GOKALDAS EXPORTS LIMITED

Regd. Office: 70, Mission-Road Bangalore – 560 027 CORPORATE IDENTIFICATION NUMBER: L18101KA2004PLC033475

Voting Results for 12th Annual General Meeting

Sr. No.	Particulars	Details
1	Date of the AGM.	18-Sep-15
2	Total number of shareholders on record date.	14,417
3	No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	410 1 411
4	No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable

SR. No.	Details of Agenda	Resolution Required (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal Ballot / E-voting)
1	Adoption of audited Financial Statements for the year ended 31 March 2015 and reports of the Directors and Auditors thereon.		Poll and E-voting
2	Re-appoint of Mr. Richard B Saldanha who retires by rotation.	Ordinary	Poll and E-voting
3	Re-Appointment of M/s S.R. Batliboi & Associates LLP & M/s. Girish Murthy & Kumar, Chartered Accountants, as the Joint Statutory Auditors of the Company	C. S. C.	Poll and E-voting
4	Appointment of Ms. Smita Aggarwal as an Independent Director.	Ordinary	Poll and E-voting
5	Appointment of Mr. P. Ramababu as Director of the Company	Ordinary	Poll and E-voting
6	Appointment of Mr. P. Ramababu as Vice Chairman and Managing Director	Special	Poll and E-voting

Cont'd



rm No. 1: Ado	ption of audit	ed Financial St.	atements for th	ne year ended	31 March 201	Item No. 1: Adoption of audited Financial Statements for the year ended 31 March 2015 and reports of	f the Directors as	the Directors and Auditors thereon.	d														
Providence								Poll								Consolidated							
Promoter/Public No. of shares No. of votes held polled	No. of shares held	No. of votes polled	% of Votes Polled on	.g	No. of Votes % of Votes in against favour on votes		% of Votes against on	soler/Public	No. of shares held	No. of votes polled	% of Votes	No. of Votes - No. of Votes - % of Votes in % of Votes in favour against can against on a section and to the section of the sect	No. of Votes - 9 against 5	% of Votes in %	% of Votes against on	Promoter/Public	Promoter/Public No. of shares 1	No. of votes P	% of Votes Polled on	No. of Votes - in favour	No. of Votes - No. of Votes - % of Votes in in favour against favour on votes realled		% of Votes against on votes realled
	-	77	(3)-((2)(1)] 4	4	-5	(6)= (6)= (4)x2x1=100	(7)= (7)= (43/2)(4) (00)		-	4	(3)-[(2)(1)] -	4	-5		(7)= ((5)\(2) *100		17	5.0	(3)-{(2)/(1)}*10	4	-5 (6	(6)-	(7)- I(5)(2)1*100
Promotor and Promotor Group	19,983,742	0	0	0	0		0	Promoter and Promoter Group	19,983,742	19,983,742	100.00	19,983,742	0	100:00		Promoter and Promoter Group	19,983,742	19,983,742	100.00	19,983,742	•		
Public - Institutional	2,352,447	0	0	0	0		0	Public Institutional	2,352,447	0		0	0			Public Institutional holders	2,352,447	0			0		
Public-Others	12,403,138	13,597	0.11	13,541	36	100	0	Public-Others	12,403,138 15642	15642	0.13 15414	15414	228	98.54	1.46	Public-Offsers	12,403,138	29,239	0.24	28,955	284	50'06	0.97
Total	14,719.127	13.597	0.04	13.541	95	100	0	Total	34,739,327	19,999,384	57.57	19,999,156	228	100.00	0.00	Total	34,739,327	20,012,981	57.61	20.012.697	284	100.00	00:00

