

Date : 01.10.2016

To,
Dy. Manager (Dept. of Corporate Services)
BSE Limited
1st floor, Rotunda Building,
P.J. Tower, Dalal Street,
Fort, Mumbai – 400 001

Dear Sir / Madam,

Sub.: Disclosure of Voting Results of the 24th Annual General Meeting of Gujarat Containers Ltd. held on 30th September, 2016 as per the requirements of Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

With reference to above, we are submitting herewith the details of voting results of 24th Annual General Meeting of Gujarat Containers Ltd. held on 30th September, 2016 in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through poll at the AGM.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For Gujarat Containers Ltd.


Nitin Mistry
Company Secretary



Encl. a.a.

Date of the AGM	30th September, 2016
Total number of shareholders on record date	10254
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group :	5
Public :	40
No. of shareholders present in the meeting through Video conferencing (VC)	
Promoters and Promoter Group :	N.A.
Public :	N.A.

Resolution -1 : To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon.

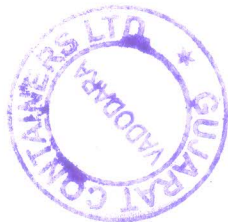
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes – against	% of Votes in favour on votes polled	% 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 Poll Total	2658030 2658030	2656330 0 2656330	99.94 0 99.94	2656330 0 2656330	0 0 0	100 0 100	* 0 0
Public Institutions	E-Voting Poll Total	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0
Public Non-Institutions	E-Voting Poll Total	2991970 2991970	17600 0 17600	0.59 0 0.59	16500 0 16500	1100 0 1100	0.94 0 93.75	0.06 0 6.25

Resolution -2 : Ratification of Appointment of Auditors

Resolution required		Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?		No	



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	2658030	2656330	99.94	2656330	0	100	0
	Poll		0	0	0	0	0	0
	Total	2658030	2656330	99.94	2656330	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	2991970	17600	0.59	15100	2500	0.86	0.14
	Poll		17600	0.59	15100	2500	0.86	0.14
	Total	2991970	17600	0.59	15100	2500	85.80	14.20



Resolution - 3 : To appoint Mr. Dinesh Kamdar (DIN: 01657591) as an Independent Director of the Company.

Resolution required		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?							No	
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
Promoter and Promoter Group	E-Voting Poll	(1) 2658030	(2) 2656330	(3)=[(2)/(1)]* 100 99.94	(4) 2656330	(5) 0	(6)=[(4)/(2)]*100 100	(7)=[(5)/(2)]*100 0
Total		2658030	2656330	99.94	2656330	0	100	0
Public Institutions	E-Voting Poll	0	0	0	0	0	0	0
Total		0	0	0	0	0	0	0
Public Non-Institutions	E-Voting Poll	2991970	17600	0.59	15600	2000	0.89	0.11
Total		2991970	17600	0.59	15600	2000	88.54	11.36

Resolution - 4 : To appoint Mr. Udaybhai Premjibhai Madhwani (DIN: 01842773) as an Independent Director of the Company.

Resolution required		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?							No	
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
Promoter and Promoter Group	E-Voting Poll	(1) 2658030	(2) 2656330	(3)=[(2)/(1)]* 100 99.94	(4) 2656330	(5) 0	(6)=[(4)/(2)]*100 100	(7)=[(5)/(2)]*100 0
Total		2658030	2656330	99.94	2656330	0	100	0
Public Institutions	E-Voting Poll	0	0	0	0	0	0	0
Total		0	0	0	0	0	0	0
Public Non-Institutions	E-Voting Poll	2991970	17600	0.59	14600	3000	0.83	0.17
Total		2991970	17600	0.59	14600	3000	82.95	17.05



Resolution -5 : To appoint Mr. Divyakant Ramniklal Zaveri (DIN: 01382184) as an Independent Director of the Company.

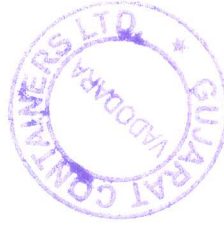
Resolution required		Special						
Category	Mode of Voting	No. of shares held	No. of votes polled	Whether promoter/ promoter group are interested in the agenda/resolution?			Yes	
				% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting Poll Total	(1) 2658030 2658030	(2) 2656330 2656330	(3)=[(2)/(1)]* 100 99.94 0 99.94	(4) 2656330 2656330	(5) 0 0 0	(6)=[(4)/(2)]*100 100 0 100	(7)=[(5)/(2)]*100 0 0 0
Public Institutions	E-Voting Poll Total	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0
Public Non-institutions	E-Voting Poll Total	2991970 0 2991970	17600 0 17600	0.59 0 0.59	15800 0 15800	1800 0 1800	0.90 0 89.77	0.10 0 10.23



Resolution -6 : To re-appoint Mr. Pravin Hirajal Shah (DIN: 01881862) as a Whole Time Director and payment of remuneration.

