



21st September, 2020

National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex
Bandra (East)
MUMBAI – 400 051.

BSE Limited,
Floor 25, P J Towers,
Dalal Street,
MUMBAI – 400 001.

Dear Sir / Madam,

Declaration of voting results of Postal Ballot

This is in reference to our letter dated 21st August, 2020, enclosing therewith the Postal Ballot Notice dated 14th August, 2020 seeking approval for the Special Business as set out in the said Postal Ballot Notice.

Post-closing of voting period at 17:00 hours (IST) on 20th September, 2020, the Scrutinizer has submitted their Report on the Results of the Postal Ballot (through remote e-voting) on 21st September, 2020.

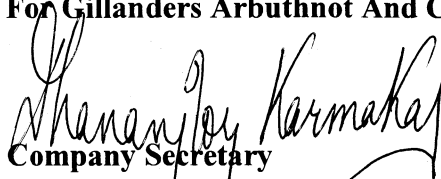
Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), we would like to inform you that the said Resolution has been passed by the Members of the Company with requisite majority.

In this regard, please find enclosed the Voting results as required under Regulation 44(3) of the Listing Regulations and the Scrutinizer's Report thereon dated 21st September, 2020

The said information is also being made available on the website of the Company i.e. www.gillandersarbuthnot.com

Thanking You,

Yours faithfully,
For Gillanders Arbuthnot And Company Limited


Company Secretary

Encl: a/a



GILLANDERS ARBUTHNOT AND COMPANY LIMITED
 Registered Office – C-4, Gillander House Netaji Subhas Road, Kolkata – 700 001
 CIN: L51909WB1935PLC008194
 Phone : +91-33 2230-2331 (6 Lines), 2242-9140 , Fax : +91-33-2230-4185
 Website : www.gillandersarbuthnot.com; E-mail : gillander@gillandersarbuthnot.com

Details of Voting Results of Postal Ballot through remote e-voting as per Regulation 44(3)

Date of declaration of results through Postal Ballot /remote e-voting	21st September, 2020
Total Number of Shareholders on record date	10823 Shareholders as on 14th August, 2020
No. of Shareholders present in the meeting either in person or through proxy	NA
Promoter & Promoter group	
Public	
Total	
No. of shareholders attended the meeting through Video Conferencing / OAVM	
Promoter & Promoter group	
Public	
Total	

Shanmugam Karmanah

Approval for strategic partnership / sell / transfer / dispose off / divestment of North India Spinning Mill Unit, Akbarpur, Punjab

1

Resolution required: (Ordinary/Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	14671715	14671715	100.00000	14671715	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total		14671715	100.00000	14671715	0	100.00000	
Public - Institutional holders	Remote Evoting	1115192	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total		0	0.00000	0	0	0.00000	0.00000
Public - Non Institution	E-Vote	5555439	69539	1.25170	56594	12945	81.38450	18.61550
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total		69539	1.25170	56594	12945	81.38450	18.61550
Total		21342346	14741254	69.07045	14728309	12945	99.91219	0.08781

Shamrajy Karmakar
 (Chairman)
 Company Secretary

Deepak Khaitan & Co.

Company Secretaries

+91 90070 55560 /98303 06692 /33 4004 8935 @khaitan52@gmail.com/officedkk@gmail.com

GEM House, 5B Russell Street, Unit 7B, 7th Floor, Kolkata – 700 071

Report of the Scrutinizer

**[In accordance with Section 110 of the Companies Act, 2013 read with
Rule 22 and Rule 20 (as far as applicable) of
The Companies (Management and Administration) Rules, 2014]**

