

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Mumbai – 400 001

NSE Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Scrip Code: 505255

Symbol: GMMPFADLR

Sub.: Declaration of voting results of the Postal Ballot as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Dear Sir/ Madam,

This is in furtherance to our letter dated November 2, 2021, enclosing the Postal Ballot Notice dated October 28, 2021, for seeking approval of the Members of the Company by way of Special Resolutions through Postal Ballot through the remote e-voting process for the following matters:

Sr. No.	Agenda Item	Manner of approval proposed
1	Approval of GMM Pfaudler Employee Stock Option Plan 2021	Special Resolution
2	Extension of benefits of the ‘GMM Pfaudler Employee Stock Option Plan 2021’ to the employees of subsidiary company(ies) of the Company	
3	Approval for amendment in the Articles of Association of the Company	

In that regard, we wish to inform you that the above said Resolutions have been passed by the Members of the Company with requisite majority on December 2, 2021, being the last date of voting.

In connection with the same, please find attached the following:

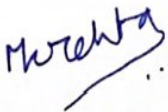
- Voting results of the said Postal Ballot activity through remote e-voting, in relation to the aforesaid businesses, as required under Regulation 44 of the SEBI Listing Regulations, enclosed as Annexure - 1.
- The Scrutinizer's Report dated December 3, 2021, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, enclosed as Annexure - 2.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company www.gmmpfaudler.com. Kindly take the same on record.

Thanking you.

Yours faithfully,

For **GMM Pfaudler Limited**



Mittal Mehta
Company Secretary & Compliance Officer
FCS No.: 7848
Encl.: As above

GMM Pfaudler Limited

Date of Meeting (i.e. Last date of E-voting)	December 2, 2021
Total number of shareholders on record date (cut-off date i.e. October 29, 2021):	89,905
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	N.A.
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public	N.A.

Resolution Required : (Special)			1- Approval of GMM Pfaudler Employee Stock Option Plan 2021						
Whether promoter/ promoter group are interested in the agenda/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 Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	80,32,065	78,65,070	97.9209	78,65,070	-	100.0000	0.0000	-
	Poll		-	0.0000	-	-	0.0000	0.0000	-
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000	-
	Total		78,65,070	97.9209	78,65,070	-	100.0000	0.0000	-
Public Institutions	E-Voting	24,02,586	15,87,447	66.0724	13,87,117	2,00,330	87.3804	12.6196	3,48,771
	Poll		-	0.0000	-	-	0.0000	0.0000	-
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000	-
	Total		15,87,447	66.0724	13,87,117	2,00,330	87.3804	12.6196	3,48,771
Public Non Institutions	E-Voting	41,82,849	1,982	0.0474	1,955	27	98.6377	1.3623	85,000
	Poll		-	0.0000	-	-	0.0000	0.0000	-
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000	-
	Total		1,982	0.0474	1,955	27	98.6377	1.3623	85,000
Total		1,46,17,500	94,54,499	64.6793	92,54,142	2,00,357	97.8808	2.1192	4,33,771



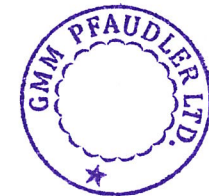
GMM Pfaudler Limited

Resolution Required : (Special)			2 - Extension of benefits of the GMM Pfaudler Employee Stock Option Plan 2021 to the employees of subsidiary company(ies) of the Company						
Whether promoter/ promoter group are interested in the agenda/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 Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	80,32,065	78,65,070	97.9209	78,65,070	-	100.0000	0.0000	-
	Poll		0	0.0000	-	-	0.0000	0.0000	-
	Postal Ballot		0	0.0000	-	-	0.0000	0.0000	-
	Total		78,65,070	97.9209	78,65,070	-	100.0000	0.0000	-
Public Institutions	E-Voting	24,02,586	15,87,447	66.0724	13,87,117	2,00,330	87.3804	12.6196	3,48,771
	Poll		-	0.0000	-	-	0.0000	0.0000	-
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000	-
	Total		15,87,447	66.0724	13,87,117	2,00,330	87.3804	12.6196	3,48,771
Public Non Institutions	E-Voting	41,82,849	1,982	0.0474	1,955	27	98.6377	1.3623	85,000
	Poll		-	0.0000	-	-	0.0000	0.0000	-
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000	-
	Total		1,982	0.0474	1,955	27	98.6377	1.3623	85,000
Total		1,46,17,500	94,54,499	64.6793	92,54,142	2,00,357	97.8808	2.1192	4,33,771



GMM Pfaudler Limited

Resolution Required : (Special)		3 - Approval for amendment in the Articles of Association of the Company							
Whether promoter/ promoter group are interested in the agenda/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 Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	80,32,065	78,65,070	97.9209	78,65,070	-	100.0000	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-
	Total		78,65,070	97.9209	78,65,070	-	100.0000	-	-
Public Institutions	E-Voting	24,02,586	15,87,447	66.0724	15,87,447	-	100.0000	-	3,48,771
	Poll		-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-
	Total		15,87,447	66.0724	15,87,447	-	100.0000	-	3,48,771
Public Non Institutions	E-Voting	41,82,849	1,982	0.0474	1,956	26	98.6882	1.3118	85,000
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1982	0.0474	1956	26	98.6882	1.3118	85,000
Total		1,46,17,500	94,54,499	64.6793	94,54,473	26	99.9997	0.0003	4,33,771



Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

December 03, 2021

To
The Chairman
GMM PFAUDLER LIMITED
Vithal Udyognagar, Anand – Sojitra Road,
Karamsad, Gujarat – 388325, India

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted as per Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014

GMM Pfaudler Limited (CIN: L29199GJ1962PLC001171) ('the Company') has vide resolution passed by its Board of Directors at their meeting held on October 28, 2021, appointed the undersigned as the Scrutinizer to ensure that the process of voting by Postal Ballot vide Notice of Postal Ballot dated October 28, 2021 is conducted in the manner prescribed under Section 108 & Section 110 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014 ("the Rules of Chapter VII") and other applicable provisions of the Act and the Rules made thereunder including General Circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020 and 10/2021 dated June 23, 2021 read with other relevant circulars issued by the Ministry of Corporate Affairs, Secretarial Standard on General Meeting (SS-2) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable Regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time).

As required under Section 110 read with Rule 22 of the Rules of Chapter VII of the Act, a Notice of Postal Ballot dated October 28, 2021 along with the Explanatory Statement under Section 102 of the Companies Act, 2013 was sent to the shareholders through electronic means to vote through the mechanism of remote e-voting in accordance with the provisions of the Act and Rules made thereunder on the **following resolutions:**

1. **Resolution No. 1** as a Special Resolution for approval of GMM Pfaudler Employee Stock Option Plan 2021;
2. **Resolution No. 2** as a Special Resolution for extension of benefits of the 'GMM Pfaudler Employee Stock Option Plan 2021' to the employees of subsidiary company(ies) of the Company; and
3. **Resolution No. 3** as a Special Resolution for seeking approval for amendment in the Articles of Association of the Company.



The Company has availed the electronic voting platform of the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited for providing remote e-voting facility to the members of the Company to vote on the resolutions proposed vide Postal Ballot Notice dated October 28, 2021. thereto was sent to the Members of the Company whose email addresses were registered with their respective Depository Participant/RTA or the Company and whose names appeared in the Register of Members as on October 29, 2021. The Company also made arrangements for shareholders who have not registered their email addresses, to register/update their email addresses with the Company's Registrar and Transfer Agents by visiting their website.

The Shareholders were required to vote electronically during the voting period commencing from 09:00 a.m. IST of Wednesday, November 3, 2021 upto 5.00 P.M. IST of Thursday, December 02, 2021. Accordingly, the members who cast their votes upto 5.00 P.M. IST of Thursday, December 02, 2021 have been considered for my scrutiny.


A summary of voting through remote e-voting with their pattern of voting is as per **Annexure** annexed to this Report.

The results of the voting by shareholders through remote e-voting in respect of the above mentioned resolutions may accordingly be declared by the Chairman or any person authorized by him.

Thanking you,

Yours sincerely,

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**


**JAYESH M. SHAH
PARTNER
M. NO. FCS 5637
COP No. 2535
UDIN: F005637C001638466**



**COUNTERSIGNED BY
FOR GMM PFAUDLER LIMITED**

**MITTAL K MEHTA
COMPANY SECRETARY
MEMBERSHIP NO. F7848**

Annexure

Resolution No. 1 as a Special Resolution for approval of GMM Pfaudler Employee Stock Option Plan 2021.

Sr. No.	Particulars	No. of Remote e-voting confirmation	No. of Shares voted
a.	Remote e-voting confirmations received	137	98,88,270
b.	Less: Invalid Remote e-voting confirmations	6	4,33,771
c.	Valid Remote e-voting confirmations	131	94,54,499
(i)	Remote e-voting confirmations with assent for the Resolution	109	92,54,142
	Percentage (%) of Assent		97.88*
(ii)	Remote e-voting confirmation with dissent for the Resolution	22	2,00,357
	Percentage (%) of Dissent		2.12*

* Rounded Off



Resolution No. 2 as a Special Resolution for extension of benefits of the 'GMM Pfaudler Employee Stock Option Plan 2021' to the employees of subsidiary company(ies) of the Company.

Sr. No.	Particulars	No. of Remote e-voting confirmation	No. of Shares voted
a.	Remote e-voting confirmations received	137	98,88,270
b.	Less: Invalid Remote e-voting confirmations	6	4,33,771
c.	Valid Remote e-voting confirmations	131	94,54,499
(i)	Remote e-voting confirmations with assent for the Resolution	109	92,54,142
	Percentage (%) of Assent		97.88*
(ii)	Remote e-voting confirmation with dissent for the Resolution	22	2,00,357
	Percentage (%) of Dissent		2.12*

* Rounded Off



Resolution No. 3 as a Special Resolution for seeking approval for amendment in the Articles of Association of the Company.

Sr. No.	Particulars	No. of Remote e-voting confirmations	No. of Shares voted
a.	Remote e-voting confirmations received	137	98,88,270
b.	Less: Invalid Remote e-voting confirmations	6	4,33,771
c.	Valid Remote e-voting confirmations	131	94,54,499
(i)	Remote e-voting confirmations with assent for the Resolution	128	94,54,473
	Percentage (%) of Assent		99.99*
(ii)	Remote e-voting confirmation with dissent for the Resolution	3	26
	Percentage (%) of Dissent		0.01*

* Rounded Off

