

Tel. : (91 832) 2257253 / 6714444 Fax : (91 832) 2257044 E-mail : gkbophthalmics@gkb.net Website : www.gkb.net

GKB /STK-EXCH September 29, 2021

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

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 39th Annual General Meeting of the Company was held on September 28, 2021, 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





GKB Ophthalmics Ltd.

16-A, Tivim Industrial Estate, Mapusa, Goa 403 526 (INDIA) CIN.: L26109GA1981PLC000469 Tel. : (91 832) 2257253 / 6714444 Fax : (91 832) 2257044 E-mail : gkbophthalmics@gkb.net Website : www.gkb.net

Annexure - I

Date of AGM	September 28, 2021
Total number of shareholders on record date / cut-off date	1469
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	24
Promoters and Promoter Group	7
Public	17





Resolution 1

To consider and adopt the Audited Financial Statements for the financial year ended March 31, 2021, together with the Reports of the Directors' and Auditor's thereon.

Resolution	Resolution required: (Ordinary/ Special)	lary/ Special)	Ordinary					
Whether pr interested	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	ى ا	6=[4/2]*100	7=[5/2]*100
Promoter	E-voting		1,678,837	55.96649418	1,678,837		100	
Bromoter	Poll	2,999,718		ſ		1		1
Group	Postal Ballot				Not Applicable			
	Total	2,999,718	1,678,837	56	1,678,837	4	100	а 2
Public-	E-voting			1			ı	1
Institutions	Poll	100,000	24.2	1			a s	а.
	Postal Ballot				Not Applicable			
	Total	100,000					1	a c
Public-	E-voting		11,485	0.59	11,485		100	T
Non	Poll	1,940,862	1	1	- L;		1	
IIISUUUU	Postal Ballot				Not Applicable			
	Total	1,940,862	11,485	0.59	11,485		100	
Total		5,040,580	1,690,322	33.53	1,690,322		100	

Invalid Votes

	No. of ballots	No. of votes	
Promoter		0	0
Institutions		0	0
Public		0	0





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Resolution 2

To consider and adopt the Audited Consolidated Financial Statements for the financial year ended March 31, 2021, together with the Report of the Auditor's thereon.

Resolution	Resolution required: (Ordinary/ Special)	nary/ Special)	Ordinary					
Whether prointerested 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	ນ	6=[4/2]*100	7=[5/2]*100
Promoter	E-voting		1,678,837	55.96649418	1,678,837		100	
Bromotor	Poll	2,999,718		-C			1	
Group	Postal Ballot				Not Applicable			
	Total	2,999,718	1,678,837	56	1,678,837	1	100	•
Public-	E-voting		1	E.			T	
Institutions	Poll	100,000	3	3	a	a.	1	
	Postal Ballot				Not Applicable			
	Total	100,000	2			3	1	
Public-	E-voting		11,485	0.59	11,485		100	1
Non	Poll	1,940,862	1	1	1	-		-1
stionninstit	Postal Ballot				Not Applicable			
	Total	1,940,862	11,485	0.59	11,485		100	
Total		5,040,580	1,690,322	33.53	1,690,322	1	100	

Invalid Votes

	No. of ballots	No. of votes
Promoter	0	0
Institutions		0
Public		0







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To re-appoint Mr. K.G. Gupta (DIN: 00051863) who retires by rotation and being eligible, offers himself for re-appointment.

Resolution	Resolution required: (Ordinary/ Special)	ary/ Special)	Ordinary					
Whether pr interested i	Whether promoter/ promoter group are interested in the agenda/resolution?	er group are solution?	YES					
				% of Votes			% of Votes in	% of Votes
Category	Mode of Voting	No. of shares held	No. of votes polled	Polled on outstanding shares	No. of Votes - in favour	No. of Votes – against	favour on votes polled	against on votes polled
		1	2	3=[2/1]*100	4	Ω	6=[4/2]*100	7=[5/2]*100
Promoter	E-voting		1,678,837	55.96649418	1,678,837	1	100	3
Promoter	Poll	2,999,718			•	1	1	
Group	Postal Ballot				Not Applicable			
	Total	2,999,718	1,678,837	55.96649418	1,678,837	•	100	
Public-	E-voting		1	0	1	1	1	зс
Institutions	Poll	100,000		0			1	,
	Postal Ballot				Not Applicable			
	Total	100,000		t		ř		r.
Public-	E-voting		11,485	0.59	11,485	i	100	

Invalid Votes

	No. of ballots	No. of votes	
Promoter		0	ſ
Institutions		0	0
Public		0	0

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GKB Ophthalmics Ltd.

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

100 100

1

11,485 1,690,322

33.53

1,690,322 11,485

5,040,580 1,940,862

0.59

Not Applicable

0.00

1,940,862

Postal Ballot

Poll

Institutions

Non

Total

Total

0

Re-appointment of Mr. K.G. Gupta (DIN: 00051863) as Chairman and Managing Director of the Company.

