

GI ENGINEERING SOLUTIONS LIMITED

Regd. Office: 73A SDF-III, SEEPZ, Andheri (East), Mumbai-400 096

Corporate Office : Build Up Space/ Unit 1308, Aggarwal Corporate Heights, Netaji Subhash Palace,
New Delhi-110034

Tel No: 022-44884488, Fax No: 022-28290603

CIN: L74110MH2006PLC163731

Website: www.giesl.in; E-mail ID: investors@giesl.in

Date: March 25, 2023

Listing Compliance Department

National Stock Exchange of India Limited

Exchange Plaza,

Bandra-Kurla Complex,

Bandra (E), Mumbai 400051

Listing Compliance Department

BSE Limited

Phirozee Jeejeebhoy

Towers, Dalal Street, Fort,

Mumbai - 400 001

NSE Symbol: GISOLUTION

Scrip Code: 533048

Sub: Outcome of Postal Ballot and Disclosure of Voting Results as per the requirements of Regulation 30, 44 (3) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended along with Scrutinizer Report.

Dear Sir/Ma'am,

This is with reference to our Postal Ballot Notice dated February 21, 2023 seeking approval of the shareholders of the Company by way of Postal Ballot (remote e-voting) on the following resolution:

S. No	Description of Resolution(s)	Type of Resolution
1	Appointment of Mr. Abhishek Goel (DIN: 06787018) as Director of the company	Ordinary
2	Appointment of Mr. Abhishek Goel (DIN: 06787018) as a Whole-Time Director	Special

The voting on Postal Ballot concluded at 5.00 PM (IST) on Friday, March 24, 2023 and the Scrutinizer has submitted their report on Postal Ballot (remote e-voting) on Saturday, March 25, 2023.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we would like to inform you that all these resolutions have been passed with requisite majority.

In this regard, please find attached herewith the voting results of the Postal Ballot in compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the report of Scrutinizer on remote e-voting annexed as **Annexure-I**.

The above information is also available on the company's website at www.giesl.in

We request you to kindly take the above information on record and oblige.

Thanking You,

Yours faithfully,

for **GI Engineering Solutions Limited**

DEEPAK  Digitally signed by DEEPAK

Deepak

Company Secretary & Compliance Officer

Voting Results

Annexure-I

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Abhishek Goel (DIN: 06787018) as Director of the company				
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		14826154	100.0000	14826154	0	100.0000	0.0000
	Poll	14826154	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	14826154	14826154	100.0000	14826154	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	4050	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4050	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		6664498	31.0965	6664251	247	99.9963	0.0037
	Poll	21431674	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21431674	6664498	31.0965	6664251	247	99.9963	0.0037
Total		36261878	21490652	59.2651	21490405	247	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Abhishek Goel (DIN: 06787018) as a Whole-Time Director				
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		14826154	100.0000	14826154	0	100.0000	0.0000
	Poll	14826154	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	14826154	14826154	100.0000	14826154	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	4050	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4050	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		6664498	31.0965	6664251	247	99.9963	0.0037
	Poll	21431674	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21431674	6664498	31.0965	6664251	247	99.9963	0.0037
Total		36261878	21490652	59.2651	21490405	247	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	

KUMAR G & Co.

Company Secretaries

80/37A, First Floor, Near Bhagat Singh Park
Malviya Nagar, New Delhi 110017
kumargpankaj@gmail.com | +91 11 4050 3037

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 & 22 of Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
Chairman
GI Engineering Solutions Limited
73 A SDF - III, Seepz Andheri (East),
Mumbai, Maharashtra, 400096

March 25, 2023

Dear Sir,

We, **M/s. Kumar G & Co.**, Company Secretaries, were appointed as Scrutinizer by the Board of Directors of GI Engineering Solutions Limited ("the Company") at their meeting held on December 26, 2022 pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of Scrutinizing the e-voting process conducted through Postal Ballot in a fair and transparent manner and ascertaining the requisite majority on e-voting as per the provisions of Companies Act, 2013.

