

GI ENGINEERING SOLUTIONS LIMITED

Regd. Office: 73A SDF-III, SEEPZ, Andheri (East), Mumbai-400 096

Tel No: 022-44884488, Fax No: 022-28290603

CIN: L40109MH2006PLC163731

Website: www.giesl.in; E-mail ID: investors@giesl.in

October 01, 2021

BSE Limited Corporate Relationship Department P.J. Towers, Dalal Street, Fort, Mumbai - 400 001	National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051
Scrip Code : 533048	Symbol : GISOLUTION

Dear Sir,

Sub: Voting Results of the 15th Annual General Meeting of the Company held on September 30, 2021.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the voting results of the business transacted and set out in the Notice of 15th Annual General Meeting of the Company held on September 30, 2021 in the prescribed format.

All the resolutions contained in the said Notice were passed with requisite majority.

We request you to take the same on your record.

Thanking You,

Yours faithfully,

For **GI Engineering Solutions Ltd**

Sajid Malik
Managing Director
(DIN: 00400366)



General information about company	
Scrip code	533048
NSE Symbol	GISOLUTION
MSEI Symbol	NOTLISTED
ISIN	INE065J01016
Name of the company	GI Engineering Solutions Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2021
Start time of the meeting	03:30 PM
End time of the meeting	03:38 PM



Scrutinizer Details	
Name of the Scrutinizer	Mr. Sanam Umbargikar
Firms Name	M/s. DSM & Associates
Qualification	CS
Membership Number	26141
Date of Board Meeting in which appointed	01-09-2021
Date of Issuance of Report to the company	30-09-2021



Voting results	
Record date	23-09-2021
Total number of shareholders on record date	3656
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	21
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Accounts, Report of the Auditors and Directors thereon for FY ended on 31st March 2021				
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	3395177	1702461	50.1435	1702461	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3395177	1702461	50.1435	1702461	0	100
Public-Institutions	E-Voting	4050	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4050	0	0	0	0	0
Public- Non Institutions	E-Voting	5212651	27150	0.5208	25871	1279	95.2891	4.7109
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5212651	27150	0.5208	25871	1279	95.2891
Total		8611878	1729611	20.084	1728332	1279	99.9261	0.0739
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mrs. Saroja Malik (DIN:00400421), Director of the Company who retires by rotation and being eligible, seeks re-appointment.				
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	3395177	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3395177	0	0	0	0	0
Public-Institutions	E-Voting	4050	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4050	0	0	0	0	0
Public- Non Institutions	E-Voting	5212651	27150	0.5208	25871	1279	95.2891	4.7109
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5212651	27150	0.5208	25871	1279	95.2891
Total		8611878	27150	0.3153	25871	1279	95.2891	4.7109
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



SCRUTINIZER'S REPORT – COMBINED

[Pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,

Mr. Sajid Malik

Managing Director

15th Annual General Meeting of the Equity Shareholders of **GI Engineering Solutions Limited** held on **Thursday the 30th September, 2021**, at **3.30 p.m.** through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") on account of Outbreak of COVID-19 pandemic and in accordance with the relevant circulars issued by Ministry of Corporate Affairs.

Dear Sir,

I, CS Sanam Umbargikar, Partner of M/s. DSM & Associates, Company Secretaries, having been appointed by the Board of Directors of the **GI Engineering Solutions Limited** (the "Company") as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and e-voting process carried out at 15th Annual General Meeting pursuant to provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 and on scrutiny of the same, I submit my Combined Report on the results of the remote e-voting together with the e-voting at the 15th Annual General Meeting ("AGM").

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to voting through remote e-voting as well as e-voting at the AGM on the resolutions contained in the Notice of the 15th Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting at the AGM, is conducted in fair and transparent manner and submit consolidated/combined Scrutinizer's Report of the total votes cast "In Favour" or "Against", if any, on the resolutions, to the Chairman, based on the reports generated from the remote e-voting system provided by Central Depository Services (India)



Limited ("CDSL/Service Provider"), the authorised agency to provide remote e-voting and e-voting at the AGM, as engaged by the Company.

Report on Scrutiny

- The Company had appointed Central Depository Services (India) Limited ("CDSL") as the Service provider, for the purpose of extending the facility of Remote e-Voting and e-voting at the AGM to the members of the Company. Bigshare Services Private Limited is Registrar and Share Transfer Agents ("RTA") of the Company
- Company has informed that, on the basis of the Register of Members and List of Beneficiary Owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of AGM along with Annual Report of 2020-21 as under :-
 - On 7th September, 2021 by email to all the Members who had registered their email-ids with the Company/RTA;
- The Voting rights were reckoned as on Thursday, 23rd September, 2021 being the cut-off date for the purpose of deciding the entitlements of members at the Remote E-Voting and voting at the AGM.
- Remote e-Voting process was open from 9.00 a.m. on Monday, 27th September, 2021 till 5.00 p.m. on Wednesday, 29th September, 2021 and members were required to cast their votes electronically conveying their assent or dissent in respect of Resolutions, on the Remote e-Voting platform provided by CDSL.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of AGM in English in "The Free Press Journal" newspaper dated 8th September, 2021 and in Marathi in "Navshakti" newspaper dated 9th September, 2021.
- At the end of the voting period on 29th September, 2021 at 5.00 p.m., the voting portal of Service Provider was blocked forthwith.
- The e-voting at the AGM facility was active throughout the AGM and 15 (Fifteen) minutes post conclusion of AGM.



- On completion of AGM, I unblocked the results of remote e-voting and e-voting at the AGM on the CDSL e-voting platform, as prescribed in sub rule 4(xii) of the said rule 20 and downloaded the results.

Combined Results of remote e-Voting and e-voting at the AGM are as under:

(a) Resolution No.1: - Ordinary Resolution -

To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors' and Auditors' thereon;

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	25	17,15,840	1	12,492	26	17,28,332	99.9260%
Dissent	1	1,279	Nil	Nil	1	1,279	00.0740%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	26	17,17,119	1	12,492	27	17,29,611	100.00%

Accordingly, out of 17,29,611 votes cast (remote e-voting and e-voting at the AGM), 17,28,332 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9260% of the total votes cast; 1,279 vote were cast DISSENTING to the Ordinary Resolution constituting 0.0740% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.1 is passed with requisite majority.

(b) Resolution No.2: - Ordinary Resolution -

To appoint Director in place of Mrs. Saroja Malik (DIN: 00400421), who retires by rotation and being eligible, offers herself for re -appointment:

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	21	13,379	1	12,492	22	25,871	95.2891%
Dissent	1	1,279	Nil	Nil	1	1,279	4.7109%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	22	14,658	1	12,492	23	27,150	100.00%



Accordingly, out of 27,150 votes cast (remote e-voting and e-voting at the AGM), 25,871 votes were cast ASSENTING to the Ordinary Resolution constituting 95.2891% of the total votes cast; 1,279 vote were cast DISSENTING to the Ordinary Resolution constituting 4.7109% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.2 is passed with requisite majority.

** Promoters and Promoters group, being Directors and relatives of Directors, are interested in passing of the resolution and hence their voting is not considered while calculating the same.*

Yours Faithfully,

For DSM & Associates
Company Secretaries
UCN: P2015MH038100.

CS Sanam Umbargikar
Partner

M. No.26141.

CP No.9394.

UDIN: A026141C001052683.



Date: 30th September, 2021.

Place: Mumbai.