Resolution required		Ordinary						
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	2658030	*2656330	99.94	2606430	0	98.12	0
	Poll		0	0	0	0	0	0
	Total	2658030	2656330	99.94	2606430	0	98.12	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	2991970	17600	0.59	15900	1700	0.90	0.10
	Poll							
	Total	2991970	17600	0.59	15900	1700	90.34	9.66

* Voting by interested person holding 49,900 shares have been considered in valid.



For Gujarat Containers Ltd.

[Signature]
Company Secretary



Mobile No. : 093762 12649
Phone No. : (0265) 2394038
E-Mail : jayesh.jayconsultancy@gmail.com
E-Mail : cs.jayeshvyas@hotmail.com

Jayesh Vyas & Associates
Practising Company Secretaries
Office : 1, "Premal Jyot", Sarabhai Colony, Gotri Road, Baroda - 390 021

Report of Scrutinizer

To,
The Chairman,
Gujarat Containers Limited.
Village Tundav, Tal. Savli.
Dist. Vadodara-391410

24th Annual General Meeting ("AGM") of the Equity Shareholders of Gujarat Containers Limited held on Friday, the 30th September, 2016 at 11.00 a.m. at their Registered office at Plot No.488/489, Savli Highway, Village: Tundav, Taluka: Savli, Dist. Vadodara (Gujarat).

Dear Sir,

Reg : Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of (Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015) and voting by Ballot Paper at the Annual General Meeting of Gujarat Containers Limited held on Friday, the 30th September, 2016 at 11.00 a.m.

I, Jayesh Vyas, Proprietor of Jayesh Vyas & Associates, Practising Company Secretaries of Vadodara, had been appointed by the Board of Directors of Gujarat Containers Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to conduct e-voting process in respect of the below mentioned resolutions passed at 24th Annual General Meeting (AGM) of Gujarat Containers Limited held on 30th September, 2016, at 11.00 a.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on 30th September, 2016.

The Notice dated 13th August, 2016 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the Shareholders present at the AGM and who had not cast their vote earlier through e-voting facility. The Shareholders of the Company holding shares as on the "cut-off" date 24th September, 2016 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The e-voting period for e-voting commenced on Tuesday, 27th September, 2016 at 9.00 a.m. (IST) and end on Thursday, 29th September, 2016 at 5.00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.





: 2 :

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was digitally scrutinized.

The votes cast under e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast thereunder were counted.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded Central Depository Services (India) Limited (CDSL) e-voting system and voting through Ballot papers at the AGM.

I now submit my consolidated Report as under on the Results of the e-voting and voting through ballot papers at the AGM in respect of the said Resolutions.

Resolution No. 1 – Ordinary Resolution

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in **favour** of the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
56	26,72,830	99.96

(ii) Voted **against** the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
2	1,100	0.04

(iii) **Invalid** Votes:

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None





Resolution No. 2 – Ordinary Resolution

Ratification of Appointment of Auditors

(i) Voted in **favour** of the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
50	26,71,430	99.91

(ii) Voted **against** the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
8	2,500	0.09

(iii) **Invalid** Votes:

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Resolution No. 3 – Special Resolution

To appoint Mr. Dinesh Kamdar (DIN: 01657591) as an Independent Director of the Company.

(i) Voted in **favour** of the resolution:

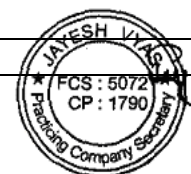
Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
49	26,71,930	99.93

(ii) Voted **against** the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
9	2,000	0.07

(iii) **Invalid** Votes:

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None





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Resolution No. 4 – Special Resolution

To appoint Mr. Udaybhai Premjibhai Madhwani (DIN: 01842773) as an Independent Director of the Company.

(i) Voted in **favour** of the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
46	26,70,930	99.89

(ii) Voted **against** the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
12	3,000	0.11

(iii) **Invalid** Votes:

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Resolution No. 5 – Special Resolution

To appoint Mr. Divyakant Ramniklal Zaveri (DIN: 01382184) as an Independent Director of the Company.

(i) Voted in **favour** of the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
47	26,72,130	99.93

(ii) Voted **against** the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
11	1,800	0.07

(iii) **Invalid** Votes:

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None





:5:

Resolution No. 6 – Ordinary Resolution

To re-appoint Mr. Pravin Hiralal Shah (DIN: 01881862) as a Whole Time Director and payment of remuneration.

(i) Voted in **favour** of the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
48	26,22,330	99.94

(ii) Voted **against** the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
6	1,700	0.06

ii) **Invalid** Votes:

Numbers of members whose votes were declared invalid	Number of votes cast by them
*4	49,900

* Voting by interested person holding 49,900 shares have been considered in valid.

Remarks :

All the resolutions proposed vide Notice of 24th Annual General Meeting of the Company, were passed with requisite majority.

Thanking you,

For Jayesh Vyas & Associates
Practising Company Secretaries

Jayesh Vyas
Proprietor
FCS-5072 : CP-1790



Place : Vadodara
Date : 01-10-2016