The Shareholders of the Company holding shares as on the "cut off" date i.e. on Friday, February 17, 2023 were entitled to vote electronically through remote e-voting on the resolutions set out at item No. 1 to 2 in the Notice of Postal Ballot dated February 21, 2023.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote e-Voting to the shareholders from Thursday, February 23, 2023 (09.00 a.m.) and ends on Friday, March 24, 2023 (05.00 p.m.). On completion of e-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and administration) Amendment Rules, 2015, the votes have been unblocked on March 25, 2023 after 11:00 a.m. in the presence of two witnesses Mr. Mohit Bindal, Son of Shri Suresh Kumar, Resident of R-1 Gali No.1, Shiv Vihar Phase-II, Karawal Nagar, North East Delhi, Delhi-110094, India and Ms. Tapanshi Jain, Daughter of Mr. Ajay Kumar Jain, Resident of 100A, Ward no.5, Brahman Wara, Ballabgarh, Faridabad, Haryana- 121004, India who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Mr. Mohit Bindal
Witness –I

Ms. Tapanshi Jain
Witness –II

We have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from National Securities Depository Limited (NSDL) e-voting system website <https://www.evoting.nsdl.com/>.

Continue...

We hereby submit our consolidated Report on the result(s) of the remote e-voting in respect of the said items, details of the voting and result(s) for individual item(s) are attached herewith in Annexure 1 to 2 and forming part of the Report, mentioned as under

As the % of number of votes casted in favor of the respective Resolution No. 1 to 2 as follows:

S.No.	Item No.	Type of Business	% of votes casted in favour
1	Item No.1	Special	99.9989
2	Item No.2	Special	99.9989

We hereby report that the Special Business(es) listed at Item No. 1 to 2 as set out in Notice of Postal Ballot dated February 21, 2023 has been passed by the shareholders with requisite majority. The Resolutions are deemed to be passed on the last date of e-voting i.e. Friday, March 24, 2023.

The Registers, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Chairman of the Company or by any other person as may be authorized in this regard considers and approves the results and thereafter the same will be handed over to the Chairman of the Company or such other person as may be authorized by them for safe keeping.

We thank you for the opportunity given to act as a Scrutinizer for the above Electronic voting.

Thanking you,

Yours truly,

for **KUMAR G & Co.**
Company Secretaries

GUPTA P. K.
ACS : 14629 | CP : 7579
UDIN: A014629D003320492

Place : New Delhi

Date: March 25,2023

KUMAR G & Co.

Company Secretaries

80/37A, First Floor, Near Bhagat Singh Park

Malviya Nagar, New Delhi 110017

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Annexure-1

(forming part of the E-voting Scrutinizer Report dated March 25, 2023)

Item No. 1

Ordinary Resolution : Appointment of Mr. Abhishek Goel (DIN: 06787018) as Director of the company

Total No. of Shareholders as on cut off date: 3588

Total No. of Shares: 3,62,61,878

Mode of Voting: Remote E voting

S.No.	Particulars	Total
1.	Total votes received	2,14,90,652
2.	Total no. of votes with assent for the Resolution	2,14,90,405
3.	Total no. of votes with dissent for the Resolution	247

% of total votes casted in favour of the Resolution: 99.9989%

% of total votes casted against the Resolution: 0.0011%

ORDINARY RESOLUTION listed at Item No. 1 is declared PASSED taking into account total voting done by the shareholders including promoters of the Company.

Annexure-2

(forming part of the E-voting Scrutinizer Report dated March 25, 2023)

Item No. 2**Special Resolution: Appointment of Mr. Abhishek Goel (DIN: 06787018) as a Whole-Time Director**

Total No. of Shareholders as on cut off date: 3588

Total No. of Shares: 3,62,61,878

Mode of Voting: Remote E voting

S. No.	Particulars	Total
1.	Total votes received	2,14,90,652
2.	Total no. of votes with assent for the Resolution	2,14,90,405
3.	Total no. of votes with dissent for the Resolution	247

% of total votes casted in favour of the Resolution: 99.9989%

% of total votes casted against the Resolution: 0.0011%

SPECIAL RESOLUTION listed at Item No. 2 is declared PASSED taking into account total voting done by the shareholders including promoters of the Company.