



GP+
GLOBAL

September 21, 2019



To, BSE Limited Department of Corporate Services, P. J. Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 532543	To, National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, G-Block, Bandra Kurla Complex, Bandra East, Mumbai 400 051 Scrip Symbol: GULFPETRO
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Sub: Voting Results and Scrutinizers Report of the Company

Dear Sir / Madam,

The 36th Annual General Meeting (AGM) of the Company was held on September 19, 2019 at 3:00 pm at Hotel Lalit, Forum I Hall, Sahar Airport Road, Andheri East, Mumbai- 400 059 to transact the business as stated in the notice dated August 26, 2019, convening the AGM.

In this regard, please find enclosed the following:

- 1) Voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations – **Annexure A**;
- 2) The Scrutinizer's Report dated September 20, 2019, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, each as amended – **Annexure B**.

The Meeting concluded at 04.30 p.m.

The Voting results are also available on website of the Company www.gppetroleums.co.in.

You are requested to take the above information on record.

Thanking You,
Yours faithfully,

For GP Petroleums Limited



Bijay Kumar Sanku
Company Secretary and Compliance Officer
Encl. as above

ANNEXURE A

GP Petroleums Limited- 36th Annual General Meeting (AGM) Voting Results

1.	Day and Date of AGM	Thursday, September 19, 2019
2.	Total number of shareholders as on cut-off date (September 12 th , 2019)	12497
3.	No. of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group: Public:	4 33
4.	No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	NIL



Resolution 1: Adoption of Financial Statements

	No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group							
E-Voting Poll		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
Postal Ballot (Not Applicable)	3,71,70,943	0	0.00	0	0	0.00	0.00
Total (A)		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
Public Institutions							
E-Voting Poll		0	0.00	0	0	0.00	0.00
Postal Ballot (Not Applicable)	0	0	0.00	0	0	0.00	0.00
Total (B)		0	0.00	0	0	0.00	0.00
Public Non Institutions							
E-Voting Poll		64,281	0.47	64,281	0	100.00	0.00
Postal Ballot (Not Applicable)	1,38,13,440	915	0.01	915	0	100.00	0.00
Total (C)		65,196	0.47	65,196	0	100.00	0.00
Total (A+B+C)	5,09,84,383	3,72,36,139	73.03	3,72,36,139	0	100.00	0.00



Resolution 2: Declaration of Dividend

	No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group							
E-Voting Poll		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
Postal Ballot (Not Applicable)	3,71,70,943	0	0.00	0	0	0.00	0.00
Total (A)		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
Public Institutions							
E-Voting Poll		0	0.00	0	0	0.00	0.00
Postal Ballot (Not Applicable)	0	0	0.00	0	0	0.00	0.00
Total (B)		0	0.00	0	0	0.00	0.00
Public Non Institutions							
E-Voting Poll		64,281	0.47	64,281	0	100.00	0.00
Postal Ballot (Not Applicable)	1,38,13,440	915	0.01	915	0	100.00	0.00
Total (C)		65,196	0.00	0	0	0.00	0.00
Total (A+B+C)	5,09,84,383	3,72,36,139	73.03	3,72,36,139	0	100.00	0.00



Resolution 3: Reappointment of Director retiring by Rotation

	No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	E-Voting	3,70,10,727	99.57	3,70,10,727	0	100.00	0.00
	Poll	0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)						
	Total (A)	3,70,10,727	99.57	3,70,10,727	0	100.00	0.00
Public Institutions	E-Voting	0	0.00	0	0	0.00	0.00
	Poll	0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)						
	Total (B)	0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	64,281	0.47	64,281	0	100.00	0.00
	Poll	915	0.01	789	126	86.23	13.77
	Postal Ballot (Not Applicable)						
	Total (C)	65,196	0.47	65,070	126	99.81	13.77
Total (A+B+C)	5,09,84,383	3,70,75,923	72.72	3,70,75,797	126	100.00	0.00



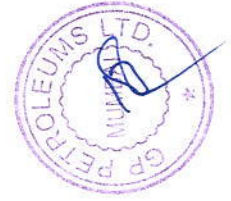
Resolution 4: Appointment of Statutory Auditors

	No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group							
E-Voting Poll		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
Postal Ballot (Not Applicable)	3,71,70,943	0	0.00	0	0	0.00	0.00
Total (A)		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
Public Institutions							
E-Voting Poll		0	0.00	0	0	0.00	0.00
Postal Ballot (Not Applicable)	0	0	0.00	0	0	0.00	0.00
Total (B)		0	0.00	0	0	0.00	0.00
Public Non Institutions							
E-Voting Poll		64,281	0.47	64,281	0	100.00	0.00
Postal Ballot (Not Applicable)	1,38,13,440	915	0.01	915	0	100.00	0.00
Total (C)		65,196	0.47	65,196	0	100.00	0.00
Total (A+B+C)	5,09,84,383	3,72,36,139	73.03	3,72,36,139	0	100.00	0.00