		% of Votes in % of Vo	against
		% of Votes	favour on
		No. of	
			No. of Votes - in favour
		% of Votes Polled on	
Special	YES		held No. of votes polled
	are		No. of shares held
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?		Category Mode of Voting No. of shares
Resolution	Whether pro-		Category

Category Mode of Voting No. of shares held	1	Promoter E-voting	and Poll 2	Group Postal Ballot	Total	Public- E-voting	Institutions Poll	Postal Ballot	Total	Public- E-voting	Poll	Postal Ballot	Total 1	Total 5.
ares held			2,999,718		2,999,718		100,000	-	100,000		1,940,862		1,940,862	5.040.580
No. of votes polled	7	1,678,837	3		1,678,837		0			11,485	1		11,485	1.690.322
% of Votes Polled on outstanding shares	3=[2/1]*100	55.96649418	1		55.96649418	1	0		1	0.59	1		0.59	33.53
No. of Votes – in favour	4	1,678,837		Not Applicable	1,678,837		0	Not Applicable		11,485	1	Not Applicable	11,485	1.690.322
No. of Votes – against	ŝ	1	1		1	1	i			.1	Ĭ		1	
% of Votes in favour on votes polled	6=[4/2]*100	100	,		100	1	ı		1	100.00	T		100.00	100.00
% of Votes against on votes polled	7=[5/2]*100		Т)	Ĩ	1		- F	3	1		1	

Invalid Votes

	No. of ballots	No. of votes
Promoter		0
Institutions		0
Public		0









GKB Ophthalmics Ltd.

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

Revision of remuneration to Mr. Subhash Redkar, Executive Director (DIN: 08515642) of the Company. Resolution required: (Ordinary/ Special) Special

Whether pro-	Whether promoter/ promoter group interested in the agenda/resolution?	oter group are 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 Vol against votes pol
		1	2	3=[2/1]*100	4	5	6=[4/2]*100 7=[5/2]*	7=[5/2]*
Promoter	E-voting		1,678,837	55.96649418	1,678,837	1	100	
Promoter	Poll	2,999,718	-	3	1	I	1	
Group	Postal Ballot				Not Applicable	cable		

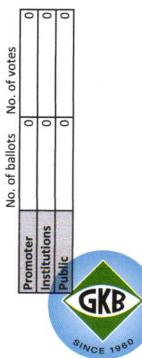
: (91 832) 2257253 / 6714444 : (91 832) 2257044 Tel. Fax E-mail : gkbophthalmics@gkb.net Website : www.gkb.net

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	5	6=[4/2]*100	7=[5/2]*100
Promoter	E-voting		1,678,837	55.96649418	1,678,837	j.	100	1
Promoter	Poll	2,999,718	Т		1	T	1	Т
Group	Postal Ballot				Not Applicable	cable		
	Total	2,999,718	1,678,837	55.96649418	1,678,837	- 1	100	1
Public-	E-voting			0	1	1	1	
Institutions	Poll	100,000	1	0	-1	1	, t	1
	Postal Ballot				Not Applicable	cable		
	Total	100,000	I	1	ı	•	ı	3
Public-	E-voting		11,485	0.59	11,485	.1	100.00	1
Institutions	Poll	1,940,862	1	1	1	4	1	ſ
	Postal Ballot				Not Applicable	cable		
	Total	1,940,862	11,485	0.59	11,485		100.00	1
Total		5,040,580	1,690,322	33.53	1,690,322	0	100	•

GKB Ophthalmics Ltd.

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

Invalid Votes





To approve the annual limits for related party transactions under Regulation 23(4) of SEBI (Listing Obligations and Resolution required: (Ordinary/ Special) Ordinary **Disclosure Requirements) Regulations**, 2015.

			6					
Whether pr interested i	Whether promoter/ promoter group are interested in the agenda/resolution?		YES					
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	S	6=[4/2]*100	7 = [5/2] * 100
Promoter	E-voting		ſ	0	í.	1	1	
and Promoter	Poll	2,999,718	I.		1		1	1
Group	Postal Ballot				Not Applicable	cable		
1	Total	2,999,718		1	1		1	
Public-	E-voting		I	i.	Ĭ.	1	T	,
Institutions	Poll	100,000		1	1	1	. 1	1
	Postal Ballot				Not Applicable	cable		
	Total	100,000	1	1	1	1	Т	
Public-	E-voting		11,485	0.59	11,485	1	100	
Non	Poll	1,940,862	1	1	1	1	1	1
SHOPPHER	Postal Ballot				Not Applicable	cable		
	Total	1,940,862	11,485	0.59	11,485	I	100	r
Total		5,040,580	11,485	0.23	11,485	0	100	,





