

Tel. : (91 832) 2257253 / 6714444 Fax : (91 832) 2257044

Fax : (91 832) 2257044 E-mail : gkbophthalmics@gkb.net

Website: www.gkb.net

GKB /STK-EXCH September 28, 2020

Department of Corporate Services BSE Limited Phiroze Jeejubhoy Towers, Dalal Street Mumbai - 400 001

Dear Sir,

Ref: Script Code No.: 533212

Sub: Compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report: Voting results of the AGM

The 38th Annual General Meeting of the Company was held on September 26, 2020, at 11:00 A.M., through Video Conferencing / Other Audio Visual Means.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following:-

- 1. Consolidated Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Annexure I.
- 2. Scrutinizers' Report pursuant to Section 108 of the Companies Act, 2013, as Annexure II.

All the resolutions were passed with requisite majority.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For GKB Ophthalmics Ltd.

Pooja Bicholkar

Company Secretary





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### Annexure - I

Date of the AGM/EGM .	September 26, 2020
Total number of shareholders on record date / cut-off date	1,221
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group:	NA
Public	NA
No. of Shareholders attended the meeting through Video Conferencing	20
Promoters and Promoter Group:	6
Public	14







16-A, Tivim Industrial Estate, Mapusa, Goa 403 526 (INDIA) CIN.: L26109GA1981PLC000469

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## To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Directors and Auditors thereon. Resolution 1

Whether promoter group are interested in the agenda/resolution?         No. of Votes         No. of Votes – in favour         No. of Votes – in favour on against on against on shares polled on shares beild shares.         % of Votes – in favour on against on against on against on shares beild shares.         No. of votes – in favour on against on	Resolution	Resolution required: (Ordinary/ Special)	nary/ Special)	Ordinary					
Mode of Voting   Mode	Whether printerested i	omoter/ promo n the agenda/r	ter group are esolution?	No					
Fr. E-voting	Category	Mode of Voting		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
Froting E-voting Poll 2,471,715			1	2	3=[2/1]*100	4	S	6=[4/2]*100	7=[5/2]*100
Fortal Ballot Fostal Ballot Forting Foll Fostal Ballot Fos	Promoter	E-voting		2,446,344	98.9735	2,446,344		100	
Fostal Ballot         Not Applicable         Not Applicable           Foundation         2,471,715         2,446,344         98.9735         2,446,344         - 100           Foundation         119,600	and	Poll	2,471,715					1	
re-boting         E-voting         2,471,715         2,446,344         98.9735         2,446,344         - 100         -	Group	Postal Ballot				Not Applicable			
tic-         E-voting         - <th< td=""><td></td><td>Total</td><td>2,471,715</td><td>2,446,344</td><td>98.9735</td><td>2,446,344</td><td></td><td>100</td><td>,</td></th<>		Total	2,471,715	2,446,344	98.9735	2,446,344		100	,
tutions         Poll         119,600         -	Public-	E-voting			4			3	•
licated Ballot         Fostal Ballot         Not Applicable         Not Applicable           rotal         119,600         - <td>Institutions</td> <td>Poll</td> <td>119,600</td> <td>٠</td> <td></td> <td></td> <td>,</td> <td>1</td> <td></td>	Institutions	Poll	119,600	٠			,	1	
Total         119,600         - <th< td=""><td></td><td>Postal Ballot</td><td></td><td></td><td></td><td>Not Applicable</td><td></td><td></td><td></td></th<>		Postal Ballot				Not Applicable			
ic.         E-voting         10,076         0.4114         0.4114         10,075         1         99.9901           tuttions         Poll         -<		Total	119,600				·	,	
Poll         2,449,265         - <t< td=""><td>Public-</td><td>E-voting</td><td></td><td>10,076</td><td>0.4114</td><td>10,075</td><td>1</td><td>1066.666</td><td>0.00</td></t<>	Public-	E-voting		10,076	0.4114	10,075	1	1066.666	0.00
Postal Ballot         Not Applicable         Not Applicable           Total         2,449,265         10,076         0.4114         10,075         1         99,9901           5,040,580         2,456,420         48.7329         2,456,419         1         100	Non	Poll	2,449,265		,			1	
Total 2,449,265 10,076 0.4114 10,075 1 99.9901 5,040,580 2,456,420 48.7329 2,456,419 1 100	e de la composition della comp	Postal Ballot				Not Applicable			
5,040,580 2,456,420 48.7329 2,456,419 1 100		Total	2,449,265	10,076	0.4114	10,075	1		0.00
	Total		5,040,580		48.7329	2,456,419	1		0.