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	Poll								Consolidated	-				-		
% of Votes against on	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on	No. of Votes - No. of Votes 9% of Votes in 9% of Votes in favour against against against and address collect	No. of Votes - against	% of Votes in favour on	% of Votes against on	Promoter/Public No. of shares No. of votes % of Votes polled polled or polled contrates fine contrates fine	No. of shares held	No. of votes polled		No. of Votes - No. of Votes - % of Votes in in favour on votes in favour on votes	No. of Votes against	% of Votes in favour on votes redted	% of Ve against redled
(7)= 1/5yr2ys100		7	eş	(3)-[(2)(1)] -4	4	-5	100	(7)= KSV23I*100		7	69	(3)-{(2)(1)}*10 4	4	s)	001-100	(O)- I(S)V(Z))
	Promoter and Promoter Group	19,983,742	19,983,742	100.00	19,983,742	0	100:00	2	Promoter and Promoter Group	19,983,742	19,983,742	100:00	19,983,742	•		
	Public - Institutional Inolders	2,352,447	0		0	0		'	Public Institutional holders	2,352,447	0	0	0	0		
0	Public-Others	12,403,138	15642	0.13	0.13 15414	228	98.54	1.46	Public-Officers	12,403,138	29,239	0.24	28,955	284	50.09	
0	Total	34,739,327	19,999,384	57.57	19,999,136	228	100.00	0000	Total	34,739,327	20,012,981	57.61	20,012,697	284	100.00	Ш
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	Poll								Consolidated							
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of shares	on 1% of Votes	F							Company of the Compan				-	Consolidated	-	
period		No. of Votes - in favour	No. of Volts - against	No. of Votes in So. of Votes in Statistic Section on votes polled	% of Votes against on votes polled	Promoter Public	No. of shares held	No. of votes polled	% of Votes Nolled on it outstanding	No. of Votes - N	No. of Votes -	No. of Votes - % of Votes in % of Votes against favour on against on votes polled votes polled	% of Votes against on votes polled	Promoter/Public No. of shares beld		No. of votes polled
7	(3)-[(2)(1)]	4	ž.	(6)- fr4\r2\r3\r4\r4	(7)= (c5)v2)1*100		-1	-2	*100	4		(6) f(4)Y(2)J*100	(7)= [(5)(2)]*100		7	-2
Promoter and 19,983,742 Promoter Group		,	*	*	٠	Promoter and Promoter Group	19,983,742	19,983,742	100.00	19,983,742 0		100.00		Promoter and Promoter Group	19,983,742	19,983,742
Public - 2,352,447					ř	Public - Institutional holders	2,352,447	0	,			40		Public Institutional Itolders	2,352,447	
others 12.403.138	3,597 0.11	11,963	1,634	88	12	Public-Others	12,403,138	15,642	0.13	15,414	228	98.54	1.46	Public-Others	12,403,138	29,239
34,739,327	3,597 0,04		1,634	88	12	Total	34,739,327	19,999,384	57.57	19,999,156	228	100,00	0.00	Total	34,739,327	20,012,981

Poll								Consolidated							
noter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of Votes - in favour	No. of Votes % of Votes - against. In favour on votes polled	% of Votes in favour on votes polled	% of Votes against on votes polled	Promoter/Publ	No. of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of Votes - in favour	No. of Votes - against Favour on votes polled	% of Votes in favour on votes polled	% of Votes against on votes polled
•	-1	-5	1)/(2	4	st.	(6)= [(4)/(2)]*10	(7)= [(5)/(2)]*10		T.	-5	(3)=[(2)/(1)]* -4 100	4	ιή	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	19,983,742	19,983,742	100,00	19,983,742 0	0	100.00		Promoter and Promoter Group	19,983,742	19,983,742 19,983,742	100.00	19,983,742		*	
Public Institutional	2,352,447	0	,	0	0			Public – Institutional holders	2,352,447			2			*
Public-Others	12,403,138	15,642	0.13	15,464	178	98.86	1.14	Public-Others	12,403,138	29,239	0.24	28,708	531	98.18	1.82
Total	700 007 NE	10.00	r.	30.00	178	100.00	00.0	Total	34,739,327 20,012,981	20.017.981	57.61	20.012.450	531	100.00	

Redition
Promoter/Publi No. of stares INo. of votes INo. of votes Ino. of Into of Promotery Publi No. of stares Inc. of Votes - In Votes - Octament Inc. of Stares - In Votes -



