



# GLOSTER LIMITED

21, Strand Road, Kolkata-700 001 (India)

Phone : +91 (33) 2230-9601 (4 Lines), Fax : +91(33)2231 4222/2210 6167, E-mail : info@glosterjute.com, Web : www.glosterjute.com  
CIN: L17100WB1923PLC004628

**22<sup>nd</sup> March 2023**

**To**

<b>The Secretary BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street Mumbai- 400001 Scrip Code – 542351</b>	<b>The Secretary The Calcutta Stock Exchange Ltd. 7, Lyons Range Kolkata 700 001 Scrip Code 17435</b>
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**Sub: Outcome of Postal Ballot and Declaration of Voting Results of Postal Ballot through Remote e-voting, as per the requirements of Regulation 30 and 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

Dear Sir/Madam,

This is further to our letter dated 18<sup>th</sup> February 2023 regarding Notice of Postal Ballot dated 4<sup>th</sup> February 2023 (“Notice”) issued to the Members of the Company for seeking their approval by way of Special Resolutions to be passed through the mode of remote e-voting only for –

1. Re-appointment of Shri Dharam Chand Baheti (DIN: 00040953) as Wholetime Director designated as Managing Director for a period of 5 (Five) years
2. Re-appointment of Shri Satyendra Nath Bhattacharya (DIN 06758088) as an Independent Director for a second term of 5 (Five) consecutive years
3. Re-appointment of Dr. Prabir Ray (DIN: 00698779) as Independent Director for a second term of 5 (Five) consecutive years.

The remote e-voting period for the Postal Ballot ended on Tuesday, 21<sup>st</sup> March 2023 at 5:00 P.M. and thereafter, the Scrutinizer - Ms. Sweety Kapoor, Practicing Company Secretary, submitted her report on the voting results.

Details of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and copy of Scrutinizer’s Report are attached herewith.

All the resolutions as embodied in the Notice have been passed by the Members with requisite majority. The resolutions are deemed to have been passed on the last date of remote e-voting i.e., on Tuesday, 21<sup>st</sup> March 2023.

This intimation shall also be deemed to be disclosure of proceedings under Regulation 30 read with Schedule III, Part A, Para A (13) of the Listing Regulations.





# GLOSTER LIMITED

Continuation Sheet

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The above information will also be made available on Company's website i.e. [www.glosterjute.com](http://www.glosterjute.com).

Please take the same on your records and acknowledge.

For **Gloster Limited**

*Ayan Datta*

**Ayan Datta**  
**Company Secretary**  
**Membership no. A43557**



Encl: As above

**GLOSTER LIMITED**

**Details of Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**  
**Voting Results by Postal Ballot Process**

Date of declaration of Postal Ballot Results	Tuesday, 21st March 2023 (i.e. last date specified for e-voting of Postal Ballot)
Total number of shareholders on record date (i.e.. Friday, 10th February, 2023)	8,719
No. of shareholders present in the meeting either in person or through proxy :	
Promoters and Promoter Group	N/A
Public	N/A
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	N/A
Public	N/A

**Item No. 1: Re-appointment of Shri Dharam Chand Baheti (DIN: 00040953) as Wholetime Director designated as Managing Director for a period of 5 (Five) years**

Resolution required:			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. 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	Remote e-Voting	7947938	7425290	93.4241	7425290	0	100.0000	0.0000
	Poll/ Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7947938</b>	<b>7425290</b>	<b>93.4241</b>	<b>7425290</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	Remote e-Voting	1607890	0	0.0000	0	0	0.0000	0.0000
	Poll/ Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1607890</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	Remote e-Voting	1387432	31104	2.2418	30790	314	98.9905	1.0095
	Poll/ Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1387432</b>	<b>31104</b>	<b>2.2418</b>	<b>30790</b>	<b>314</b>	<b>98.9905</b>
<b>Total</b>		<b>10943260</b>	<b>7456394</b>	<b>68.1369</b>	<b>7456080</b>	<b>314</b>	<b>99.9958</b>	<b>0.0042</b>

*(Handwritten signature)*





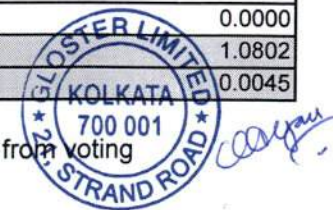
**Item No. 2: Re-appointment of Shri Satyendra Nath Bhattacharya (DIN: 06758088) as an Independent Director for a second term of 5 (Five) consecutive years**