Invalid Votes

No. of ballots No. of votes

Promoter	0	0
Institutions	0	0
Public	0	0







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IMIZ

0.00

100

2,456,419

48.7329

2,456,420

5,040,580

# To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of Auditors thereon.

Resolution 2

Resolution	Resolution required: (Ordinary/ Special)	nary/ Special)	Ordinary					
Whether printerested i	Whether promoter/ promoter group are interested in the agenda/resolution?	ter group are esolution?	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	E-voting		2,446,344	98.9735	2,446,344		100	
and	Poll	2,471,715		,				
Group	Postal Ballot				Not Applicable			
	Total	2,471,715	2,446,344	98.9735	2,446,344	,	100	
Public-	E-voting		9			,		
Institutions	Poll	119,600	,				,	
	Postal Ballot				Not Applicable			
	Total	119,600				,		
Public-	E-voting		10,076	0.4114	10,075	1	99.9901	0.0099
Non Institutions	Poll	2,449,265		10	c	,	10	
	Postal Ballot				Not Applicable			
	Total	2,449,265	10,076	0.4114	10,075	1	1066.66	0.0099



Total

No. of votes of ballots No.







To appoint a Director in place of Mr. Vikram Gupta, (DIN: 00052019), who retires by rotation and being eligible, offers himself for re-

Ordinary ON

Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?

appointment.

Resolution No. 3

### GKB Ophthalmics Ltd.

16-A, Tivim Industrial Estate, Mapusa, Goa 403 526 (INDIA)

001

CIN.: L26109GA1981PLC000469

7=[5/2]\*100 votes polled % of Votes against on

> 6=[4/2]\*100 votes polled

100

% of Votes in favour on

Polled on outstanding

No. of votes polled

No. of shares held

Mode of Voting

Category

% of Votes

3=[2/1]\*100

C

81.8557

2,023,239

81.8557

2,023,239

2,471,715

2,471,715

Postal Ballot

Fotal

E-voting

Promoter Promoter Group

and

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0.4114

10,076

119,600

119,600

Postal Ballot

E-voting

Public-

Non

[otal

E-voting

institutions

Public-

40.3389 0.4114

2,033,315

5,040,580

2,449,265

2,449,265

Postal Ballot

Institutions

rotal

Total

10,076

0.00 0.0099

1066.66 100

0.0099

1066.66

0



No. of votes No. of ballots

Promoter	1	423,1
Institutions	0	
Public	0	

0 0





Re-appointment of Mr. Anil Palekar (DIN: 01987078) as Independent Director.

Resolution No. 4

No

Mode of Voting

Category

### **GKB Ophthalmics Ltd.**

16-A, Tivim Industrial Estate, Mapusa, Goa 403 526 (INDIA)

0.00

0.0099

0.0099

CIN.: L26109GA1981PLC000469

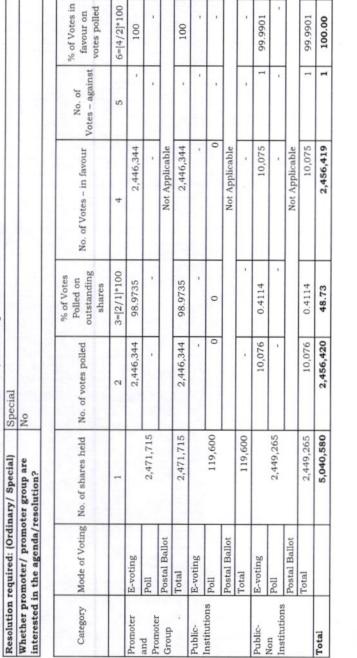
against on votes polled 7=[5/2]\*100

% of Votes

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Postal Ballot

E-voting

Public-

Non

Poll

Institutions

Total

Postal Ballot

Total

Total

Postal Ballot

Promoter Group Public-

and

E-voting

Poll

Institutions

Total



	No. of ballots No. of vote	S
Promoter	0	0
Institutions	0	0
Public	0	0







Re-appointment of Mr. Sadashiv Shet (DIN: 02227102) as Independent Director.

