

Goa Carbon Limited



Registered & Corporate Office:

Dempo House, Campal, Panjim - Goa - 403 001., INDIA.
Tel.: +91 (0832) 2441300 Fax: +91 (0832) 2427192
E-mail: goacarbon@gmail.com Website: www.goacarbon.com
Corporate Identity Number - L23109GA1967PLC000076



Company Scrip Code: 509567

Company Symbol: GOACARBON

ISIN: INE426D01013

Ref. No.: 2018\VII\276

19th July 2018

The General Manager Department of Corporate Services BSE Ltd. , Thru' Listing Centre 25 th Floor, P. J. Towers, Dalal Street, <u>Mumbai 400001</u>	The Listing Department National Stock Exchange of India Ltd. , Thru' NEAPS Exchange Plaza, Bandra Kurla Complex, Bandra (East), <u>Mumbai 400051</u>
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Sub: **Consolidated Scrutinizer's Report & Compliance as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir(s),

We are enclosing herewith, the copy of the Consolidated Scrutinizer's Report dated 18th July 2018 issued by CS Sadashiv V. Shet, Practicing Company Secretary, in respect of Remote e-voting and voting at the 50th Annual General Meeting (50th AGM) of the Company held on 17th July 2018 through Ballot Paper.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results, in the prescribed format in respect of the resolutions for Item no. 1 to 5 as per the Notice dated 9th May 2018 of the 50th AGM of the Company.

Please note that all the resolutions mentioned in the aforesaid Notice have been passed by the shareholders with requisite majority.

You are requested to kindly take the above on record and oblige.

Thanking you,

Yours faithfully,
For **Goa Carbon Limited**


Pravin Satardekar
Company Secretary
ACS 24380

Encl.: as above



Plants

GOA : Tel. 0832-2860363 to 68, 2860336, 2861052
Fax 2860364 E-mail: head_works@goacarbon.com

PARADEEP : Tel. 07894462761, 09238110372
E-mail: pcvpster@gmail.com

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The Details of Voting Results of the 50th Annual General Meeting

Date of the AGM: **17th July 2018**

Total number of shareholders as on record date: **29,582**

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group : **3**

Public : **40**

No. of shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group : **Not Applicable**

Public : **Not Applicable**

Agenda-wise disclosure:

ITEM NO. 1:

Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31st March 2018.

Resolution required: (Ordinary/Special)					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	Remote e-voting	5464989	0	0.0000	0	0	0.0000	0.0000
	Poll*		5464989	100.0000	5464989	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5464989	5464989	100.0000	5464989	0	100.0000
Public - Institutions	Remote e-voting	4044	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		4044	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	3682019	1616	0.0439	1616	0	100.0000	0.0000
	Poll*		9980	0.2710	9980	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		3682019	11596	0.3149	11596	0	100.0000
Total		9151052	5476585	59.8465	5476585	0	100.0000	0.0000



ITEM NO. 2:

Declaration of dividend for the financial year 2017-2018.

Resolution required: (Ordinary/Special)					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	Remote e-voting	5464989	0	0.0000	0	0	0.0000	0.0000
	Poll*		5464989	100.0000	5464989	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5464989	5464989	100.0000	5464989	0	100.0000
Public - Institutions	Remote e-voting	4044	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		4044	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	3682019	1656	0.0450	1656	0	100.0000	0.0000
	Poll*		9980	0.2710	9980	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		3682019	11636	0.3160	11636	0	100.0000
Total		9151052	5476625	59.8469	5476625	0	100.0000	0.0000



ITEM NO. 3:

Re-appointment of Mr. Rajesh Dempo (DIN: 05143106) as Director, who retires by rotation.

Resolution required: (Ordinary/Special)					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	Remote e-voting	5464989	0	0.0000	0	0	0.0000	0.0000
	Poll*		5069050	92.7550	5069050	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5464989	5069050	92.7550	5069050	0	100.0000
Public - Institutions	Remote e-voting	4044	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		4044	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	3682019	1616	0.0439	1574	42	97.4010	2.5990
	Poll*		9980	0.2710	9980	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		3682019	11596	0.3149	11554	42	99.6378
Total		9151052	5080646	55.5198	5080604	42	99.9992	0.0008



ITEM NO. 4:

Increase in borrowing limits under Section 180(1)(c) of the Companies Act, 2013 from ₹ 100 Crores to ₹500 Crores.

Resolution required: (Ordinary/Special)					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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)*100
Promoter and Promoter Group	Remote e-voting	5464989	0	0.0000	0	0	0.0000	0.0000
	Poll*		5464989	100.0000	5464989	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5464989	5464989	100.0000	5464989	0	100.0000
Public - Institutions	Remote e-voting	4044	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		4044	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	3682019	1553	0.0422	1513	40	97.4243	2.5757
	Poll*		9980	0.2710	9980	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		3682019	11533	0.3132	11493	40	99.6532
Total		9151052	5476522	59.8458	5476482	40	99.9993	0.0007



ITEM NO. 5:

Creation of charge on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013.

