

GI ENGINEERING SOLUTIONS LIMITED

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

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

CIN: L40109MH2006PLC163731

Website: www.giesl.com; E-mail ID: investor@giesl.com

UPDATES ON OUTCOME OF THE AGM

PROCEEDINGS OF THE NINETH ANNUAL GENERAL MEETING OF GI ENGINEERING SOLUTIONS LIMITED HELD AT THE MIRADOR HOTEL, NEW LINK ROAD, OPP. SOLITAIRE CORPORATE PARK, CHAKALA, ANDHERI (EAST), MUMBAI - 400099, MAHARASHTRA ON MONDAY, SEPTEMBER 29, 2015 AT 3.00 P.M.

PRESENT

1. Mr. Sajid Malik - Chairman & Managing Director
2. Mr. Ganapathy Vishwanathan- Non-Executive Independent Director

MEMBERS

In all 16 Members attended the Meeting in person ,One (3) Body Corporate, who were represented by their Authorised Representatives, attended the Meeting.

Mr. Sajid Malik, Managing Director informed that the requisite quorum was present and that the Company has received 3 (Three) Corporate Representations for 13,86,266 Equity Shares representing 16.09% of the Paid up Equity Share Capital of the Company.

Mr. Sajid Malik, Managing Director of the Company occupied the Chair and welcomed the Members to the 9th Annual General Meeting.

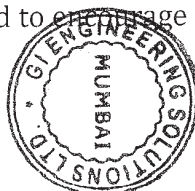
M/s. Dixit Dattatray & Associates., Chartered Accountants, Statutory Auditors of the Company were also present.

The Registers required to be maintained under the Companies Act, 2013 along with proxies and representations received were kept open for inspection for the Members.

The Chairman declared the meeting as validly convened as the requirement of the quorum as per Section 103 of the Companies Act, 2013, was fulfilled.

The Chairman asked Mr. Sunil Dhage, Group Company Secretary, to read out the Auditors' Report to the Shareholders of the Company, on the Accounts for the Financial Year ended 31st March, 2015. Mr. Sunil Dhage read the Auditors Report and the Annexures to the Auditors Report was taken as read with the consent of the Members.

The Chairman then delivered a brief speech on Company's operations and also appraised the e-voting facility provided to encourage more members to vote.



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The Chairman informed in the meeting that pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies(Management and Administration) rules, 2014, the Company had provided for electronic voting (e-voting) to the Members to cast their vote electronically through the Central Depository Services Limited (CDSL) for the approval of the Resolutions being placed at this Meeting and e-voting period began at 9.00 a.m., Friday, September 25, 2015 and ended at 5.00 p.m., Monday September 28, 2015, in proportion to their shareholding as on the record date of September 22, 2015.

The Chairman then informed the Members that those who had not voted through electronic means could vote through the poll process on all the resolutions for the Ordinary Businesses as set out in items 1 to 3 of the Notice of the 9th Annual General Meeting.

Before proceeding to Poll, the Chairman requested the Members to ask questions or to give their comments, suggestions, if any, on the Annual Report or in respect of the agenda items of the meeting.

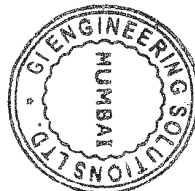
Some shareholders of the Company asked questions on operations of the Company. The Chairman responded to the queries raised by the shareholders.

The Chairman then ordered the poll in respect of all resolutions contained in the notice and requested Mr. Dattatray Dixit, practicing Chartered Accountant appointed as Scrutinizer of the Company to lock and seal the empty polling boxes in presence of members. He also requested Members present including Proxies, who had exercised their vote through the e-Voting facility, to abstain from voting.

Mr. Dattatray Dixit, practicing Chartered Accountant conducted the poll. Prior to the commencement of polling, Mr. Dattatray B. Dixit, requested display of the empty ballot box to the Members and Proxies present. The ballot box was then locked and sealed in their presence. The Members present who had not exercised their vote through the e-Voting facility, casted their votes through Ballot Form and deposited the forms into the Ballot Box.

After ensuring that all members participating in the poll had casted their votes, the scrutinizers closed the poll. The Scrutinizer took the custody of the Ballot Box.

After the votes were cast by the members present, the Chairman ordered Closure of Poll process.



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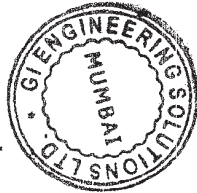
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Chairman informed to the members that, the results of the e-voting and poll will be announced on receipt of the Scrutinizer's report and will be placed on the website of the Company and CDSL. The Chairman thanked the members for their participation and announced formal closure of the 9th AGM of the Company.

For GI Engineering Solutions Limited


Sajid Malik
Managing Director



Date: October 19, 2015

Place: Mumbai