Special No

Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?

Resolution No. 5

### **GKB Ophthalmics Ltd.**

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Tel.

: (91 832) 2257253 / 6714444 : (91 832) 2257044

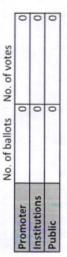
Fax

E-mail: gkbophthalmics@gkb.net

Website: www.gkb.net

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	2	6=[4/2]*100	7=[5/2]*100
Promoter	E-voting		2,446,344	98.9735	2,446,344	1	100	,
and	Poll	2,471,715				í	,	
Group	Postal Ballot				Not Applicable	icable		
	Total	2,471,715	2,446,344	98.9735	2,446,344	1	100	
Public-	E-voting		,	0	٠	,	1	1
Institutions	Poll	119,600		0		1	1	1
ığ.	Postal Ballot				Not Applicable	cable		
	Total	119,600			·	ï	1	
Public-	E-voting		10,076	0.4114	10,075	1	99.9901	0.0099
Non	Poll	2,449,265			c		ı	
	Postal Ballot	•			Not Applicable	cable		
	Total	2,449,265	10,076	0.4114	10,075	1	1066.66	0.0099
Total		5,040,580	2,456,420	48.73	2,456,419	1	100	0.00





**Invalid Votes** 





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### Re-appointment of Mr. Joseph A. A. D'Costa (DIN: 03489392) as Independent Director. Resolution required: (Ordinary/ Special) | Special Whether promoter/ promoter group are

interested in the agenda/resolution?

Resolution No. 6

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding	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	2	6=[4/2]*100	7=[5/2]*100
Promoter	E-voting		2,446,344	98.9735	2,446,344	•	100.00	
and	Poll	2,471,715						,
Group	Postal Ballot	•			Not Applicable	cable		
1	Total	2,471,715	2,446,344	98.9735	2,446,344	1	100.00	1
Public-	E-voting		1	t	1	1	í	1
Institutions	Poll	119,600	,			ı	1	
	Postal Ballot				Not Applicable	cable		
	Total	119,600	ı	1	1	1	1	1
Public-	E-voting		10,076	0.4114	10,075	1	99.9901	0.0099
Non	Poll	2,449,265	r	1		1	1	1
mentanons.	Postal Ballot				Not Applicable	cable		
	Total	2,449,265	10,076	0.4114	10,075	1	99,9901	0.0099
Total		5,040,580	2,456,420	48.7329	2,456,419	1	100	0.00



No. of ballots **Invalid Votes** 

No. of votes



000



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Re-appointment of Mrs. Shashi K. Katreddi (DIN: 07139250) as Independent Director. Special

Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are

Resolution No. 7

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	E-voting		2,446,344	98.9735	2,446,344	-	100.00	-
and	Poll	2,471,715	,	r				1
Group	Postal Ballot				Not Applicable	cable		
1	Total	2,471,715	2,446,344	98.9735	2,446,344	31	100.00	1
Public-	E-voting		1	-		ı	-	ı
Institutions	Poll	119,600	,	1	1	E	-	t
	Postal Ballot				Not Applicable	cable		
	Total	119,600	t	-	1	1	-	31
Public-	E-voting		10,076	0.4114	10,075	1	99.9901	0.0099
Non	Poll	2,449,265	1		1	1	£	-
mentanons	Postal Ballot				Not Applicable	cable		
	Total	2,449,265	10,076	0.4114	10,075	1	99.9901	0.0099
Total		5,040,580	2,456,420	48.7329	2,456,419	1	100	00.00



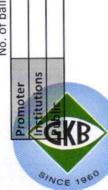
Invalid Votes

 No. of ballots
 No. of votes

 oter
 0
 0

 rtions
 0
 0

 0
 0
 0



### 68 Shivaram Bhat

Company Secretary

309, Gera Imperium 1, Patto. Panaji, Goa 403001

### Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

Chairman, Annual General Meeting of the Equity Shareholders of GKB Ophthalmics Limited

(Regd Office: Tivim, Mapusa, Goa)

Held on Saturday, 26th day of September, 2020 at 11:00 a.m. IST through Video Conferencing (VC) / Other Audio Visual Means(OAVM).

