

gokaldas exports ltd

GEL/SEC/2022-23

30th September, 2022

BSE Limited
Floor 25, P.J Towers,
Dalal Street,
MUMBAI - 400 001

The National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex, Bandra (E),
MUMBAI-400 051

SCRIP CODE: 532630

GOKEX

Dear Sir,

Sub: Voting Results/Scrutinizer's Report of the Annual General Meeting held on 29th September, 2022

We are hereby enclosing the below mentioned documents with regards to the 19th Annual General Meeting of the Company held on Thursday, September 29th, 2022 at 2.30 p.m. through video conferencing/ other audio visual means.

1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - (Annexure 1)
2. Report of the Scrutinizer dated September 30th, 2022, pursuant to section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 - (Annexure - 2)

Kindly acknowledge the receipt

Thanking you,

Yours truly,
for Gokaldas Exports Limited

Shrithee M S.
Company Secretary

Encl: as below



Regd. Office : # 25, 2nd Cross, 3rd Main,
Industrial Suburb, Yeshwanthpur, Bangalore 560 022.
Tel : +91 80 68951000, Fax : +91 80 68951001
E-Mail : info@gokaldasexports.com CIN : L18101KA2004PLC033475



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	GOKALDAS EXPORTS LIMITED
Date of the AGM/EGM	29-09-2022
Total number of shareholders on record date	47340
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	3
Public:	77

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2022, 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		1,41,95,011	99.9272	1,41,95,011	0	100.0000	0.0000	0	0
	Poll	1,42,05,348	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,41,95,011	99.9272	1,41,95,011	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting		2,08,49,108	91.9903	2,08,49,108	0	100.0000	0.0000	0	0
	Poll	2,26,64,465	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,08,49,108	91.9903	2,08,49,108	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting		49,36,497	20.8219	49,36,416	81	99.9983	0.0016	0	125
	Poll	2,37,08,181	59,600	0.2514	59,600	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		49,96,097	21.0733	49,96,016	81	99.9984	0.0016	0	125
Total		6,05,77,994	4,00,40,216	66.0970	4,00,40,135	81	99.9998	0.0002	0	125

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Gautham Madhavan (holding DIN: 02826558), 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		1,41,95,011	99.9272	1,41,95,011	0	100.0000	0.0000	0	0
	Poll	1,42,05,348	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,41,95,011	99.9272	1,41,95,011	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting		2,08,49,108	91.9903	1,85,02,547	23,46,561	88.7450	11.2549	0	0
	Poll	2,26,64,465	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,08,49,108	91.9903	1,85,02,547	23,46,561	88.7450	11.2550	0	0
Public- Non Institutions	E-Voting		49,36,497	20.8219	49,36,175	322	99.9934	0.0065	0	125
	Poll	2,37,08,181	59,570	0.2513	59,570	0	100.0000	0.0000	0	30
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		49,96,067	21.0732	49,95,745	322	99.9936	0.0064	0	155
Total		6,05,77,994	4,00,40,186	66.0969	3,76,93,303	23,46,883	94.1387	5.8613	0	155



Nagendra D. Rao, B.Com., LL.B., F.C.S.

Practising Company Secretary

September 30, 2022

To,
The Chairman,
Gokaldas Exports Limited,
No. 25, Second Cross, Third Main,
Industrial Suburb,
Yeshwantpur,
Bangalore – 560 022.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on e-voting process (remote e-voting) and electronic voting (e-voting) during the Annual General Meeting pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014, for the 19th Annual General Meeting (AGM) of Gokaldas Exports Limited held on Thursday, September 29, 2022 at 2:30 p.m. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

I, Nagendra D. Rao, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Gokaldas Exports Limited vide resolution dated August 26, 2022, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing remote e-voting and e-voting process in a fair and transparent manner for the business to be transacted at the 19th Annual General Meeting of the Shareholders of the Company held on September 29, 2022 at 2.30 p.m. through VC / OAVM.

Accordingly, Gokaldas Exports Limited has made arrangement with the system provider viz, KFin Technologies Limited (KFintech) for providing a system of recording votes of the shareholders electronically through e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting).

The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 2/2022 dated May 5, 2022 (in continuation of Circular number 20/2020 dated May 5, 2020 read with circular number 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 2/2021 dated January 13, 2021 and 21/2021 dated December 14, 2021 (collectively referred to as "MCA Circulars") and the SEBI vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (collectively referred to as "SEBI Circulars"), permit for holding the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue.



In compliance with the above MCA Circulars and SEBI Circulars, the provisions of the Companies Act, 2013 (“hereinafter referred as “Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“hereinafter referred to as “LODR Regulations”), the AGM of the Company is being held through VC / OAVM and necessary instructions in this regard to be followed by the Shareholders have also been duly mentioned in the Annual General Meeting Notice dated August 26, 2022 and were sent to the shareholders through electronic mode to those Members whose email addresses are registered with the Company/ Depositories/ Registrar and Share Transfer Agent (RTA) on September 5, 2022.

Pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) and the MCA Circulars, an advertisement was published by the Company in ‘Financial Express’ in English and ‘Prajavani’ in Kannada Newspaper on Tuesday, September 06, 2022. The remote e-voting commenced on September 26, 2022 at 9:00 AM and ended on September 28, 2022 at 5:00 PM.

The shareholders of the Company holding shares as on “cut-off” date September 22, 2022 were entitled to vote on the resolutions as contained in the Notice of the 19th Annual General Meeting and the total shareholders of the Company as on the “cut-off” date were **47,340 (Forty Seven Thousand Three Hundred and Forty)** only.

After the conclusion of the e voting at the Annual General Meeting, the votes cast under remote e-voting and votes casted through e-voting during the AGM were unblocked in the presence of two witnesses who were not in the employment of the Company and then the votes cast there under were counted.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the KFintech e-voting system.

80 (Eighty) only no. of shareholders participated through VC / OAVM.

I now submit my Consolidated Report on the remote e voting and e voting process conducted at the 19th Annual General Meeting of the Shareholders of the Company in respect of the below mentioned resolutions.

I. Resolution No. 1:- To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
160	4,00,40,135	99.99%



(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
13	81	0.01%

(iii) Invalid Votes:

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

Remark: As the Number of votes cast in favour of the Ordinary Resolution is 4,00,40,135 (Four Crores Forty Thousand One Hundred and Thirty Five) (i.e. 99.99%) is more than the number of votes cast against 81 (Eighty One) (i.e. 0.01%), I report that the Ordinary Resolution **has been passed** by the Shareholders with requisite majority.

II. Resolution No. 2:- To appoint a Director in place of Mr. Gautham Madhavan (holding DIN: 02826558), who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
149	3,76,93,303	94.14%

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
23	23,46,883	5.86%

(iii) Invalid Votes:

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



Remark: As the Number of votes cast in favour of the Ordinary Resolution is 3,76,93,303 (Three Crore Seventy Six Lakhs Ninety Three Thousand Three Hundred and Three) (i.e. 94.14%) is more than the number of votes cast against 23,46,883 (Twenty Three Lakhs Forty Six Thousand Eight Hundred and Eighty Three) (i.e.5.86%), I report that the Ordinary Resolution **has been passed** by the Shareholders with requisite majority.

The register, all other papers and relevant records relating to voting shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,



Nagendra D Rao
Practising Company Secretary

Peer Review Certificate No.: 672/2020

UDIN: F005553D001105586