

Date: 12-04-2024

To,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street, Fort,
Mumbai-400001

Scrip Code: 504028

Subject: Outcome of the 62nd Annual General Meeting of GEE Limited

Respected Sir/Madam,

This is to inform you that GEE Limited (the Company) has successfully convened its 62nd Annual General Meeting (AGM) on April 12, 2024 at 4:30 P.M (I.S.T) through Video Conferencing (VC) /Other Audio Visual Means (OAVM) in compliance with all the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and in accordance with the Circulars issued by MCA and SEBI. The Company provided remote e-voting facility at the AGM to its members in respect of Business to be transacted at AGM.

With respect to 62nd AGM please find enclosed the following:

- a) Summary of proceedings of the AGM of the Company, as required under Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), attached and marked as Annexure - I.

The AGM concluded at 6:15 P.M. (IST) taking into consideration 30 minutes given for e-voting.

Please take the above on records and oblige.

Thanking You,
Yours faithfully,

For GEE LIMITED

Shankar Lal Agarwal
Whole-Time Director & Chairman
DIN: 01205377

Annexure – I

Proceedings of the 62nd Annual General Meeting of GEE Limited

1. Date, time and venue of the Meeting:

The 62nd Annual General Meeting (AGM) of the Company was held on Friday, 12th April, 2024 at 4:30 P.M (I.S.T.) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”). The deemed venue for the AGM was the registered office at Plot no E-1, Road no 7, Wagle Industrial Estate, Thane – 400604.

2. Proceedings in brief:

- Mr. Aditya Jalan, Company Secretary of the Company welcomed the Stakeholders present at the meeting. He also assured that the Company had taken all the efforts feasible under these circumstances to enable the members to participate and vote on the items being considered in the meeting. He also mentioned that as per the Order of NCLT (Mumbai Bench) dated 5th March, 2024 this AGM was being conducted with an Independent Chairman appointed by them.
- Mr. Pradip Kumar Das, Chairman as appointed by the Hon’ble NCLT (Mumbai Bench), chaired the proceedings of the Meeting. The requisite quorum being present, the Chairman called the Meeting to order.
- Mr. Pradip Kumar Das also informed the members that the following were also present at the meeting from their respective locations:
 - a) Mr. Vinayak Rungta, Representative of R.B Dokania & Co., Statutory Auditor.
 - b) Mrs. Aditi Jhunjhunwala, Scrutinizer.
 - c) Mr. Kishan Kumar Poddar, Internal Auditor
 - d) Mrs. Chandni Maheswari, Secretarial Auditor
 - e) Mr. Sachin Chhaparia, Cost Auditor
- Mr. Aditya Jalan, Company Secretary informed that the statutory registers and the relevant documents referred to in the Notice were available electronically for inspection by the members during the AGM.
- Mr. Aditya Jalan, Company Secretary also informed the members that Mrs. Aditi Jhunjhunwala, Practicing Company Secretary, was appointed as the scrutinizer for the purpose of scrutinizing the e-voting at the Meeting and remote e-voting process.
- The Company Secretary appraised the members’ w.r.t. remote e-voting facility and voting during the AGM.

- The Notice convening the 62nd Annual General Meeting was taken as read with the consent of the Members present. He also directed Mr. Sanwarmal Agarwal, Managing Director of the Company to present the Financials and Mr. Aditya Jalan, Company Secretary of the Company to present the Auditor's Report & Secretarial Audit Report respectively.
- Mr. Das then proceeded to inform the shareholders that the Company had already submitted its Annual report for the FY 2022-23 to the stock exchange on 4th December, 2023 w.r.t Annual General Meeting to be called on 26th December, 2023. However, due to the on-going case before the Hon'ble NCLT (Mumbai Bench) the said AGM was postponed until further notice. He also informed the members that in the Directors Report, there is a mention that Mr. Sanwarmal Agarwal will be retiring by rotation. But, since the tenure of Mr. Sanwarmal Agarwal as the Managing Director of the Company had ended as on March 31 2024, Mr. Omprakash Agarwal who is the Whole-time Director of the Company and being longest in the office since last appointment is liable to retire by rotation. The said agenda has been placed before the shareholders accordingly. He requested all the members to take note of this. Further, he mentioned that, since it was needed to first ratify and confirm the appointment of M/s R. Dokania & Co. and re-appoint them as the statutory auditors in order to pass and adopt the audited financial statements, he had placed agenda mentioned under Item No.2 and Item No. 3 first followed by agenda mentioned under Item No. 1. The members should take note of the same.
- The rest of the Agenda items were subsequently taken up by the Chairman.
- On invitation of Mr. Pradip Kumar Das, Hon'ble Chairman, Mr. Sanwarmal Agarwal, the Managing Director of the Company addressed the questions/queries of the members and provided clarifications to those queries received over the mail.

The following items of business as set out in the Notice convening the 62nd Annual General Meeting were commended for members' consideration and approval:

Ordinary Business:

1. Ordinary Resolution for adoption of audited financial statement of the Company together with the reports of the Board of Directors and Auditors thereon for the financial year ended 31st March, 2023.
2. Ordinary resolution to ratify and confirm the appointment of M/s R. Dokania & Co., Chartered Accountants, Kolkata as the Statutory Auditors of the Company.



3. Ordinary Resolution to re-appoint M/s. R. Dokania & Co. as Statutory Auditors of the Company for a further period of 5 (five) years.
4. Ordinary Resolution for ratification of remuneration payable to M/s. S. Chhaparia & Associates, the Cost Auditors for the financial year ended 31st March, 2023
5. Ordinary Resolution for appointment of Mr. Omprakash Agarwal (DIN - 01007594), who retires by rotation and being eligible offers himself for reappointment.

Special Business

6. Special Resolution to Re-appoint Mr. Amit Agarwal (DIN: 01006387), as Independent Director for second term.
 7. Ordinary Resolution to Re-appoint Mr. Sanwormal Agarwal (DIN: 01007594), as Managing Director for another term.
 8. Ordinary Resolution to Re-appoint Mr. Shankar Lal Agarwal (DIN: 01205377), as Whole-time Director for another term.
- The Company Secretary informed the members that e-voting results will be declared within 48 hours from the conclusion of the meeting and the same will be published on the website of BSE, website of the Company and website of NSDL.

f) Voting by members

- The Company had provided remote e-voting facility to its members to cast votes electronically, for all the 8 items of business set out in the notice.
- Further, the facility for e-voting was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting.

The meeting concluded by a vote of thanks to those present at the Meeting.

The AGM concluded at 5:45 P.M. (IST) and the e-voting was kept open for 30 minutes from the time of closure of the meeting till 6:15 PM.

This is for your information and records.



Note: The Company will separately intimate the Stock Exchange the result of the e-voting done by the members of the Company.

Thanking You,
Yours faithfully,

For **GEE LIMITED**

Shankar Lal Agarwal
Whole-Time Director & Chairman
DIN: 01205377

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