

ASHITA KAUL & ASSOCIATES
Company Secretaries
F-76-A, 1st Floor, Eternity Commercial Complex,
Teen Haath Naka, LBS Marg, Thane West-400604
Mobile: 9892332128

FORM MGT-13

SCRUTINIZERS REPORT

{PURSUANT TO SECTION 10J OF THE COMPANIES ACT, 2013 AND RULE 21 (2) OF THE
COMPANIES
(MANAGEMENT AND ADMINISTRATION) RULES, 2014}

To,

The Chairman of 39th Annual General Meeting of the equity shareholders of GSB Finance Limited the Company) held on Saturday the 24th day of September, 2022 at 03.00 p.m. via Other Audio Video Visual Means.

Dear Sir,

I, **Ashita Kaul**, proprietor of M/s Ashita Kaul & Associates, Practicing Company Secretaries, Thane, appointed as the scrutinizer by the board of directors of the GSB FINANCE LIMITED (the Company) for the purpose of scrutinizing the e-voting during the 39 Annual General Meeting as per the provisions of section 108 of Companies Act, 2013 with rule 20 of companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the 39th AGM the members of the company.

The e-voting process remained open for 03 (Three) days from Wednesday, 21st September, 2022 at 09.00 a.m. to Thursday, 23rd September, 2022 till 05.00 p.m. The voting rights of members was considered in proportion to the shares held by them in the paid up equity share capital of the Company as on the cut off date i.e 16th day of September, 2021.

The notice dated 31st August, 2022 as confirmed by the company was sent to the shareholders of the company in respect of the resolutions passed at the AGM of the company through electronic mode to those members whose email addresses are registered with the compare /depositories, in compliance with the MCA circular.



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Email: ashkaules@gmail.com

The company had availed the facility offered by CDSL for conducting e-voting during the AGM by the shareholders of the company.

The notices sent contained the detailed procedure to be followed by the members for casting their votes electronically as provided under Rule 20 of the Companies (Management And Administration) Rules, 2014 read with the amendments made thereto and notifications of MCA.

As prescribed in the said rules the company had also published an advertisement in newspaper.

The Chairman at the 39th AGM held on 24th September, 2022 through OAVM had announced that Members who have not exercised their votes through remote e-voting may, if they wish to exercise their votes through electronic voting system being provided during the meeting.

The Members of the Company as on the "cut-off date" i.e. Friday, 16th September, 2022 were entitled to vote on the Resolutions (Item Nos. 1 to 4), as set out in the Notice of the 39th Annual General Meeting.

Further, the votes cast through remote e-voting were unblocked in the presence of two witnesses, neither of whom is in the employment of the Company.

As requested by management, I submit herewith my report on the result E-voting as under:-

ORDINARY BUSINESSES:

Item No. 1: Ordinary Resolution

To receive, consider and adopt the audited Financial Statement of the Company for the financial year ended 31st March, 2022 together with the reports of the Board of Directors & Auditors thereon,

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
46	2918427	99.9999



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(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	16	0.0001

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

Result: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no 01 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Item No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Ramakant Biyani (DIN: 00523132) who retires by rotation in terms of section 152 (6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
46	2918427	99.9999



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(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	16	0.0001

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

Result: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no 02 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Item No. 3: Ordinary Resolution.

Re-appointment of Mr. Hemantsingh Jadeja proprietor of M/s H.P. Jadeja & Associates [Membership No.: 152374/ Firm Registration No.: 135374W] as the statutory auditor of the company office for the term of five years beginning from the conclusion of the 40th Annual General Meeting till the conclusion of the 45th Annual General Meeting of the Company.



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(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
46	2918427	99.9999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	16	0.0001

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

Result: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no 03 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

SPECIAL BUSINESSES:

Item No. 4: Special Resolution

To receive, consider and adopt the audited Financial Statement of the Company for the financial year ended 31st March, 2022 together with the reports of the Board of Directors & Auditors thereon,



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(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
46	2918427	99.9999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	16	0.0001

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

Result: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that Special Resolution with regard to Item no 04 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-voting prior and during the AGM on the resolutions contained in the Notice of the AGM.



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My responsibility as Scrutinizer for the e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions stated in the Notice, based on the reports generated from the evoting system provided by CDSL , the authorized agency to provide e-voting facilities, engaged by the Company.

Thanking you

Yours faithfully,
Ashita Kaul and Associates
Practising Company Secretary



FCS: 6988
CP NO:6529
UDIN : F006988D001038975
Peer Review No:1718/2022

Place: Thane

Date: 26.09.2022

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from CDSL e-voting website in our presence on Saturday, 24 September, 2022.

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from CDSL e-voting website in our presence on Saturday, 24 September, 2022.

Witness 1

Pooja Gudelli

Witness 2

Tanvi Phanse

COUNTERSIGNED BY:
For GSB Finance Limited

Suyash Biyani
Director
DIN No. 007525350