	7	7	(3)-(2)(1) 4	7	ņ	(6)**	(7)= ICSN231*100		7	7	*100	Ť
Promoter and Promoter Group	19,983,742	0	0	0	0	0	0	Promoter and Promoter Group	19,983,742	19,983,742	100.00	
Public - Institutional holders	2,352,447	0	0	0	0	0	0	Public - Institutional holders	2,352,447	0		0
Public-Others	12,403,138	13,597	0.11	13,541	\$6	100	0	Public-Others	12,403,138 15642	15642	0.13 15414	55
Total	34,739,327	13,597	0.04	13,541	- 56	100	0	Total	34,739,327	19,999,384	57.57	19,999
Promoter/Publi	Promoter/Public No. of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of Votes - in favour	No. of Vote - against	No. of Votes % of Votes in against favour on votes polled	% of Votes against on votes polled	Promoter Public	Promoter-Public No. of shares No. of votes held polled	No. of votes polled	% of Votes Polled on outstanding shares	No. of Vo in favour
	7	9	(3)-[(2)(1)] -4	4	47	(6)- f(4)/(2)]*100	(7)= IC5)(2)(*100		-1	-2	*100	4
Promoter and Promoter Group	19,983,742				*		*	Promoter and Promoter Group	19,983,742	19,983,742	100.00	
Public Institutional	2,352,447							Public – Institutional holders	2,352,447	0	х.	0

								20-10					1	1		Consolidated							
Evoting Promoter/Pubil No. of shares No. of votes c held polled	No. of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	oter/Public	No. of shares held	No. of votes 9	96 of Votes N Polled on ir	No. of Votes - N in favour	No. of Votes % against in vo	-	% of Votes against on votes polled	Promoter/Publ No. of shares ic held	No. of shares N	No. of votes % Polled Polled Out	of Votes led on standing	No, of Votes - N n favour	No. of Votes 96 of Votes in - against favour on votes polled	-	% of Votes against on votes polled
	-1	-2	(3)=[(2)/(1 -4)]*100		ń	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*10	1	7	-2	(3)=[(2)/(1 -1)/*100	4	9) 5-	(6)= (7)= ((4)/(2)]*10 [(5)/(2)]*10	(7)= [(5)/(2)]*10		-	2 (3)	(3)=[(2)/(1)]* -4	τύ	0.5	(4)/(2)]*100 [((7)= [(5)/(2)]*100
Promoter and Promoter Group	19,983,742					,	,	Promoter and Promoter Group	19,983,742	19,983,742	100.00	19,983,742		100.00		Promoter and Promoter Group	19,983,742 19,983,742	19,983,742	100.00	19,983,742	r		
Public – Institutional	2,352,447	,			*			Public – Institutional holders	2,352,447	0				,		Public – Institutional holders	2,352,447						
Public-Others	12,403,138	13,591	0.11	13,359	232	86	2	Public-Others	12,403,138	15,622	0.13	15,224	398	97.45	2.55	Public-Others	12,403,138	29,213	4	28,583	630	97.84	2.16
Total	TTG 050 VG	L	0.04		222	98	2	Total	34,739,327	19,999,364	57.57	19,998,966	398	100.00	00.00	Total	34,739,327 20,012,955	20,012,955	57.61	20,012,325	530	100.00	0.0

tal tal	34,739,327	13,591	10.04	13,525	757	20		1001 7	130,000,000	25,725,347 42,322,307		2012020200	
m No. 5:	m No. 5: Appointment of Mr. P. Ramababu as Director of the Company	of Mr. P. Ram	ababu as Di	rector of th	he Compan								
offine								Poll					
moter/Publ	omoter/Publi No. of shares No. of votes 9% of Votes No. of Publied on Votes - Publied On	No. of votes polled	% of Votes No. of Polled on Votes - outstanding favour	No, of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	Promoder/Public No. of shares No. of votes 1% of Votes No. of Votes - No. of Votes Polled on In favour - against polled oudstanding oudstanding outstanding	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Vo - against
	1.	7	(3)=[(2)/(1 -4	4	ιģ	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*10		7	-5	(3)=[(2)/(1)]*100	4	ıņ
omoter and	19,983,742			× ·	•		٠	Promoter and Promoter Group	19,983,742	19,983,742	100.00		0
blic – stitutional	2,352,447		•				,	Public – Institutional holders	2,352,447	0			
blic-Others	12,403,138	13,497	0.11	13,234	263	98	2	Public-Others	12,403,138	15,642		15,414	
			0.04	420.01	363	90	0	Total	24 739 277	24 720 277 10 000 2RA	57.57	10.000.156	2

