote e-voting of such shareholders was treated as valid. A summary of the votes cast by shareholders through remote e-voting prior to AGM and e-voting at the 58<sup>th</sup> AGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by members through remote e-voting prior to AGM and e-voting at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Company.

Thanking you,

Yours sincerely,

**For RATHI & ASSOCIATES  
COMPANY SECRETARIES**

**JAYESH SHAH  
PARTNER  
M. No. F 5637  
COP No. 2535  
UDIN: F005637C000786560**

**COUNTERSIGNED BY  
FOR GMM PFAUDLER LIMITED**

**MITTAL K MEHTA  
COMPANY SECRETARY  
Membership Number F7848**

## Annexure

**Resolution No. 1** as an Ordinary Resolution for adoption of:

- a. Audited Standalone Financial Statements for the financial year ended March 31, 2021, comprising of Balance Sheet as at March 31, 2021, Statement of Profit & Loss Account and Cash Flow including schedules and notes thereon together with the Reports of the Board of Directors and Auditors thereon.
  
- b. Audited Consolidated Financial Statements for the financial year ended March 31, 2021, comprising of consolidated Balance Sheet as at March 31, 2021, consolidated statement of Profit & Loss Account and Cash Flow including schedules and notes thereon

Sr. No.	Particulars	No. of members who voted	No. of Shares voted for
a.	Votes cast through e-voting at AGM	17	48,31,835
b.	Votes cast through remote e-voting	115	51,13,505
	<b>Total</b>	<b>132</b>	<b>99,45,340</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid Voting</b>	<b>132</b>	<b>99,45,340</b>
	(i) Voting with assent for the Resolution	132	99,45,340
	<b>Percentage (%) of Assent</b>		<b>100%</b>
	(ii) Voting with dissent for the Resolution	0	0
	<b>Percentage (%) of Dissent</b>		<b>0%</b>

**Resolution No. 2** as an Ordinary Resolution for confirmation of declaration and payment of three interim dividends paid during the financial year ended March 31, 2021 and declaration of final dividend for the financial year ended March 31, 2021.

Sr. No.	Particulars	No. of members who voted	No. of Shares voted for
a.	Votes cast through e-voting at AGM	17	48,31,835
b.	Votes cast through remote e-voting	115	51,13,505
	<b>Total</b>	<b>132</b>	<b>99,45,340</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid Voting</b>	<b>132</b>	<b>99,45,340</b>
	(i) Voting with assent for the Resolution	132	99,45,340
	<b>Percentage (%) of Assent</b>		<b>100%</b>
	(ii) Voting with dissent for the Resolution	0	0
	<b>Percentage (%) of Dissent</b>		<b>0%</b>

**Resolution No. 3** as an Ordinary Resolution for appointment of Mr. Ashok Patel (DIN 00165858), as Director of the Company, who retires by rotation and being eligible offered himself for re-appointment

Sr. No.	Particulars	No. of members who voted	No. of Shares voted for
a.	Votes cast through e-voting at AGM	17	48,31,835
b.	Votes cast through remote e-voting	115	51,13,505
	<b>Total</b>	<b>132</b>	<b>99,45,340</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid Voting</b>	<b>132</b>	<b>99,45,340</b>
	(i) Voting with assent for the Resolution	99	92,98,219
	<b>Percentage (%) of Assent</b>		<b>93.49%*</b>
	(ii) Voting with dissent for the Resolution	33	6,47,121
	<b>Percentage (%) of Dissent</b>		<b>6.51%*</b>

\* Rounded off to nearest percentage



**Resolution No. 4** as an Ordinary Resolution for appointment of Mr. Harsh Gupta (DIN 02434051), as Director of the Company, who retires by rotation and being eligible offered himself for re-appointment

Sr. No.	Particulars	No. of members who voted	No. of Shares voted for
a.	Votes cast through e-voting at AGM	17	48,31,835
b.	Votes cast through remote e-voting	115	51,13,505
	<b>Total</b>	<b>132</b>	<b>99,45,340</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid Voting</b>	<b>132</b>	<b>99,45,340</b>
	(i) Voting with assent for the Resolution	124	99,01,086
	<b>Percentage (%) of Assent</b>		<b>99.56%*</b>
	(ii) Voting with dissent for the Resolution	8	44,254
	<b>Percentage (%) of Dissent</b>		<b>0.44%*</b>

\* Rounded off to nearest percentage

**Resolution No. 5** as an Ordinary Resolution for ratification of payment of remuneration to M/s. Dalwadi & Associates (Firm Registration No.000338), Cost Auditors of the Company for the financial year ended March 31, 2022.

Sr. No.	Particulars	No. of members who voted	No. of Shares voted for
a.	Votes cast through e-voting at AGM	17	48,31,835
b.	Votes cast through remote e-voting	115	51,13,505
	<b>Total</b>	<b>132</b>	<b>99,45,340</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid Voting</b>	<b>132</b>	<b>99,45,340</b>
	(i) Voting with assent for the Resolution	132	99,45,340
	<b>Percentage (%) of Assent</b>		<b>100%</b>
	(ii) Voting with dissent for the Resolution	0	0
	<b>Percentage (%) of Dissent</b>		<b>0%</b>

**Resolution No. 6** as an Ordinary Resolution for appointment Mr. Malte Woweries (DIN 0009164705) as the Director of the Company

Sr. No.	Particulars	No. of members who voted	No. of Shares voted for
a.	Votes cast through e-voting at AGM	17	48,31,835
b.	Votes cast through remote e-voting	115	51,13,505
	<b>Total</b>	<b>132</b>	<b>99,45,340</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid Voting</b>	<b>132</b>	<b>99,45,340</b>
	(i) Voting with assent for the Resolution	97	94,71,627
	<b>Percentage (%) of Assent</b>		<b>95.24%*</b>
	(ii) Voting with dissent for the Resolution	35	4,73,713
	<b>Percentage (%) of Dissent</b>		<b>4.76%*</b>

\* Rounded off to nearest percentage

**Resolution No. 7** as a Special Resolution for adoption of the amended articles of association of the Company.

Sr. No.	Particulars	No. of members who voted	No. of Shares voted for
a.	Votes cast through e-voting at AGM	17	48,31,835
b.	Votes cast through remote e-voting	115	51,13,505
	<b>Total</b>	<b>132</b>	<b>99,45,340</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid Voting</b>	<b>132</b>	<b>99,45,340</b>
	(i) Voting with assent for the Resolution	132	99,45,340
	<b>Percentage (%) of Assent</b>		<b>100%</b>
	(ii) Voting with dissent for the Resolution	0	0
	<b>Percentage (%) of Dissent</b>		<b>0%</b>

**Resolution No. 8** as Special Resolution for revision in payment of remuneration to Mr. Tarak Patel as the Managing Director of the Company.

<b>Sr. No.</b>	<b>Particulars</b>	<b>No. of members who voted</b>	<b>No. of Shares voted for</b>
a.	Votes cast through e-voting at AGM	17	48,31,835
b.	Votes cast through remote e-voting	115	51,13,505
	<b>Total</b>	<b>132</b>	<b>99,45,340</b>
c.	Less: Invalid voting	0	0
d.	<b>Net Valid Voting</b>	<b>132</b>	<b>99,45,340</b>
	(i) Voting with assent for the Resolution	102	94,10,696
	<b>Percentage (%) of Assent</b>		<b>94.62%*</b>
	(ii) Voting with dissent for the Resolution	30	5,34,644
	<b>Percentage (%) of Dissent</b>		<b>5.38%*</b>

\* Rounded off to nearest percentage