Institutions Promoter

Public



00 1,678,837 No. of votes 500 No. of ballots Invalid Votes



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

Tel. Fax E-mail : gkbophthalmics@gkb.net Website : www.gkb.net

To approve the reclassification of members from "Promoter and Promoter Group" category to "Public shareholders" under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Resolution	Resolution required: (Ordinary/ Special)	1	Ordinary					
Whether pr interested	Whether promoter/ promoter group are interested in the agenda/resolution?	are	YES					
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		1	0	1	.1	.1	1
and	Poll	2,999,718		ŝ	i	,	1	1
Groun	Postal Ballot				Not Applicable	cable		
duran	Total	2,999,718			1		1	1
Public-	E-voting		1	ı	1	Ĩ	1	
Institutions	Poll	100,000		ı	1		1	1
	Postal Ballot				Not Applicable	cable		
	Total	100,000		•	1			
Public-	E-voting		11,485	0.59	11,485	1	100	•
Non Institutions	Poll	1,940,862	ı	•			T	
SHODDING	Postal Ballot				Not Applicable	cable		

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100 100

11,485 11,485

0

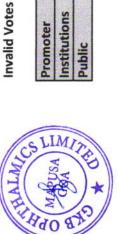
0.23 0.59

11,485 11,485

1,940,862 5,040,580

Total

Total



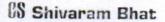


1,678,837 No. of votes 5 0 0 No. of ballots Institutions Promoter Public

0

0





Company Secretary

ANNEXURE 'TT'

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, The Chairman,

Annual General Meeting of the Equity Shareholders

of GKB Ophthalmics Limited

(Regd. Office: 16-A, Tivim Industrial Estate, Mapusa, Goa - 403526)

Held on Tuesday, 28th day of September, 2021 at 11:00 a.m. IST, through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

I, Shivaram Bhat, Practicing 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 39th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Tuesday, 28th day of September, 2021 at 11:00 a.m. IST through VC / OAVM.

I have also been appointed to scrutinize the e-voting process held at the said AGM.



Page 1 of 10

🖀: 0832 2438911 🔋 : 9422 05 8248 🛞 : cs.sbhat@gmail.com

- 1. I submit my report as under:
 - a) The Company has informed me that on 4th September, 2021 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 16th August, 2021, the record date/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 Saturday, 25th September, 2021, 9:00 a.m. to Monday, 27th September, 2021, 05:00 p.m.
 - d) The Remote e-voting was also made available to the members at/during the AGM pursuant to MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020 and January 13, 2021.
 - e) After the conclusion of the AGM, using the scrutinizer's login on the CDSL evoting 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

P.AT. Pooia Alornekar

- f) I have scrutinized and reviewed the remote e-voting and e-voting at the meeting based on the data downloaded from the CDSL e-voting system and matching with the Register of Members of the Company/list of beneficiaries as on 21st September, 2021, provided by the Registrar and Share Transfer Agents of the Company namely Link Intime 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.



Page 2 of 10

h) My responsibility as scrutinizer for the remote e-voting and the e-voting at the AGM is restricted to scrutinize votes cast and 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 resolutions considered.

Item No. 1

To consider and adopt the Audited Financial Statements for the financial year ended March 31, 2021, together with the Reports of the Directors' and Auditor's 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
21	16,90,322	100

(ii) Voted against the resolution:

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

(iii) Invalid votes:

Total number of members whose	Total number of votes cast by them
votes were declared invalid	7
0	0



Page 3 of 10

To consider and adopt the Audited Consolidated Financial Statements for the financial year ended March 31, 2021, together with the Report of the Auditor's 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
21	16,90,322	100

(ii) Voted against the resolution:

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

(iii) Invalid votes:

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



Page 4 of 10

To re-appoint Mr. K.G. Gupta (DIN: 00051863) 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
21	16,90,322	100

(ii) Voted against the resolution:

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

(iii) Invalid votes:

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



Page 5 of 10

Re-appointment of Mr. K.G. Gupta (DIN: 00051863) as Chairman and Managing Director of the Company - 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
21	16,90,322	100

(ii) Voted against the resolution:

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

(iii) Invalid votes:

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



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Revision of remuneration to Mr. Subhash Redkar, Executive Director (DIN: 08515642) of the Company - 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		
21	16,90,322	100		

(ii) Voted against the resolution:

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

(iii) Invalid votes:

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



Page 7 of 10

To approve the annual limits for related party transactions under Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - 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		
16	11,485	100		

(ii) Voted against the resolution:

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

(iii) Invalid votes:

5	16,78,837		
votes were declared invalid	them		
Total number of members whose	Total number of votes cast by		



Page 8 of 10

To approve the reclassification of members from "Promoter and Promoter Group" category to "Public shareholders" under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 -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		
16	11,485	100		

(ii) Voted against the resolution:

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

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total them	number	of	votes	cast	by
5	16,78,837					



Page 9 of 10

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. Date : September 28, 2021



Shivaram Bhat Practicing Company Secretary C P No. 7853

UDIN: A010454C001025721

Chairman/ Director/ Company Secretary

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