Resolution required:			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. 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	Remote e-Voting	7947938	7425290	93.4241	7425290	0	100.0000	0.0000
	Poll/ Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>7947938</b>	<b>7425290</b>	<b>93.4241</b>	<b>7425290</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote e-Voting	1607890	1401382	87.1566	1401382	0	100.0000	0.0000
	Poll/ Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>1607890</b>	<b>1401382</b>	<b>87.1566</b>	<b>1401382</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote e-Voting	1387432	31104	2.2418	30766	338	98.9133	1.0867
	Poll/ Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>1387432</b>	<b>31104</b>	<b>2.2418</b>	<b>30766</b>	<b>338</b>	<b>98.9133</b>	<b>1.0867</b>
<b>Total</b>		<b>10943260</b>	<b>8857776</b>	<b>80.9428</b>	<b>8857438</b>	<b>338</b>	<b>99.9962</b>	<b>0.0038</b>

**Item No. 3: Re-appointment of Dr. Prabir Ray (DIN: 00698779) as Independent Director for a second term of 5(Five) consecutive years**

Resolution required:			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. 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	Remote e-Voting	7947938	7425290	93.4241	7425290	0	100.0000	0.0000
	Poll/ Postal Ballot		0.0000	0.0000	0.0000	0	0.0000	0.0000
	<b>Total</b>	<b>7947938</b>	<b>7425290</b>	<b>93.4241</b>	<b>7425290</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote e-Voting	1607890	0	0.0000	0	0	0.0000	0.0000
	Poll/ Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>1607890</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote e-Voting	1387432	31104	2.2418	30768	336	98.9198	1.0802
	Poll/ Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>1387432</b>	<b>31104</b>	<b>2.2418</b>	<b>30768</b>	<b>336</b>	<b>98.9198</b>	<b>1.0802</b>
<b>Total</b>		<b>10943260</b>	<b>7456394</b>	<b>68.1369</b>	<b>7456058</b>	<b>336</b>	<b>99.9955</b>	<b>0.0045</b>

Note: In Item No. 1 and 3, 1(One) Shareholder holding 1401382 no. of equity shares has logged into the e-Voting system and abstained from voting







Sweetie Kapoor

Practising Company Secretary

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### REPORT OF SCRUTINIZER

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to the extent applicable]

To  
The Chairman  
Gloster Limited  
[CIN: L17100WB1923PLC004628]  
21, Strand Road,  
Kolkata - 700 001

Dear Sir,

I, Sweetie Kapoor, Practising Company Secretary, holding Membership Number FCS-6410 and Certificate of Practice Number 5738, appointed as Scrutinizer by the Board of Directors of Gloster Limited ("the Company") for the purpose of scrutinizing the Postal Ballot Voting Process (only by way of remote e-voting process) under the provisions of Section 110 and all other applicable provisions, if any, of the Act, read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020, 22/2020 dated 15 June 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May, 2022 and 11/2022 dated 28th December 2022 issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars'), Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), on the Special Resolution(s) as stated in the Notice of the Postal Ballot dated Saturday, 4th February, 2023 proposed to be passed by the Equity Shareholders of the Company:-

I, hereby submit my report on the e-voting of the Special Resolution(s) proposed in the Postal Ballot Notice as under:-

1. The Company on the basis of the Register of Members and the List of Beneficiary Owners made available by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), completed dispatch of the Notice





of the Postal Ballot on **Saturday, 18<sup>th</sup> February, 2023** by email to **7986** shareholders, through Maheshwari Datamatics Pvt. Ltd. along with Login ID and password, who had registered their e-mail ids with the Company/Depositories/Registrar.

2. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility of remote e-Voting to the Shareholders of the Company.
3. The management of the Company is responsible for the Compliance with the requirements of the Companies Act, 2013 and rules made thereunder, in the matter of voting on the business contained in the notice of postal ballot.
4. The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "**The Economic Times**" and in a Bengali newspaper "**Ei-Samay**" having wide circulation, in their respective editions dated **Monday, 20<sup>th</sup> February, 2023**.
5. The postal ballot notice was also placed on the website of the Company ([www.glosterjute.com](http://www.glosterjute.com)) forthwith after it was sent to the shareholders.
6. The notice for postal ballot dated 4<sup>th</sup> February, 2023 contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.
7. The Shareholders of the Company were given only option to vote through the remote e-Voting facility on the designated website of CDSL i.e., <https://www.evotingindia.com>.
8. The Voting rights were reckoned as on **Friday, 10<sup>th</sup> February, 2023**, being the Cut-off date for the purpose of deciding the entitlements of members to vote electronically on Postal Ballot Notice.
9. Remote e-Voting platform was open from **09:00 a.m. Monday, 20<sup>th</sup> February, 2023** to **05:00 p.m. Tuesday, 21<sup>st</sup> March, 2023**. E-voting facility was blocked forthwith thereafter.
10. On Tuesday, 21<sup>st</sup> March, 2023 around 5:30 p.m. the votes cast through remote e-Voting facility [**EVSN: 230213005**] was duly unblocked by me as Scrutinizer in the presence of Shri Dilip Kumar Ojha and Smt. Premlata Soni, Witnesses who are not in the employment of the Company, as prescribed in sub rule 4 (xii) of said Rule 20 of the Companies (Management and Administration) Rules, 2014.
11. Particulars of votes cast by electronic means have been maintained in a separate register in electronic mode.



12. My responsibility as a scrutinizer is to scrutinize the e-voting process in a fair and transparent manner and prepare scrutinizer report based on the report generated from the voting system provided by the CDSL.

13. The results of the e-voting through Postal Ballot are as under:-

**SPECIAL BUSINESS:**

**ITEM NO. 1: Re-appointment of Shri Dharam Chand Baheti (DIN: 00040953) as Wholetime Director designated as Managing Director for a period of 5 (Five) years-  
SPECIAL RESOLUTION**

(i) Voted in favour of the resolution:

Number of shareholders voting through e-voting means	Number of votes cast by them	% of total number of valid votes cast
121	7,456,080	99.9958

(ii) Voted against the resolution:

Number of shareholders voting through e-voting means	Number of votes cast by them	% of total number of valid votes cast
7	314	0.0042

(iii) Invalid Votes:

Total number of shareholders whose votes declared invalid.	Number of votes cast by them
NIL	NIL

**Note: 1 (one) shareholder holding 1,401,382 no. of equity shares has logged into the e-Voting system and abstained from voting in the above resolution.**



ITEM NO. 2: Re-appointment of Shri Satyendra Nath Bhattacharya (DIN-06758088) as an Independent Director for a second term of 5 (Five) consecutive years- **SPECIAL RESOLUTION**

(i) Voted in favour of the resolution:

Number of shareholders voting through e-voting means	Number of votes cast by them	% of total number of valid votes cast
121	8,857,438	99.9962

(ii) Voted against the resolution:

Number of shareholders voting through e-voting means	Number of votes cast by them	% of total number of valid votes cast
8	338	0.0038

(iii) Invalid Votes:

Total number of shareholders whose votes declared invalid	Number of votes cast by them
NIL	NIL





**ITEM NO. 3: Re-appointment of Dr. Prabir Ray (DIN: 00698779) as Independent Director for a second term of 5(Five) consecutive years- SPECIAL RESOLUTION**

(i) Voted in favour of the resolution:

Number of shareholders voting through e-voting means	Number of votes cast by them	% of total number of valid votes cast
121	7,456,058	99.9955

(ii) Voted against the resolution:

Number of shareholders voting through e-voting means	Number of votes cast by them	% of total number of valid votes cast
7	336	0.0045

(iii) Invalid Votes:

Total number of shareholders whose votes declared invalid	Number of votes cast by them
NIL	NIL

**Note: 1 (one) shareholder holding 1,401,382 no. of equity shares has logged into the e-Voting system and abstained from voting in the above resolution.**



*Sweety Kapoor*

Continuation sheet.....

14. Based on the foregoing, the special resolution(s) as outlined hereinabove may be considered as carried by the requisite majority of shareholders on the last date of Postal Ballot e-voting date Tuesday, 21<sup>st</sup> March, 2023.
15. The relevant records relating to Postal Ballot e-voting shall be under safe custody till the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary.
16. You may accordingly declare the result of the e-voting by Postal Ballot.



Place: Kolkata

Date: 22/03/2023

*S.Kapoor*  
Sweety Kapoor

Practising Company Secretary

Membership No. FCS 6410, CP No.5738

UIN: I2003WB399800

PRCN: 660/2020

UDIN: F006410D003304210