To

The Chairman

The Board of Directors of

Gillanders Arbuthnot and Company Limited

C-4, Gillander House Netaji Subhas Road

Kolkata-700 001

West Bengal

Dear Sir,

Pursuant to the letter dated 14th August, 2020 issued by Gillanders Arbuthnot and Company Limited having CIN:L51909WB1935PLC008194 (hereinafter referred to as 'the Company') appointing me as the Scrutinizer under Section 110 of the Companies Act, 2013 read with Rule 22(5) of The Companies (Management and Administration) Rules, 2014 in respect of Notice of Postal Ballot dated 14th August, 2020 as per General Circular No.14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 and Circular No.22/2020 dated 15th June, 2020 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as 'MCA') read with Regulation 44 of Securities and Exchange Board of India (hereinafter referred to as 'SEBI') for the purpose of remote e-voting ascertaining the requisite majority in respect of Notice of Postal Ballot dated 14th August, 2020 (hereinafter referred to as the 'postal ballot') and the Management Representation Letter issued by the Company, I have examined the records of remote e-voting and other relevant documents as required for that purpose. In my opinion and to the best of my information and according to the online verification and examinations to the extent possible due to COVID-19 and subsequent lockdown situation, carried out by me and explanations furnished to me by the Company, its officers and agents, I hereby submit my report w.r.t the aforesaid postal ballot as under:-

GACL/110/21.09.2020

CERTIFIED TRUE COPY



Deepak Khaitan & Co.

Company Secretaries

+91 90070 55560 /98303 06692 /33 4004 8935 @khaitan52@gmail.com/officedkk@gmail.com

GEM House, 5B Russell Street, Unit 7B, 7th Floor, Kolkata – 700 071

1. The company has completed the dispatch of the postal ballot notice dated 14th August, 2020 on 21st August, 2020 to its Members whose name(s) appeared on the Register of Members at the close of working hours on 14th August, 2020. The advertisements pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 was published on 22nd August, 2020 and the remote e-voting commenced on 22nd August, 2020 at 09:00A.M. (IST) and ended on 20th September, 2020 at 05:00 P.M. (IST). The list of shareholding has been provided by Maheshwari Datamatics Pvt. Ltd. Registrar & Share Transfer Agent and confirmed as correct by the Company.
2. The e-voting was unblocked on 20th September, 2020, in the presence of 2 witnesses, CS Siddhi Dhandharia and CS Shruti Singhania, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

SIDDHI
DHANDHARIA

Digitally signed by SIDDHI DHANDHARIA
DN: cn=Siddhi Dhandharia, o=Deepak Khaitan & Co., ou=Company Secretaries, email=Siddhi.Dhandharia@deepakkhaitan.com, c=IN

SHRUTI
SINGHANIA

Digitally signed by
SHRUTI SINGHANIA
Date: 2020.09.21
16:50:42 +05'30'

Name: Siddhi Dhandharia

Name: Shruti Singhania.

3. The remote e-voting rights were reckoned as per list of members as on 14th August, 2020 ("cut-off date") as mentioned in the notice of postal ballot dated 14th August, 2020.
4. The particulars of remote e-voting were downloaded from <https://www.evotingindia.com>.
5. Particulars of remote e-voting have been entered in a register separately maintained for the purpose of instant postal ballot.
6. I am producing before you the postal ballot register (including particulars of remote e-voting as mentioned above) and the related records for verification at your end.

GACL/110/21.09.2020

CERTIFIED TRUE COPY



Deepak Khaitan & Co.
Company Secretaries

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GEM House, 5B Russell Street, Unit 7B, 7th Floor, Kolkata – 700 071

7. Based on the above scrutiny, the result of the remote e-voting in respect at Item No.1 of the above-mentioned notice is as follows:-

Item No. 1 of the Notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid Votes cast	Nos.
Remote e-voting	1,47,28,309	99.95%	7,541	0.05%	5404
Total	1,47,28,309	99.95%	7,541	0.05%	5404

8. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to the conduct of business through postal ballot by the shareholders on the resolution proposed in the notice of the postal ballot is the responsibility of the management. My responsibility as a scrutinizer is to render consolidated scrutinizer's report of the total votes cast in favour or against if any, on the proposed resolution.
9. You may accordingly satisfy yourself and declare the result of the voting by Postal Ballot.

Place: Kolkata
Date: 21.09.2020

DEEPAK KUMAR
KHAITAN

Digitally signed by DEEPAK
KUMAR KHAITAN
Date: 2020.09.21 16:51:57 +05'30'

CS Deepak Kumar Khaitan
Practising Company Secretary
(F.C.S. No.: 5615 /C.P. No.: 5207)
UDIN:F005615B000742857
ICSI Unique Code No.:I2003WB347200
Deepak Khaitan & Co.
ICSI Unique Code No.:S2019WB676500

Place: Kolkata
Date: 21.09.2020

Countersigned by
(Chairman)

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