Resolution 5: Appointment of Mr. Mahesh Damle (DIN 08261516) as Independent Director

	No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
Promoter and Promoter Group	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
E-Voting Poll		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
Postal Ballot (Not Applicable)	3,71,70,943	0	0.00	0	0	0.00	0.00
Total (A)		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
Public Institutions		0	0.00	0	0	0.00	0.00
E-Voting Poll		0	0.00	0	0	0.00	0.00
Postal Ballot (Not Applicable)	0						
Total (B)		0	0.00	0	0	0.00	0.00
Public Non Institutions		64,281	0.47	64,281	0	100.00	0.00
E-Voting Poll		915	0.01	789	126	86.23	13.77
Postal Ballot (Not Applicable)	1,38,13,440	0	0.00	0	0	0.00	0.00
Total (C)		65,196	0.47	65,070	126	99.81	13.77
Total (A+B+C)	5,09,84,383	3,72,36,139	73.03	3,72,36,013	126	100.00	0.00



Resolution 6: Appointment of Mrs. Stuti Kacker (DIN 07061299) as Independent Director

	No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
	3,71,70,943	0	0.00	0	0	0.00	0.00
Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
Total (A)		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
Public Institutions		0	0.00	0	0	0.00	0.00
	0	0	0.00	0	0	0.00	0.00
Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
Total (B)		0	0.00	0	0	0.00	0.00
Public Non Institutions		64,281	0.47	64,281	0	100.00	0.00
		915	0.01	789	126	86.23	13.77
Postal Ballot (Not Applicable)	1,38,13,440	0	0.00	0	0	0.00	0.00
Total (C)		65,196	0.47	65,070	126	99.81	13.77
Total (A+B+C)	5,09,84,383	3,72,36,139	73.03	3,72,36,013	126	100.00	0.00



Resolution 7: Ratification of Remuneration of Cost Auditor

	No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group							
E-Voting Poll		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
Postal Ballot (Not Applicable)	3,71,70,943	0	0.00	0	0	0.00	0.00
Total (A)		3,71,70,943	100.00	3,71,70,943	0	100.00	0.00
Public Institutions							
E-Voting Poll		0	0.00	0	0	0.00	0.00
Postal Ballot (Not Applicable)	0	0	0.00	0	0	0.00	0.00
Total (B)		0	0.00	0	0	0.00	0.00
Public Non Institutions							
E-Voting Poll		64,281	0.47	64,281	0	100.00	0.00
Postal Ballot (Not Applicable)	1,38,13,440	915	0.01	915	0	100.00	0.00
Total (C)		65,196	0.47	65,196	0	100.00	0.00
Total (A+B+C)	5,09,84,383	3,72,36,139	73.03	3,72,36,139	0	100.00	0.00



PUNIT SHAH

Company Secretaries

B. Com, ACS

FORM NO. MGT-13 REPORT OF SCRUTINIZER

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

To,
Mr. Manan Goel, Chairman,
36th Annual General Meeting of the members of GP Petroleums Limited,
Held on Thursday, 19th September, 2019 at 03.00 P.M. at
Hotel Lalit, Forum I Hall, Sahar Airport Road,
Andheri (East), Mumbai – 400 059

Dear Sir,

I, Mr. Punit Shah, Practicing Company Secretary was appointed as Scrutinizer for the 36th Annual General Meeting of the members of GP Petroleums Limited held on Thursday, 19th September, 2019 at 03.00 P.M. at Hotel Lalit, Forum I Hall, Sahar Airport Road, Andheri (East), Mumbai – 400 059, for the purpose of scrutinizing the E-voting process and Physical Voting by Ballot papers at the general meeting in a fair and transparent manner and ascertaining the requisite majority on E-voting and Physical Voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

I submit my report as under:

1. The E-voting period remained open from Monday, 16th September, 2019 at 09.00 a.m. to Wednesday, 18th September, 2019 at 05.00 p.m.
2. The notice was sent to all the Members on 26th August, 2019 whose names appeared in the Register of Members as on 16th August, 2019 (Cut-off Date: 12th September, 2019) who were entitled to vote on the proposed 7 (Seven) resolutions as mentioned in the Notice of the 36th Annual General Meeting of "GP Petroleums Limited" (Item No. 1 (One) to 7 (Seven) of the Notice of the 36th Annual General Meeting of GP Petroleums Limited).
3. The quorum being present, the voting was conducted in fair and transparent manner. After the time fixed for closing of the poll by Mr. Manan Goel, Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
5. The votes were unblocked on 19th September, 2019 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Ms. Jignasa Waghela and Mrs. Kalavati Jadhav working with Mr. Punit Shah, Practicing Company Secretary. Both of them are not in the employment of the Company.
6. No poll papers were found invalid.

