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**Scrutinizer's Report on the voting at the Annual General Meeting**

To,  
The Chairman,  
61<sup>st</sup> Annual General Meeting of GEE Limited,  
held on Tuesday, 16<sup>th</sup> August, 2022 at 12 Noon  
through Video conferencing, VC / OAVM.

Respected Sir,

**Sub: Scrutinizer's Report on e-voting conducted at the 61<sup>st</sup> Annual General Meeting (AGM) of GEE Limited held on Tuesday, 16th August, 2022 at 12:00 PM (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

I, Chandni Maheswari, Practising Company Secretary, was appointed as the Scrutinizer by the Board of Directors of GEE Limited ("Association/Company") for scrutinizing the votes cast at e-voting including remote e-voting process in respect of the below mentioned resolutions proposed at the 61st Annual General Meeting (AGM) of the Association held on Wednesday, 16th August, 2022 at 12:00 PM (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-Voting by the shareholders of the Company.

The voting rights of the members are in proportion to their shares of the paid up equity share capital of the Company as on Monday, 8<sup>th</sup> August, 2022, being the cut-off date.

The period for e-voting commenced at 9:00 A.M. on 13<sup>th</sup> August, 2022 and ended on 15<sup>th</sup> August, 2022 at 5:00 P.M. Thereafter, votes were casted under e-voting facility and the same were unblocked on 17<sup>th</sup> August, 2022.

I have scrutinized and reviewed the voting through electronic means based on data downloaded from National Securities Depository Limited (NSDL) [website: <https://www.evoting.nsd.com/>] e-voting system.

Based on above, I do and hereby submit my Report as under:



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**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon.

**i. Votes in favour of the resolution**

<b>Manner of Voting</b>	<b>No. of members voted</b>	<b>Number of votes cast</b>	<b>Percentage of total number of valid votes cast</b>
Remote e-voting	48	16668211	100.00
<b>Total Voting</b>	<b>48</b>	<b>16668211</b>	<b>100.00</b>

**ii. Votes against the resolution**

<b>Manner of Voting</b>	<b>No. of members voted</b>	<b>Number of votes cast</b>	<b>Percentage of total number of valid votes cast</b>
Remote e-voting	00	00	0.00
<b>Total Voting</b>	<b>00</b>	<b>00</b>	<b>0.00</b>

**iii. Invalid votes**

<b>Manner of Voting</b>	<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes</b>
Remote e-voting	-	-
<b>Total Voting</b>	<b>-</b>	<b>-</b>



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**Resolution 2: Ordinary Resolution**

**To appoint Mr. Umesh Ramkishan Agarwal, who retires by rotation as a Director**

**i. Votes in favour of the resolution**

<b>Manner of Voting</b>	<b>No. of members voted</b>	<b>Number of votes cast</b>	<b>Percentage of total number of valid votes cast</b>
Remote e-voting	48	16668211	100.00
<b>Total Voting</b>	<b>48</b>	<b>16668211</b>	<b>100.00</b>

**ii. Votes against the resolution**

<b>Manner of Voting</b>	<b>No. of members voted</b>	<b>Number of votes cast</b>	<b>Percentage of total number of valid votes cast</b>
Remote e-voting	00	00	0.00
<b>Total Voting</b>	<b>00</b>	<b>00</b>	<b>0.00</b>

**iii. Invalid votes**

<b>Manner of Voting</b>	<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes</b>
Remote e-voting	-	-
<b>Total Voting</b>	<b>-</b>	<b>-</b>





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**Resolution 3: Ordinary Resolution**

**To appoint M/s. K. K. Poddar & Associates as Statutory Auditors of the Company**

**i. Votes in favour of the resolution**

<b>Manner of Voting</b>	<b>No. of members voted</b>	<b>Number of votes cast</b>	<b>Percentage of total number of valid votes cast</b>
Remote e-voting	48	16668211	100.00
<b>Total Voting</b>	<b>48</b>	<b>16668211</b>	<b>100.00</b>

**ii. Votes against the resolution**

<b>Manner of Voting</b>	<b>No. of members voted</b>	<b>Number of votes cast</b>	<b>Percentage of total number of valid votes cast</b>
Remote e-voting	00	00	0.00
<b>Total Voting</b>	<b>00</b>	<b>00</b>	<b>0.00</b>

**iii. Invalid votes**

<b>Manner of Voting</b>	<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes</b>
Remote e-voting	-	-
<b>Total Voting</b>	<b>-</b>	<b>-</b>



