

**September 16, 2016**

**To,**  
Dept. of Corporate Services,  
**Bombay Stock Exchange Ltd.**  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Tower,  
Dalal Street, Fort,  
Mumbai – 400 001

**To,**  
Listing Department,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E) Mumbai - 400 051

**Scrip Code: 539725**

**Symbol: GOKULAGRO**

Dear Sir/ Madam,

**Sub: Submission of Voting Results of 2<sup>nd</sup> Annual General Meeting of the Company Pursuant to Regulation 44 (3) of SEBI (LODR), Regulations, 2015:**

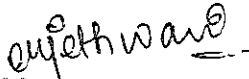
Pursuant to Regulation 44(3) of the SEBI (LODR), Regulations, 2015, we hereby submit the Scrutinizer's Report and details regarding Voting Results of e-voting and inclusive of Poll conducted at 2<sup>nd</sup> Annual General Meeting of the Company held on September 16, 2016 at 10.00 AM at HOTEL EULOGIA INN, behind Silver Gardenia Apartment, Opp. Safal Vivan Bungalow, Nr. Gota Bridge, S. G. Highway Ahmedabad- 382481.

Kindly take the above information on your record.

Thanking you,

Yours truly,

**For, Gokul Agro Resources Ltd.**

  
**Chinaz Jethwani**

**Company Secretary & Compliance Officer**





**Details of voting results of 2<sup>nd</sup> Annual General Meeting of Gokul Agro Resources Limited**  
**(Pursuant to Clause 44(3) of the SEBI (LODR) Regulations, 2015)**

**Date of AGM:** Friday, September 16, 2016

**Time** : 10:00 AM

**Place** : HOTEL EULOGIA INN, behind Silver Gardenia Apartment, Opp. Safal Vivan Bungalow, Nr. Gota Bridge, S. G. Highway Ahmedabad- 382481

Sr. No.	Description	Particulars
1	Date of AGM	September 16, 2016
2	Book Closure Date	September 9, 2016 to September 15, 2016 (both days inclusive)
3	Total no. of shareholders on Record date [Book closure from September 9, 2016 to September 15, 2016 (both days inclusive) for AGM]	4327
4	No. of shareholders present in the meeting either in person or through proxy	
	Promoter and Promoter Group:	4
	Public:	37
	<b>Total</b>	<b>41</b>
5	No. of shareholders attended in the meeting through Video Conferencing	NIL
	Promoters and Promoter Group:	NIL
	Public:	NIL
	<b>Total</b>	<b>NIL</b>
6	(Agenda wise) Details of Agenda	Given below
	Resolution required	Ordinary and Special
	Mode of Voting	E-voting, Physical Ballot



Reg. Off. : B-402, Shapath Hexa, Nr. Ganesh Meridian, Opp. Gujarat High Court, Sola Ahmedabad - 380 060. Gujarat (India)  
079 67123500, 67123501, Fax: 079 67123502 CIN:U15142GJ2014PLC080010  
Plant : Survey No. 76/1, 80, 89, 91, Near Sharma Resort, Galpadar Road, Meghpar – Borichi, Tal. – Anjar 370110,  
Dist – Kutchh, Gujarat (India).  
02836 – 295260, 9879112574  
garl@gokulagro.com www.gokulagro.com

## Gokul Agro Resources Limited

Date of the AGM/EGM	16th September, 2016
Total number of shareholders on record date	4327
No. of shareholders present in the meeting either in person or through proxy:	41
Promoters and Promoter Group:	4
Public:	37
No. of Shareholders attended the meeting through Video Conferencing	N.A.
Promoters and Promoter Group:	0
Public	0

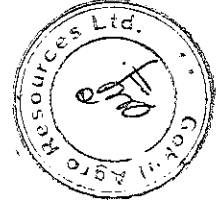
**1 - Adoption of Balance Sheet, Statement of Profit and Loss for the year ended on 31st March, 2016 and the Report of Directors and Auditors thereon**

