

Date: 17-11-2023

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

Scrip Code: 504028

Subject: Submission of Voting Results along with Scrutinizer Report for the EGM held on November 16, 2023 under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Respected Sir/Madam,

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Voting Results and Consolidated Report of the Scrutinizers, dated 16th November, 2023 on remote e-voting and e-voting at the EGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Voting Results along with Scrutinizer's Report is also available on the website of the Company viz. www.geelimited.com. The EGM concluded at 04:12 P.M (IST) and thereafter the e-voting window was kept open for 30 minutes from the time of closure of the meeting.

Please take the above on records and oblige.

Thanking you
Yours faithfully

For GEE LIMITED

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



Aditi Jhunjunwala
Practising Company Secretary
219, Chittaranjan Avenue, Kolkata - 700006
Mobile: 9874590012; Email : aditijhunjunwala23@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman,
GEE Limited,
CIN: L99999MH1960PLC011879
Wagle Industrial Estate, Thane, Maharashtra

Sub: Consolidated Scrutinizer's report for the Extra Ordinary General Meeting ("EGM") of the Members of GEE Limited held on Thursday, the 16th November, 2023 at 04.00 P.M. IST through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM")

Dear Sir,

1. I, Aditi Jhunjunwala, Company Secretary in Practice, was appointed as Scrutinizer by the Board of Directors of **GEE LIMITED** (the Company) for the purpose of Scrutinizing the process of (i) remote-voting (i.e., voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM) and (ii) e-voting system / Instapoll at the EGM (process of e-voting at the EGM through electronic voting system) on the resolutions contained in the notice dated 26th October, 2023 issued in accordance with *inter-alia* General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8 April 2020, 13 April 2020, 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars") and Circulars of Securities and Exchange Board of India dated 12 May 2020, calling the Extra Ordinary General Meeting ("the Meeting" / "EGM") through VC / OAVM. The EGM is convened on **Thursday, the 16th November, 2023 at 04.00 P.M. IST through VC / OAVM.**
2. The Company has availed the e-voting facility offered by appointed National Securities Depository Limited (NSDL) for conducting remote e-voting and electronic voting by the Members of the Company.
3. M/s Link Intime India Private Limited are the Registrar & Share Transfer Agent (RTA) of the Company.
4. NSDL had set up electronic voting facility on its website <https://www.evoting.nsdl.com/>
5. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolution proposed in the Notice including the contents of the notice. My responsibility as Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting system / Electronic Voting at EGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the report generated from the e-voting system provided by NSDL and the confirmation/information furnished to me electronically for my verification and assisted by the Company's RTA with respect to the number of shares held by the Members as on the cut-off date against the respective folio numbers.



Aditi Jhunjunwala

Practising Company Secretary

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6. As per the information provided, the Company had completed the dispatch of Notice dated 20th October, 2023 to 5466 Members/List of Beneficiaries via email as was available with the Company on 26th October, 2023.
7. As per provisions of the Companies Act, 2013, the number of votes cast in respect of each resolution has been counted according to the number of shares held by the concerned shareholder. One share held is equal to one vote. The votes are considered invalid, if any, on account of voting for number of shares other than actually held/not held as on the cut-off date. However, the number of shares actually held has been considered for voting purpose.
8. An advertisement was published in "Business Standard (English Daily)", Navakal (Marathi Daily) (including e-editions) informing the Members about completion of dispatch of Notice by permitted mode i.e. electronically, along with other information as specified in the rules
9. The Members holding equity shares as on the "cut-off date" i.e. November 09, 2023 were entitled to vote on the resolutions proposed in the Notice calling the EGM.
10. The Company had also provided e-voting facility to the shareholders present at the EGM through VC / OAVM who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by NSDL.
11. After the closure of remote e-voting at the EGM, the report on e-voting done at the EGM and the votes cast under remote e-voting facility prior to the EGM were unblocked and were counted.
12. The votes cast through remote e-voting were unblocked in the presence of witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
13. Based on the results made available to me, members have casted their votes through remote e-voting platform or through e-voting system / Electronic Voting at the EGM. The brief analysis of the results of the voting through remote e-voting and e-voting at the EGM, based on the report generated by NSDL, confirmed by the RTA from the benpos with respect to the shareholding and scrutinized on sample and test-check basis and relied upon by me, are as under:

Item No. 1- Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. R. DOKANIA & CO., Chartered Accountants, Kolkata be and are hereby appointed as Statutory Auditors of the Company."

"RESOLVED FURTHER THAT M/s. R. DOKANIA & Co., Chartered Accountants, Kolkata be and are hereby appointed as Statutory Auditors of the Company from the conclusion of this Meeting till the conclusion of the AGM to be held in the year 2023 as on such remuneration as may be fixed by the Board of Directors in consultation with them."

"RESOLVED FURTHER THAT the Directors of the Company, jointly or severally, be and are hereby authorized to file, execute and/or maintain necessary documents, forms, deeds, etc. to bring effect to such appointment."



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(i) Voted in **favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	54	13525672	75.3012
Electronic Voting at EGM	1	500	
Total	55	13526172	

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	4436592	24.6988
Electronic Voting at EGM	0	0	
Total	4	4436592	

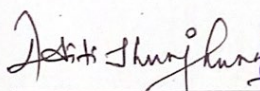
(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

CONCLUSION

Based on the foregoing, the resolution shall be deemed to have been passed with requisite majority. All the relevant records with respect to the electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely in accordance with the applicable laws.

Thanking You,



Aditi Jhunjunwala
Practising Company Secretary
M. No: A26988
COP: 20346
Peer review no.: 1354/2021
UDIN: A026988E001917217



Date: 17.11.2023
Place: Kolkata

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of EGM	16-11-2023
Total number of shareholders on cut-off date (09-11-2023)	6134
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	5

Resolution 1: Ordinary Resolution

To appoint M/s. R. Dokania & Co as Statutory Auditor of the Company for the FY 2022-2023 with immediate effect.

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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16623590	16598202	99.85%	12161610	4436592	73.27%	26.73%
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		16623590	16598202	99.85%	1216160	4436592	73.27%
Public-Institutions	E-Voting	255373	254053	99.48%	254053	0	100%	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		255373	254053	99.48%	254053	0	100%
Public-Non Institutions	E-Voting	9109503	1110509		1110509	0	100%	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9109503	1110509	12.19%	1110509	0	100%
	Total	25988466	17962764	69.12%	13526172	4436592	75.30%	24.70%

Thanking You,
Yours faithfully,

For **GEE LIMITED**

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