-	Promoter/		Promoter Promoter Group	Public – Institution holders	Public-Oth	Total
The second named in column 2 is not a local division of the local division in column 2 is not a local division of the local division in column 2 is not a local division of the	% of Votes against on votes polled	(7)= [(5)/(2)]*10 0	6		1.46	0.00
	and the	(6)= [(4)/(2)]*10	100.00	х.	98.54	100.00
	No. of Votes - against.	ıņ	0	0	228	328
	No. of Votes - No. of Votes % of Votes in favour or votes polled		19,983,742 0	0	15,414	19,999,156
	% of Votes Polled on outstanding	(3)=[(2)/(1 +	100.00		0.13	57.57
	No. of votes polled	-5	19,983,742	0	15,642	19,999,384
	No. of shares held	7	19,983,742	2,352,447	12,403,138	34,739,327
LAN	Promoter/Public No. of shares No. of votes % of Votes held polled on polled on outstanding outstanding chams.		Promoter and Promoter Group	Public – Institutional holders	Public-Others	Total
	% of Votes against on votes polled	(7)= [(5)/(2)]*10			2	2
	% of Votes in favour on votes polled	(6)= [(4)/(2)]*100			98	86
	. · ts				263	263

No. of shares No. of votes held polled

Item No. 6: Appointment of Mr. P. Ramababu as Vice Chairman and Managing Director

Promoter and Promoter Group

Promoter and Promoter and Promoter Group Public — Institutional Institutional Public-Others Total

(6)= [(4)/(2)]*100

B % of votes No. of No. of Polled on Votes - In votes - In votes - Outstanding fevour Spainst (3)=(2)/(1 -4 -5

No. of votes polled

(6)= [(4)/(2)]*100 [(5)/(2)]*100

19,983,742

98.31

491

57.61 20.012,390

No. of Votes - No. of Votes 9% of Votes in 9% of Votes in 16 evolur - against new retes polled votes polled

				Consolidated							
of Votes -	No. of Votes - against	of Votes - No. of Votes % of Votes nour - against in favour on votes polled	% of Votes against on votes polled	Promoter/Publ No. of shares No. of votes k:	No. of shares held	No, of votes polled	% of Votes Polled on outstanding chame	No. of Votes - in favour	No. of Votes - against	No, of Votes - No, of Votes 96 of Votes in in favour - against favour on votes polied	% of Votes against on votes polled
	εŭ	(6)= [(4)/(2)]*10	5)= (7)= (4)/(2)]*10 [(5)/(2)]*10		Ţ.	-2	(3)=[(2)/(1)]* 4	4	è	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]=100
9,983,742	0	100.00		Promoter and Promoter	19,983,742	19,983,742 19,983,742	100,00	19,983,742			
	0			Public – Institutional holders	2,352,447	÷	6		100		
15,414	228	98.54	1.46	Public-Others	12,403,138	29,209	0.24	28,618	591	95'26	2.02
9,999,156				Total	34,739,327	20,012,951	57.61	20,012,360	591	100.00	
		-	-								