Resolution Required : (Ordinary)	Whether promoter/ promoter group are interested in the agenda/resolution?									
	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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	
Promoter and Promoter Group	E-Voting			0	0.0000	0	0	0.0000	0.0000	
	Poll			54322553	56.7960	54322553	0	100.0000	0.0000	
	Postal Ballot		95645106	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>			<b>54322553</b>	<b>56.7960</b>	<b>54322553</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public Institutions	E-Voting			0	0.0000	0	0	0.0000	0.0000	
	Poll			0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		1000000	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>			<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Non Institutions	E-Voting			3867951	10.9729	3867841	110	99.9972	0.0028	
	Poll			369	0.0010	369	0	100.0000	0.0000	
	Postal Ballot		35249894	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>			<b>3868320</b>	<b>10.9739</b>	<b>3868210</b>	<b>110</b>	<b>99.9972</b>	<b>0.0028</b>	
<b>Total</b>			<b>131895000</b>	<b>58190873</b>	<b>67.7699</b>	<b>58190763</b>	<b>110</b>	<b>99.9998</b>	<b>0.0002</b>	



## Gokul Agro Resources Limited

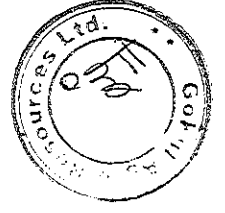
Resolution Required : (Ordinary)									
2 - Re-appointment of Mr. Kanubhai Thakkar, as a Director									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [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 and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		7875000	8.2336	7875000	0	100.0000	0.0000	
	Postal Ballot	95645106	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>7875000</b>	<b>8.2336</b>	<b>7875000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	1000000	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Non Institutions	E-Voting		3867951	10.9729	3867841	110	99.9972	0.0028	
	Poll		369	0.0010	369	0	100.0000	0.0000	
	Postal Ballot	35249894	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>3868320</b>	<b>10.9739</b>	<b>3868210</b>	<b>110</b>	<b>99.9972</b>	<b>0.0028</b>	
<b>Total</b>		<b>131895000</b>	<b>11743320</b>	<b>8.9035</b>	<b>11743210</b>	<b>110</b>	<b>99.9991</b>	<b>0.0009</b>	



## Gokul Agro Resources Limited

### 3 - Ratification for Appointment of Statutory Auditor

Resolution Required : (Ordinary)		3 - Ratification for Appointment of Statutory Auditor						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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 and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll	95645106	54322553	56.7960	54322553	0	100.0000	0.0000
	Postal Ballot							
	<b>Total</b>		<b>54322553</b>	<b>56.7960</b>	<b>54322553</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll	1000000	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot							
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	3867951	3867951	10.9729	3867841	110	99.9972	0.0028
	Poll	35249894	369	0.0010	369	0	100.0000	0.0000
	Postal Ballot							
	<b>Total</b>		<b>3868320</b>	<b>10.9739</b>	<b>3868210</b>	<b>110</b>	<b>99.9972</b>	<b>0.0028</b>
<b>Total</b>		<b>131895000</b>	<b>58190873</b>	<b>67.7699</b>	<b>58190763</b>	<b>110</b>	<b>99.9998</b>	<b>0.0002</b>



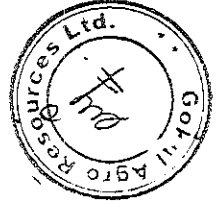
## Gokul Agro Resources Limited

4 - Appointment of Mr. Jayesh Thakkar as a Jt. Managing Director

Resolution Required : (Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

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 and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		7875000	8.2336	7875000	0	100.0000	0.0000
	Postal Ballot	95645106	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7875000</b>	<b>8.2336</b>	<b>7875000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	1000000	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		3867951	10.9729	3867716	235	99.9939	0.0061
	Poll		369	0.0010	369	0	100.0000	0.0000
	Postal Ballot	35249894	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3868320</b>	<b>10.9739</b>	<b>3868085</b>	<b>235</b>	<b>99.9939</b>	<b>0.0061</b>
<b>Total</b>		<b>131895000</b>	<b>11743320</b>	<b>8.9035</b>	<b>11743085</b>	<b>235</b>	<b>99.9980</b>	<b>0.0020</b>



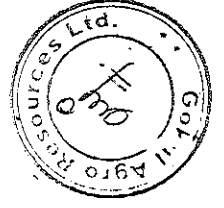
## Gokul Agro Resources Limited

5 - Appointment of Mr. Ashutosh Bhambhani as a Whole-time Director

Resolution Required : (Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

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 and Promoter Group	E-Voting	95645106	0	0.0000	0	0	0.0000	0.0000
	Poll		54322553	56.7960	54322553	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>54322553</b>	<b>56.7960</b>	<b>54322553</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1000000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	35249894	3867951	10.9729	3867841	110	99.9972	0.0028
	Poll		369	0.0010	369	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3868320</b>	<b>10.9739</b>	<b>3868210</b>	<b>110</b>	<b>99.9972</b>	<b>0.0028</b>
<b>Total</b>		<b>131895000</b>	<b>58190873</b>	<b>67.7699</b>	<b>58190763</b>	<b>110</b>	<b>99.9998</b>	<b>0.0002</b>