PUNIT SHAH

Company Secretaries

B. Com, ACS

7. The Results of the voting are as under:

ORDINARY BUSINESS:

a. RESOLUTION NO. 1

Ordinary Resolution No. 1 – Adoption of the Audited Annual Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and the Auditors thereon:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37236139	100.00	0	0.00	37236139	100.00	0	0.00	37236139
Total No. of Ballots	28	100.00	0	0.00	28	100.00	0	0.00	28

b. RESOLUTION NO. 2

Ordinary Resolution No. 2 – To declare dividend on Equity Shares for the year ended 31st March, 2019:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37236139	100.00	0	0.00	37236139	100.00	0	0.00	37236139
Total No. of Ballots	28	100.00	0	0.00	28	100.00	0	0.00	28

c. RESOLUTION NO. 3

Ordinary Resolution No. 3 – To appoint a Director in place of Mrs. Pallavi Mangla (DIN: 03579576), who retires by rotation and being eligible, offers herself for reappointment:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37075797	100.00	126	0.00	37075923	100.00	0	0.00	37075923
Total No. of Ballots	25	96.15	1	3.85	26	100.00	0	0.00	26

PUNIT SHAH

Company Secretaries

B. Com, ACS

d. RESOLUTION NO. 4

Ordinary Resolution No. 4 – Appointment of M/s. PNG & Co., Chartered Accountant as Statutory Auditors of the Company to hold office from the conclusion of the 36th Annual General Meeting till the conclusion of the 41st Annual General Meeting and fix their remuneration:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37236139	100.00	0	0.00	37236139	100.00	0	0.00	37236139
Total No. of Ballots	28	100.00	0	0.00	28	100.00	0	0.00	28

SPECIAL BUSINESS:

e. RESOLUTION NO. 5

Ordinary Resolution No. 5 – Appointment of Mr. Mahesh Damle (DIN 08261516) as an Independent Director of the Company for a period of 5 years:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37236013	100.00	126	0.00	37236139	100.00	0	0.00	37236139
Total No. of Ballots	27	96.43	1	3.57	28	100.00	0	0.00	28

f. RESOLUTION NO. 6

Ordinary Resolution No. 6 – Appointment of Mrs. Stuti Narain Kacker (DIN 07061299) as an Independent Director of the Company for a period of 5 years:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37236013	100.00	126	0.00	37236139	100.00	0	0.00	37236139
Total No. of Ballots	27	96.43	1	3.57	28	100.00	0	0.00	28

PUNIT SHAH

Company Secretaries

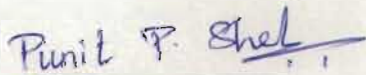
B. Com, ACS

g. RESOLUTION NO. 7

Ordinary Resolution No. 7 – To ratify the remuneration of Mr. Dilip M. Bathija, Cost Auditor of the Company for the financial year 2019-2020:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	37236139	100.00	0	0.00	37236139	100.00	0	0.00	37236139
Total No. of Ballots	28	100.00	0	0.00	28	100.00	0	0.00	28

8. A Compact Disc (CD) containing a list of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid for each resolution is enclosed.
9. The poll papers and other relevant records were sealed and handed over to Mr. Bijay Kumar Sanku, Company Secretary authorized by the Board for safe keeping.
10. The consolidated result of the votes cast (by E-Voting and by poll) is provided as Annexure 1 to this report.

Thanking You,
Yours Faithfully,



Punit Shah
Practicing Company Secretary
Membership No. A20536
COP No. 7506

PUNIT SHAH
PRACTICING COMPANY SECRETARIES
ACS 20536 CP 7506.

Place: Mumbai
Date: 20th September, 2019

PUNIT SHAH

Company Secretaries

B. Com, ACS

Annexure – 1

Consolidated result of voting (by E-voting and Poll) for Resolution Nos. 1 to 7 of the Notice of the 36th Annual General Meeting of “GP Petroleum Limited” held on Thursday, 19th September, 2019 at 03.00 P.M.

Resoluti on No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	E-voting	Poll	Total	E-voting	Poll	Total	%	E- voting	Poll	Total	%
1	37235224	915	37236139	37235224	915	37236139	100.00	0	0	0	0.00
2	37235224	915	37236139	37235224	915	37236139	100.00	0	0	0	0.00
3	37075008	915	37075923	37075008	789	37075797	100.00	0	126	126	0.00
4	37235224	915	37236139	37235224	915	37236139	100.00	0	0	0	0.00
5	37235224	915	37236139	37235224	789	37236013	100.00	0	126	126	0.00
6	37235224	915	37236139	37235224	789	37236013	100.00	0	126	126	0.00
7	37235224	915	37236139	37235224	915	37236139	100.00	0	0	0	0.00