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Punting								Poll	16.00 may 1					- 1		Consolidated				
Promoter/Pubil No. of shares No. of votes c	Vo. of shares held		% of Votes No. of Polled on Votes - outstanding favour	⊆	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	Promoter/Pub	Promotez/Public No. of shares No. of votes (96 of Votes No. of Votes - No. of Votes 40 of Votes Votes (10 of Votes No. of Votes Polided on Inferour or - against inferour or votes polided on votes polided on votes polided	No. of votes polled	% of Votes Polled on outstanding	No. of Votes - in favour	No. of Votes - against	% of Votes % of Votes in favour on against on votes polled votes polled	% of Votes against on votes polled	Promoter/Publ No. of shares No. of votes ic held polled	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No, of v in favou
	=	-5	1)/(2	4	rò.	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*10		7	-2	1)/(2	4	sů.	(6)= [(4)/(2)]*10	$(6)=$ $(7)=$ $(7)=$ $((4)/(2))^410$ $((5)/(2))^210$		-1	-2	(3)=[(2)/(1)]* -	
Promoter and Promoter Group	19,983,742							Promoter and Promoter Group	19,983,742 up	19,983,742	100.00	19,983,742	0	100.00		Promoter and Promoter Group	19,983,742	19,983,742 19,983,742	100.00	19,98
Public – Institutional	2,352,447							Public - Institutional	2,352,447	0			0	,		Public – Institutional holders	2,352,447			
Di Alle Cehace	17 403 138	L	0.11	13 350	233	86	2	Public-Others	12,403,138	15,622	0.13	15,224	398	97.45	2.55	Public-Others	12,403,138	29,213	0.24	
Total	34,739,327	13,591	90:0	13,359	232	98	2	Total	Н	19,999,354	57.57	19,998,966	398	100.00	00:00	Total	34,739,327 20,012,955	20,012,955	57.61	20,01
- International								Poll								Consolidated				
Promoter/Publi No. of shares No. of votes	No. of shares held	-	on	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	Promoter/Pub	Promober/Public No. of shares No. of votes (% of votes Mo. of votes) % of votes % of votes Polled on In Pavour - against In Provur or polled on In Pavour - against In Provur or publicationing	No. of votes polled	% of Votes Polled on outstanding	No. of Votes - in favour	No. of Votes - against		% of Votes against on votes polled	Promoter/Publ No. of shares No. of votes ic polled	No. of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of V in favou
	7	2	(3)=[(2)/(1	4	49	(6)= [(4)/(2)]*100	(7)* [(5)/(2)]*10		v	5	3/(1	4	ıψ	(6)* (7)= [(4)/(2)]*10 [(5)/(2)]*10	(7)= [(5)/(2)]*10		-1	-2	(3)=[(2)/(1)]* -4 100	4
Promoter and	19,983,742						,	Promoter and Promoter Group	19,983,742 up	19,983,742	100.00	19,983,742 0	0	100.00	c	Promoter and Promoter Group	19,983,742	19,983,742 19,983,742	100.00	19,98
Public – Institutional	2,352,447	,						Public – Institutional	2,352,447	0	,	0	0	x	¥:	Public – Institutional holders	2,352,447			
Public-Others	12.403.138	13.497	0.11	13,234	263	86	2	Public-Others	12,403,138	15,642	0.13	15,414	228	98,54	1.46	Public-Others	12,403,138	29,139	0.23	
Total	745 BET AE	L	0.04	13 234	263	98	2	Total	34,739,327	34,739,327 19,999,384	57.57	19,999,156	228	100.00	0.00	Total	34,739,327	34,739,327 20,012,881	57.61	20.03

FORM No.MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To, The Chairman Gokaldas Exports Limited, 70, Mission Road, Bengaluru – 560 027.

12th (Twelfth) Annual General Meeting of the Equity Shareholders of Gokaldas Exports Limited

Held on Friday, the 18th day of September, 2015 at 3.00 p.m., at Sri Shivarathreeshwara Centre, JSS Circle, 1st Main, 38th Cross, 8th Block, Jayanagar, Bengaluru - 560 070.

Dear Sir.