## Gokul Agro Resources Limited

6 - Appointment of Mr. Keyoor Bakshi as an Independent Director

Resolution Required : (Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	95645106	0	0.0000	0	0	0.0000	0.0000
	Poll		54322553	56.7960	54322553	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>54322553</b>	<b>56.7960</b>	<b>54322553</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1000000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	35249894	3867951	10.9729	3867841	110	99.9972	0.0028
	Poll		369	0.0010	369	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3868320</b>	<b>10.9739</b>	<b>3868210</b>	<b>110</b>	<b>99.9972</b>	<b>0.0028</b>
<b>Total</b>		<b>131895000</b>	<b>58190873</b>	<b>67.7699</b>	<b>58190763</b>	<b>110</b>	<b>99.9998</b>	<b>0.0002</b>





## Gokul Agro Resources Limited

7 - Appointment of Mr. Mangharam Kotak as an Independent Director

Resolution Required : (Special)

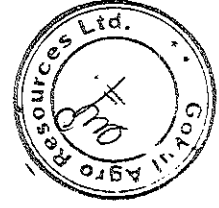
Whether promoter/ promoter group are interested in the agenda/resolution?

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		0	0.0000	0	0	0.0000	0.0000
	Poll		54322553	56.7960	54322553	0	100.0000	0.0000
	Postal Ballot	95645106	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>54322553</b>	<b>56.7960</b>	<b>54322553</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	1000000	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		3867951	10.9729	3867841	110	99.9972	0.0028
	Poll		369	0.0010	369	0	100.0000	0.0000
	Postal Ballot	35249894	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3868320</b>	<b>10.9739</b>	<b>3868210</b>	<b>110</b>	<b>99.9972</b>	<b>0.0028</b>
<b>Total</b>		<b>131895000</b>	<b>58190873</b>	<b>67.7699</b>	<b>58190763</b>	<b>110</b>	<b>99.9998</b>	<b>0.0002</b>



## Gokul Agro Resources Limited

Resolution Required : (Special)		8 - Appointment of Ms. Pooja Yadav as an Independent Director						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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 and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		34463765	36.0330	34463765	0	100.0000	0.0000
	Postal Ballot	95645106						
	<b>Total</b>			<b>34463765</b>	<b>36.0330</b>	<b>34463765</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	1000000						
	<b>Total</b>			<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		3867951	10.9729	3867716	235	99.9939	0.0061
	Poll		369	0.0010	369	0	100.0000	0.0000
	Postal Ballot	35249894						
	<b>Total</b>			<b>3868320</b>	<b>10.9739</b>	<b>3868085</b>	<b>235</b>	<b>99.9939</b>
<b>Total</b>		<b>131895000</b>	<b>38332085</b>	<b>29.0626</b>	<b>38331850</b>	<b>235</b>	<b>99.9994</b>	<b>0.0006</b>



## Gokul Agro Resources Limited

9 - Ratification of Appointment and Remuneration of Cost Auditor									
Resolution Required : (Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
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 and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		34463765	36.0330	34463765	0	100.0000	0.0000	
	Postal Ballot	95645106	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>34463765</b>	<b>36.0330</b>	<b>34463765</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	1000000	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Non Institutions	E-Voting		3867951	10.9729	3867841	110	99.9972	0.0028	
	Poll		369	0.0010	369	0	100.0000	0.0000	
	Postal Ballot	35249894	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>3868320</b>	<b>10.9739</b>	<b>3868210</b>	<b>110</b>	<b>99.9972</b>	<b>0.0028</b>	
<b>Total</b>		<b>131895000</b>	<b>38332085</b>	<b>29.0626</b>	<b>38331975</b>	<b>110</b>	<b>99.9997</b>	<b>0.0003</b>	





## CHIRAG SHAH & ASSOCIATES

Company Secretaries

808, Shiromani Complex, Opp. Ocean Park,

S.M. Road, Satellite, Ahmedabad - 380 015.