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**Resolution 4: Ordinary Resolution**

**Ratification of Cost Auditor Remuneration**

**i. Votes in favour of the resolution**

<b>Manner of Voting</b>	<b>No. of members voted</b>	<b>Number of votes cast</b>	<b>Percentage of total number of valid votes cast</b>
Remote e-voting	48	16668211	100.00
<b>Total Voting</b>	<b>48</b>	<b>16668211</b>	<b>100.00</b>

**ii. Votes against the resolution**

<b>Manner of Voting</b>	<b>No. of members voted</b>	<b>Number of votes cast</b>	<b>Percentage of total number of valid votes cast</b>
Remote e-voting	00	00	0.00
<b>Total Voting</b>	<b>00</b>	<b>00</b>	<b>0.00</b>

**iii. Invalid votes**

<b>Manner of Voting</b>	<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes</b>
Remote e-voting	-	-
<b>Total Voting</b>	<b>-</b>	<b>-</b>



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The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman of the Meeting considers, approves and signs the minutes of the said 61<sup>st</sup> Annual General Meeting and the same will be handed over to the Board for Directors for safe keeping.

Thanking You.  
Yours faithfully,

**CHANDNI** Digitally signed by  
**MAHESWARI** CHANDNI  
MAHESWARI  
Date: 2022.08.18  
11:01:45 +05'30'

(CHANDNI MAHESWARI)  
Practicing Company Secretary  
ACS: 42292  
COP: 16218  
PRB: I2016WB1425000  
UDIN: A042292D000807969

Date: 18<sup>th</sup> August, 2022  
Place: Kolkata

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

Date of AGM	16-08-2022
Total number of shareholders on cut-off date (08-08-2022)	5915
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	13
b) Public	35

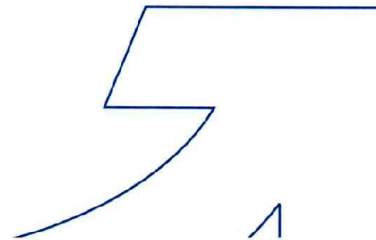
**GEE Limited**

**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)



**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon.

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	19140271	15250255	79.6763	15250255	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>19140271</b>	<b>15250255</b>	<b>79.6763</b>	<b>15250255</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	1320	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1320</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	6846875	1417956	20.7095	1417956	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>6846875</b>	<b>1417956</b>	<b>20.7095</b>	<b>1417956</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>25988466</b>	<b>16668211</b>	<b>64.1370</b>	<b>16668211</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

**Resolution 2: Ordinary Resolution**

To appoint Mr. Umesh Ramkishan Agarwal, who retires by rotation as a 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	19140271	15250255	79.6763	15250255	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>19140271</b>	<b>15250255</b>	<b>79.6763</b>	<b>15250255</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	1320	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1320</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	6846875	1417956	20.7095	1417956	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>6846875</b>	<b>1417956</b>	<b>20.7095</b>	<b>1417956</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>25988466</b>	<b>16668211</b>	<b>64.1370</b>	<b>16668211</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



**Resolution 3: Ordinary Resolution**

To appoint M/s. K. K. Poddar &amp; Associates as Statutory Auditors 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	19140271	15250255	79.6763	15250255	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		15250255	79.6763	15250255	0	100.0000	0.0000
Public-Institutions	E-Voting	1320	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	6846875	1417956	20.7095	1417956	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1417956	20.7095	1417956	0	100.0000	0.0000
<b>Total</b>		25988466	16668211	64.1370	16668211	0	100.0000	0.0000

**Resolution 4: Ordinary Resolution****Ratification of Cost Auditor Remuneration**

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	19140271	15250255	79.6763	15250255	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>19140271</b>	<b>15250255</b>	<b>79.6763</b>	<b>15250255</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	1320	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1320</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	6846875	1417956	20.7095	1417956	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>6846875</b>	<b>1417956</b>	<b>20.7095</b>	<b>1417956</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>25988466</b>	<b>16668211</b>	<b>64.1370</b>	<b>16668211</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

Thanking You,  
Yours faithfully,  
For GEE LIMITED

Payal Agarwal

Payal Agarwal  
Whole Time Director & CFO  
DIN: 07198236

Digitally signed by Payal Agarwal  
DN: cn=Payal Agarwal, o=GEE Limited, ou=Director & CFO, email=payal.agarwal@gee.com, c=IN  
Reason: I am the Signer  
Date: 2022.08.18 11:11:12 +05'30'