I Nagendra D. Rao, Practising Company Secretary, 543 / A, 7th Main, 3rd Cross, Hanumanthanagar, Bangalore – 560 019, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 12th (Twelfth) Annual General Meeting of the Equity Shareholders of Gokaldas Exports Limited, held on Friday, the 18th day of September, 2015 at 3.00 p.m., at Sri Shivarathreeshwara Centre, JSS Circle, 1st Main, 38th Cross, 8th Block, Jayanagar, Bengaluru – 560 070, hereby submit my report as under:

- After declaration of the Poll by the Chairman, ballot box kept for polling was locked in my presence with due identification mark placed on them.
- The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents (R&TA) (M/s Karvy Computer Share Private Limited) of the Company and the authorizations / proxies lodged with the Company.
- The Poll Papers which were incomplete and / or which were otherwise found defective have been treated as Invalid and kept separately.
- The result of the Poll is as under:
- I. Resolution No. 1:- To consider, approve and adopt the Audited Balance Sheet of the Company as at March 31, 2015, Statement of Profit and Loss Account for the year ended on the said date along with the Directors' Report and Auditor's Report thereon. Ordinary Resolution
- (i) Voted in favour of the Resolution:

Number of Members present and	Number of Votes Cast by	% of total number of valid votes cast
voting (in person or by proxy) 45	19,999,156	99.99



Number of Members present and	Number of Votes Cast by	% of total number of valid
voting (in person or by proxy)	them	votes cast
12	228	0.01

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
. 13	207

Remarks: The Ordinary Resolution No. 1 as mentioned above is passed by Requiste Majority.

II. Resolution No. 2:- To re-appoint Mr. Richard B Saldanha, Director who retires by rotation. – Ordinary Resolution

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
45	19,999,156	99.99

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
12	228	0.01

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
13	207

Remarks: The Ordinary Resolution No. 2 as mentioned above is passed by Reguiste Majority.

III. Resolution No. 3:- To re-appoint M/s S.R. Batliboi & Associates LLP & M/s. Girish Murthy & Kumar, Chartered Accountants, as the Joint Statutory Auditors of the Company - Ordinary Resolution

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
46	19,999,206	99.99

Number of Members present and	[] [] [] [] [] [] [] [] [] []	
voting (in person or by proxy)	them	votes cast
11	178	0.01

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
13	207

Remarks: The Ordinary Resolution No. 3 as mentioned above is passed by Requiste Majority.

IV. Resolution No. 4:- To appoint Mrs. Smita Aggarwal as an Independent Director - Ordinary Resolution

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
36	19,998,966	99,99

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)		% of total number of valid votes cast
20	398	0.01

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
13	207

Remarks: The Ordinary Resolution No. 4 as mentioned above is passed by Requiste Majority.

V. Resolution No. 5:- Appointment of Mr. P. Ramababu as Director of the Company - <u>Ordinary</u> <u>Resolution</u>.

(i) Voted in favour of the Resolution:

Number of Members present and		% of total number of valid
voting (in person or by proxy)	them	VOICS CAST
45	19,999,156	99.99

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
12	228	0.01



(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
13	207

Remarks: The Ordinary Resolution No. 5 as mentioned above is passed by Requiste Majority.

VI. Resolution No. 6:- Appointment of Mr. P. Ramababu as Vice-Chairman & Managing Director of the Company - Special Resolution.

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)		of total number of valid
45	19,999,156	99.99

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
12	228	0.01

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
13	207

Remarks: The Special Resolution [Item No. 6] as mentioned above is passed by Requiste Majority.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Dated: September 19, 2015

Place: Bengaluru

Yours faithfully,

Nagendra D. Rao Practising Company Secretary September 19, 2015

To, The Chairman Gokaldas Exports Limited, 70, Mission Road, Bengaluru - 560 027

Dear Sir,

Sub: Consolidated - Scrutinizer's Report conducted through e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014 and Poll in pursuant to Section 109 of the Companies Act, 2013.

l. Nagendra D. Rao, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Gokaldas Exports Limited vide resolution dated August 12, 2015, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing evoting process in a fair and transparent manner in respect of the below mentioned resolutions at the 12th Annual General Meeting of the Shareholders of the Company held on September 18, 2015 at 3.00 p.m. at Sri Shivarathreeshwara Centre, JSS Circle, 1st Main, 38th Cross, 8th Block, Jayanagar, Bangalore – 560 070.

I now submit my Consolidated Report on the evoting process and poll conducted at the 12th Annual General Meeting of the Shareholders of the Company in respect of the below mentioned resolutions.