Ph.: 079- 40020304 / 40020305

E-mail : chi118\_min@yahoo.com

### Form No. MGT-13 Report of Scrutinizer

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

To,  
The Chairman,  
**Gokul Agro Resources Ltd**

The 2<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Gokul Agro Resources Ltd (the Company) held on Friday, 16<sup>th</sup> day of September, 2016 at 10.00 a.m. HOTEL EULOGIA INN, behind Silver Gardenia Apartment, Opp. Safal Vivan Bungalow, Nr. Gota Bridge, S. G. Highway, Ahmedabad- 382481.

Dear Sir,

I, **Chirag Shah, Practicing Company Secretary**, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 2<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Gokul Agro Resources Ltd (the Company) held on Friday, 16<sup>th</sup> day of September, 2016 at 10.00 a.m. HOTEL EULOGIA INN, behind Silver Gardenia Apartment, Opp. Safal Vivan Bungalow, Nr. Gota Bridge, S. G. Highway, Ahmedabad- 382481, submit my report as under:

1. After the time fixed for closing of poll by the Chairman, one ballot boxes kept for polling were locked in my presence with due identification marks placed by me
2. 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/Register and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:

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**Item No. 1 - Ordinary Resolution**

To receive, consider and adopt Audited Balance Sheet as at March 31, 2016, the Statement of Profit and Loss for the year ended on that date and Reports of the Board of Directors and the Auditors thereon:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
15	54322922	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	14

**Item No. 2 - Ordinary Resolution**

To appoint a Director in place of Mr. Kanubhai Thakkar (DIN 00315616), who retires by rotation and being eligible offers himself for re-appointment:

(i) Voted in favour of resolution:

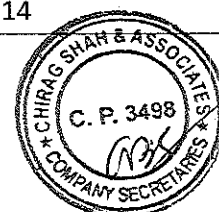
Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
12	7875369	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	14



**Item No. 3 - Ordinary Resolution****Ratification for Appointment of M/s Surana Maloo & Co., Chartered Accountants, as Statutory Auditors of the Company for the Financial Year 2016-17:**

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
15	54322922	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	14

**Item No. 4 - Special Resolution****Appointment of Mr. Jayesh Thakkar (DIN 03050068) as a Jt. Managing Director :**

(i) Voted in favour of resolution:

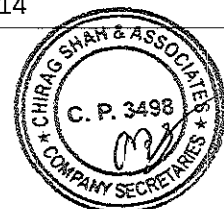
Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
12	7875369	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	14



**Item No. 5 - Ordinary Resolution****Appointment of Mr. Ashutosh Bhambhani (DIN 07163125) as Whole-time Director.**

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
15	54322922	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	14

**Item No. 6 - Ordinary Resolution****Appointment of Mr. Keyoor Bakshi (DIN 00133588) as an Independent Director:**

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
15	54322922	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	14



**Item No. 7- Ordinary Resolution****Appointment of Mr. Mangharam Kotak (DIN 07529998) as an Independent Director:**

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
15	54322922	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	14

**Item No. 8- Ordinary Resolution****Appointment of Ms. Pooja Yadav (DIN 07511176) as an Independent Director:**

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
15	54322922	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	14





**Item No. 9- Ordinary Resolution**

**Ratification of Appointment and Remuneration of M/s Priyank Patel & Associates, Cost Accountants as the Cost Auditors of the Company for the Financial Year 2016-17:**

(ii) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
15	54322922	100

(ii) Voted against the resolution:


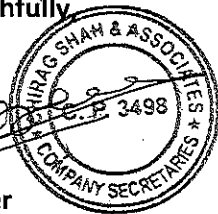
Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	14

5. A list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorize by the Board for safe keeping.

Thanking you,  
Yours faithfully

Scrutinizer  
Name: Chirag Shah  
Practicing Company Secretary  
FCS: 5545 ; CP: 3498

Place: Ahmedabad  
Date: 16.09.2016



# CHIRAG SHAH & ASSOCIATES

Company Secretaries

808, Shiromani Complex, Opp. Ocean Park,  
S.M. Road, Satellite, Ahmedabad - 380 015.

