

**Date:** January 31, 2022

To,  
**BSE Limited**  
 Listing Department  
 P.J. Towers,  
 25<sup>th</sup> Floor, Dalal Street, Fort,  
 Mumbai-400 001

**Scrip Code: 504028**

Dear Sir/Madam,

**Subject:** Intimation dated January 28, 2022 and Outcome of Board meeting of the Company held on Monday, January 31, 2022.

**Ref:** Disclosure under Regulations 30 and 31A(8)(b) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

Further to our communication vide letter dated January 28, 2022, please take note that, the Board of Directors of the Company at its meeting held on January 31, 2022 has reviewed and considered the request letters received from the following Promoters for reclassification from “Promoter” of the Company to the “Public” Category:

Name	No. of shares held	% of capital
Mr. Govind Kumar Saraf	2,17,654	0.84%
Vitro Commodities Pvt Ltd	16,97,232	6.53%
Sagar Consolidated Holdings Private Limited	4,62,649	1.78%
Govind Kumar Saraf HUF	40,895	0.15%
Ms. Ranjana Saraf	98,251	0.37%
<b>Total</b>	<b>25,16,681</b>	<b>9.67%</b>

We are enclosing herewith the extracts of Minutes of meeting of the Board of Directors held today i.e., January 31, 2022 commenced at 12:00 Noon and concluded at 12.30 PM, considering such requests along with the views of the Board, as Annexure-I for your records and reference.

Kindly take the same in your records.

**For GEE Limited,**

**Payal Agarwal**  
**Whole-time Director & CFO**  
**DIN: 07198236**

## Annexure – I

**EXTRACT OF THE MINUTES OF THE MEETING OF BOARD OF DIRECTORS OF THE COMPANY HELD ON MONDAY, JANUARY 31, 2022 AT 12:00 NOON AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. E-1, ROAD NO 7, WAGLE INDUSTRIAL ESTATE, THANE - 400604 THROUGH VIDEO CONFERENCING**

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**Consider and approve the reclassification of specified Promoters to Public Category:**

The Board was informed that in terms of Regulation 31A of the SEBI (LODR) Regulations 2015, any promoter or person falling under Promoter group category of the Company subject to fulfilment of certain conditions and procedural requirements may apply to the Company and Stock Exchange for getting himself reclassified into public category.

The Board was further informed that the Company on January 27, 2022 had received applications from the following persons falling under the category Promoter seeking reclassification as Public and same was informed to the Stock Exchange on January 28, 2022:

Name	No. of shares held	% of capital
Mr. Govind Kumar Saraf	2,17,654	0.84%
Vitro Commodities Pvt Ltd	16,97,232	6.53%
Sagar Consolidated Holdings Private Limited	4,62,649	1.78%
Govind Kumar Saraf HUF	40,895	0.15%
Ms. Ranjana Saraf	98,251	0.37%
<b>Total</b>	<b>25,16,681</b>	<b>9.67%</b>

The Board was apprised that the said Promoters had sought reclassification due to the following reasons, as stated in their request letter:-

1. They do not exercise control over the day to day affairs of the listed entity directly or indirectly nor do they have any special rights with respect to the listed entity through formal or informal arrangements including through any shareholder agreements;
2. That we are and/or do not represent on the Board of Directors (including not having a nominee director) of the listed entity;

The Board discussed and took note of the contention of the aforementioned Promoters and concluded that it was in the best interest of the company that they should be permitted to reclassify themselves on the following grounds:

- That the company received confirmations from majority of the Promoters that they are nowhere related to the Outgoing Promoters.

- That the Outgoing Promoters neither themselves nor do they represent on the Board of Directors (including not having a nominee director) of the Company.
- That the Outgoing Promoters do not hold more than 10% of the total voting rights of the Company.

The Board approved the same by citing the above-mentioned reasons and passed the following resolution:

**“RESOLVED THAT** pursuant to the provisions of Regulation 31A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and subject to approval from the BSE Limited (herein after referred to as stock exchange), the Securities and Exchange Board of India and such other Statutory Authorities as may be required and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force), for the time being in force and subject to necessary approvals from the Shareholders of the Company at the ensuing Extra-ordinary General Meeting (EOGM), the consent of the Board be and is hereby accorded to re-classify the following persons falling under the category Promoter to Public Category (“hereinafter referred to as the “Outgoing Promoters”):

Name	No. of shares held	% of capital
Mr. Govind Kumar Saraf	2,17,654	0.84%
Vitro Commodities Pvt Ltd	16,97,232	6.53%
Sagar Consolidated Holdings Private Limited	4,62,649	1.78%
Govind Kumar Saraf HUF	40,895	0.15%
Ms. Ranjana Saraf	98,251	0.37%
<b>Total</b>	<b>25,16,681</b>	<b>9.67%</b>

**RESOLVED FURTHER THAT** the above Outgoing Promoters confirmed that all the conditions specified in sub clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been complied with and also confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) Regulations, 2015 post reclassification from “Promoter & Promoter Group” to “Public”.

**RESOLVED FURTHER THAT** on approval of the Stock Exchange upon application for reclassification of the aforementioned Ongoing Promoters, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized, on behalf of the Company to delegate all or any of the power to any Director of the Company and/or the Company Secretary of the Company be and are hereby authorized to sign such forms/returns, and various documents as may be required to be submitted to the Registrar of Companies, Ministry of Corporate Affairs and Stock Exchanges or such other authorities and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution."

**For GEE Limited,**

**Payal Agarwal**  
**Whole-time Director & CFO**  
**DIN: 07198236**

**GEE Limited**

**REGISTERED OFFICE**

Plot No. E-1, Road No.7,  
Wagle Industrial Estate,  
Thane 400 604, Maharashtra, India  
P: +91-02225820619 | F: +91 22 2582 8938  
W: [www.geelimited.com](http://www.geelimited.com)  
CIN: L99999MH1960PLC011879

**KALYAN PLANT**

Plot No. B-12 MIDC,  
Kalyan Bhiwandi Road,  
Saravli, Kalyan 421311, Thane,  
Maharashtra, India  
P: +91 25 2228 0358/281176/90  
F: +91 25 2228 1199  
E: [geeho@geelimited.com](mailto:geeho@geelimited.com)