I. Resolution No. 1:- To consider, approve and adopt the Audited Balance Sheet of the Company as at March 31, 2015, Statement of Profit and Loss Account for the year ended on the said date along with the Directors' Report and Auditor's Report thereon.

Type of Resolution - Ordinary Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	27	13,541	0.0677
Poll	45	19,999,156	99.9309
Total	72	20,012,697	99.9986



through electronic systems	Cast Against the Resolution	valid votes cast
5	56	0.0003
	228	0.0011
		0.0014
	Number of Members voting through electronic systems and by poll 5 12 17	and by pon

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
	NI	Nil
E-voting	13	207
Poll Total	13	207

Remarks: The Ordinary Resolution No.1 as mentioned above is passed by requiste Majority.

II. Resolution No. 2:- To re-appoint Mr. Richard B Saldanha, Director who retires by rotation.

Type of Resolution - Ordinary Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll		
Pos E	21	11,963	0.0598
E-voting	45	19,999,156	99.9309
Poll			99,9907
Total	66	20,011,119	99.9907

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E 4:	41	1.634	0.0082
E-voting	46	228	0.0011
Poll	12		0.0093
Total	23	1,862	0.0093

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
Evalina	Nil	Nil
E-voting	13	207
Poll	13	207 /3/
Total		151

Remarks: The Ordinary Resolution No.2 as mentioned above is passed by requisite majority.

III. Resolution No. 3:- To re-appoint M/s S.R. Batliboi & Associates LLP & M/s. Girish Murthy & Kumar, Chartered Accountants, as the Joint Statutory Auditors of the Company.

Type of Resolution - Ordinary Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	26	13,244	0.0662
Poll	46	19,999,206	99.9311
Total	72	20,012,450	99.9973

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	6	353	0.0018
Poll	11	178	0.0009
Total	17	531	0.0027

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	13	207
Total	13	207

Remarks: The Ordinary Resolution No. 3 as mentioned above is passed by requisite majority.

IV. Resolution No. 4:- To appoint Mrs. Smita Aggarwal as an Independent Director.

Type of Resolution - Ordinary Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	27	13,359	0.0668
Poll	36	19,998,966	99.9301
Total	63	20,012,325	99.9969

	Number of Members voting through electronic systems and by poll	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	3	232	0.0011
Poll	20	398	0.0020
Total	23	630	0.0020

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by
E-voting	Nil	Nil
Poll	13	207
Total	13	207

Remarks: The Ordinary Resolution No. 4 as mentioned above is passed by requisite majority.

V. Resolution No. 5:- Appointment or Mr. P. Ramababu as Director of the Company.

Type of Resolution - Ordinary Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	25	13,234	0.0661
Pall	45	19,999,156	99.9314
Total	70	20,012,390	99.9975

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	6	263	0.0013
Poll	12	228	0.0012
Total	18	491	0.0025

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	13	207
Total	13	207

Remarks: The Ordinary Resolution No. 5 as mentioned above is passed by requisite majority.

VI. Resolution No. 6:- Appointment of Mr. P. Ramababu as Vice Chairman & Managing Director of the Company.

Type of Resolution - Special Resolution

(i) Voted in favour of the Resolution:

through electronic systems	Number of Votes Cast in favour of the Resolution	
24	13,204	0.0660
45	19.999.156	99.9310
		99.9970
	Number of Members voting through electronic systems and by poll 24 45 69	through electronic systems and by poll 24 45 Cast in favour of the Resolution 13,204 19,999,156

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes' Cast Against the Resolution	% of total number of valid votes cast
E Alme	7	363	0.0018
E-voting	40	228	0.0012
Poll	16		0.0030
Total	19	591	V.000V

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	. Nil
Poll	13	207
Total .	13	207

Remarks: The Special Resolution No. 6 as mentioned above is passed by requisite majority.

The register, all other papers and relevant records relating to electronic voting and Poll shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

I further wish to inform that the Report of Scrutinizer pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014] with regards to the Poll is being submitted separately in Form No. MGT – 13.

Thanking You,

Yours Faithfully,

Nagendra D Rao

Practising Company Secretary

C.P. No.