Ph.: 079- 40020304 / 40020305

E-mail : chi118\_min@yahoo.com

## Scrutinizers' Report

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies  
(Management and Administration) Rules, 2014]

The Chairman  
2<sup>nd</sup> Annual General Meeting of the Equity Shareholders of  
**Gokul Agro Resources Ltd.**  
held on 16<sup>th</sup> day of September, 2016 at 10.00 a.m.  
at HOTEL EULOGIA INN, behind Silver Gardenia Apartment,  
Opp. Safal Vivan Bungalow, Nr. Gota Bridge,  
S. G. Highway,  
Ahmedabad- 382481

Dear Sir,

I, Chirag B. Shah, Proprietor of M/s. Chirag Shah & Associates, Company Secretaries, having office at 808, Shiromani Complex, Opp. Ocean Park, S.M. Road, Satellite, Ahmedabad-380015 have been appointed as Scrutinizer of Gokul Agro Resources Ltd ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 2<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Gokul Agro Resources Ltd, held on 16<sup>th</sup> day of September, 2016 at 10.00 a.m. at HOTEL EULOGIA INN, behind Silver Gardenia Apartment, Opp. Safal Vivan Bungalow, Nr. Gota Bridge, S. G. Highway, Ahmedabad- 382481" I submit my report as under:

1. The e-voting period remained open from Tuesday, 13<sup>th</sup> September, 2016 at 9.00 a.m. to Thursday, 15<sup>th</sup> September, 2016 at 5.00 p.m.
2. The shareholders holding shares as on the "cut off" date i.e. 8<sup>th</sup> September, 2016 were entitled to vote on the proposed resolutions (Items No. 1 to 9 as set out in the Notice of the 2<sup>nd</sup> Annual General Meeting of Gokul Agro Resources Ltd).
3. The votes were unblocked on 16<sup>th</sup> September, 2016 around 1:00 noon in the presence of two witnesses Mr. Raimeen Maradiya and Ms. Niyati Parikh who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Mr. Raimeen Maradiya

Name: Ms. Niyati Parikh



4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (<http://evotingindia.co.in>).
5. The results of the e-voting are as under:

**a) Resolution No. 1:**

**To receive, consider and adopt Audited Balance Sheet as at March 31, 2016, the Statement of Profit and Loss for the year ended on that date and Reports of the Board of Directors and the Auditors thereon:**

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

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
140	3867841	99.9972

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
2	110	0.0028

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0

**b) Resolution No. 2:**

**To appoint a Director in place of Mr. Kanubhai Thakkar (DIN 00315616), who retires by rotation and being eligible offers himself for re-appointment:**

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

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
140	3867841	99.9972

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
2	110	0.0028

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0



c) **Resolution No. 3:**

**Ratification for Appointment of M/s Surana Maloo & Co., Chartered Accountants, as Statutory Auditors of the Company for the Financial Year 2016-17:**

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

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
140	3867841	99.9972

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
2	110	0.0028

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0

d) **Resolution No .4:**

**Appointment of Mr. Jayesh Thakkar (DIN 03050068) as a Jt. Managing Director**

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

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
139	3867716	99.9939

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
3	235	0.0061

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0



e) **Resolution No. 5:**

**Appointment of Mr. Ashutosh Bhambhani (DIN 07163125) as Whole-time Director.**

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

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
140	3867841	99.9972

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
2	110	0.0028

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0

f) **Resolution No. 6:**

**Appointment of Mr. Keyoor Bakshi (DIN 00133588) as an Independent Director:**

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

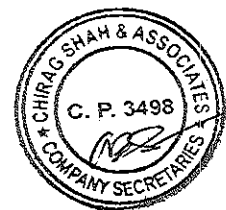
Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
140	3867841	99.9972

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
2	110	0.0028

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0



g) Resolution No. 7:

**Appointment of Mr. Mangharam Kotak (DIN 07529998) as an Independent Director.**

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

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
140	3867841	99.9972

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
2	110	0.0028

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0

h) Resolution No. 8:

**Appointment of Ms. Pooja Yadav (DIN 07511176) as an Independent Director.**

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

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
139	3867716	99.9939

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
3	235	0.0061

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0



i) **Resolution No. 9:**

**Ratification of Appointment and Remuneration of M/s Priyank Patel & Associates, Cost Accountants as the Cost Auditors of the Company for the Financial Year 2016-17.**

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

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
140	3867841	99.9972

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
2	110	0.0028



iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0

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

Thanking you,

Yours faithfully,

**Chirag Shah**

Proprietor

Chirag Shah and Associates

Company Secretaries

COP: 3498

Membership: FCS 5545

Place: Ahmedabad

Date: 16.09.2016