ACS 10454

Dear Sir,

I, Shivaram Bhat, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of GKB Ophthalmics Limited (CIN: L26109GA1981PLC000469), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the remote e-voting process in respect of the below mentioned resolutions proposed at the 38th Annual General Meeting (AGM) of the Equity Shareholders held on Saturday, 26th day of September, 2020 at 11:00 a.m. IST through VC / OAVM.

I have also been appointed to scrutinize the remote e-voting exercised at the said AGM.

Page 1 of 10

### I submit my report as under:

- a) The Company has informed me that it has completed the dispatch of notice through email to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on the cut-off date fixed for the purpose.
- b) The Company has extended the facility of e-voting to the shareholders by tying up with the Central Depository Services (India) Limited (CDSL) e-voting facility.
- c) The remote e-voting remained open for the period commencing from Wednesday, 23rd September 2020, 9:00 a.m. to Friday, 25th September, 2020, 05:00 p.m.
- d) The Remote e-voting was also made available to the members at the AGM pursuant to MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020.
- e) After the conclusion of the AGM, using the scrutinizer's login on the CDSL e-voting portal, the votes cast through remote e-voting as above were unblocked in the presence of following two witnesses who are not in the employment of the company:

Vivek Naik Desai

Pratik Joshi

- f) I have scrutinized and reviewed the remote e-voting and e-voting at the meeting based on the data downloaded from the NSDL e-voting system and matching with the Register of Members of the Company/list of beneficiaries as on 19th September 2020, provided by the Registrar and Share Transfer Agents of the Company namely Sharex Dynamic (India) Private Limited.
- g) The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.



h) My responsibility as scrutinizer for the remote e-voting and the e-voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit consolidated result of the remote e-voting and the e-voting at the AGM in respect of the said resolutions.

### Item No. 1

To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Directors and Auditors thereon – Ordinary Resolution.

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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
23	24,56,419	100

### (ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	1	0

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of Auditors thereon – Ordinary Resolution.

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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
23	24,56,419	100

### (ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	1	0

Total number of members whose	rs whose	
votes were declared invalid		
0	0	



To appoint a Director in place of Mr. Vikram Gupta, (DIN: 00052019), who retires by rotation and being eligible, offers himself for re-appointment – Ordinary Resolution.

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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
22	20,33,314	100

### (ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	1	0

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	4,23,105



Re- appointment of Mr. Anil Palekar (DIN: 01987078) as Independent Director - Special Resolution.

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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
23	24,56,419	100

### (ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	. 1	0

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Re-appointment of Mr. Sadashiv Shet (DIN: 02227102) as Independent Director – Special Resolution.

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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
23	24,56,419	100

### (ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	1	0

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Re-appointment of Mr. Joseph A. A. D'Costa (DIN: 03489392) as Independent Director – Special Resolution.

### (iv) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
23	24,56,419	100

### (v) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	1	0

Total number of members whose	Total number of votes cast by then	
votes were declared invalid		
0	0	



Re-appointment of Mrs. Shashi K. Katreddi (DIN: 07139250) as Independent Director – Special Resolution.

### (vii) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
23	24,56,419	100

### (viii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	1 LTD.	FOR GKB OOHTHALMICS

### (ix) Invalid votes:

Pooja Bicholkar Company Secretary

Total number of members whose	Total number of votes cast by them
votes were declared invalid	
0	0



The data and all other relevant records relating to e-voting were handed over to the Director authorized by the Board for safe keeping.

You may accordingly declare the result of the voting.

Thanking you, yours faithfully,

Place: Panaji, Goa.

Dated: 28/09/2020

ACS 10454 C P No 7853

> Shivaram Bhat Practising Company Secretary CP No. 7853

UDIN: A010454B000789353

FOR GKB OPHTHALMICS LTD.

Pooja Bicholkar Company Secretary

Chairman/ Director/ Company Secretary