Resolution required: (Ordinary/Special)					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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)*100
Promoter and Promoter Group	Remote e-voting	5464989	0	0.0000	0	0	0.0000	0.0000
	Poll*		5464989	100.0000	5464989	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		5464989	5464989	100.0000	5464989	0	100.0000
Public - Institutions	Remote e-voting	4044	0	0.0000	0	0	0.0000	0.0000
	Poll*		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		4044	0	0.0000	0	0	0.0000
Public - Non Institutions	Remote e-voting	3682019	1616	0.0439	1549	67	95.8540	4.1460
	Poll*		9980	0.2710	9980	0	100.0000	0.0000
	Postal Ballot (If applicable)		-	-	-	-	-	-
	Total		3682019	11596	0.3149	11529	67	99.4222
Total		9151052	5476585	59.8465	5476518	67	99.9988	0.0012

* Voting through Ballot Paper at the AGM Venue

For Goa Carbon Limited


Pravin Satardekar
 Company Secretary
 ACS 24380

Date: 19th July 2018

**Consolidated Scrutinizer's Report
on voting through ballot paper and through remote e-voting**

[Pursuant to 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]


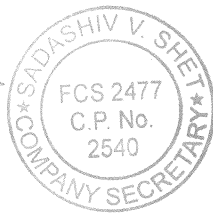
To,
The Chairperson for the Annual General Meeting of Equity Shareholders
Goa Carbon Limited
held on Tuesday, 17th July, 2018 at 10:30 a.m.
at Dempo House, Campal, Panaji-Goa 403 001

Dear Sir,

I, Sadashiv V. Shet, Practicing Company Secretary, had been appointed as a Scrutinizer for the purpose of scrutinizing the voting on the below mentioned resolutions through ballot paper at the 50th Annual General Meeting (50th AGM) of the Equity Shareholders of Goa Carbon Limited held on Tuesday, the 17th July, 2018 at Dempo House, Campal, Panaji-Goa 403001 and through remote e-voting during the period started from Saturday, 14th July 2018 (9.00 a.m. IST) and ended on Monday, 16th July 2018 (5.00 p.m. IST) in a fair and transparent manner and for ascertaining the requisite majority on voting through ballot paper and remote e-voting carried out as per the provisions of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

I hereby submit as under:

1. The remote e-voting period remained open from Saturday, 14th July 2018 (9.00 a.m. IST) and ended on Monday, 16th July 2018 (5.00 p.m. IST) and was disabled for voting thereafter.
2. The Shareholders holding shares as on the "cut-off" date i.e. 10th July 2018 were entitled to vote on the proposed resolutions contained in the notice of the 50th AGM.
3. One ballot box kept for the purpose of voting through ballot paper was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company / Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.
5. I did not find any ballot paper invalid.

6. After counting the votes cast by the shareholders present at the 50th AGM through ballot paper, the votes casted through remote e-voting were unblocked on 17th July, 2018 at around 1.30 p.m. in the presence of two witnesses, Ms. Sushma Bandeker and Ms. Rakhi Malkarnekar, who are not in employment of the Company.
7. The consolidated report on the result of the voting through ballot paper and remote e-voting are as under:

Item no. 1: Ordinary Resolution

Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31st March, 2018.

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

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	39	5474969	-
Remote e-voting	25	1616	-
Total	64	5476585	100.000

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

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	-
Remote e-voting	0	0	-
Total	0	0	0.000

(iii) Invalid votes:

Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
Total	0	0

Item no. 2: Ordinary Resolution

Declaration of dividend for the financial year 2017-2018.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	39	5474969	-
Remote e-voting	26	1656	-
Total	65	5476625	100.0000

(ii) Voted against the resolution:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	-
Remote e-voting	0	0	-
Total	0	0	0.0000

(iii) Invalid votes:


Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
Total	0	0

Item no. 3: Ordinary Resolution

Re-appointment of Mr. Rajesh Dempo (DIN: 05143106) as Director, who retires by rotation.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	38	5079030	-
Remote e-voting	25	1574	-
Total	63	5080604	99.9992


A circular stamp of the Company Secretary, Sadashiv V. Shetye, with registration number FCS 2477 and C.P. No. 2540.

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

Particulars of Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	-
Remote e-voting	2	42	-
Total	2	42	0.0008

(iii) **Invalid** votes:

Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
Total	0	0

Item no. 4: Special Resolution


Increase in borrowing limits u/s 180(1)(c) of the Companies Act, 2013 from Rs. 100 Crores to Rs. 500 Crores.

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

Particulars of Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	39	5474969	-
Remote e-voting	25	1513	-
Total	64	5476482	99.9993

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

Particulars of Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	-
Remote e-voting	1	40	-
Total	1	40	0.0007


FCS 2477
C.P. No.
2540
SADASHIV V. SHET
COMPANY SECRETARY

(iii) Invalid votes:

Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
Total	0	0

Item no. 5: Special Resolution

Creation of charge on the assets of the Company u/s 180(1)(a) of the Companies Act, 2013

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


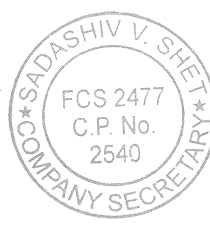
Particulars of Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	39	5474969	-
Remote e-voting	25	1549	-
Total	64	5476518	99.9988

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

Particulars of Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Ballot Paper	0	0	-
Remote e-voting	3	67	-
Total	3	67	0.0012

(iii) Invalid votes:

Particulars of Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Ballot Paper	0	0
Remote e-voting	0	0
Total	0	0

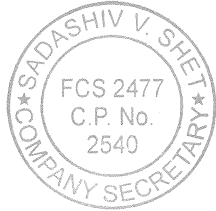


FCS 2477
C.P. No.
2540
COMPANY SECRETARY

The Register, all other papers and relevant records relating to remote e-voting and voting through ballot papers shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of the aforesaid 50th AGM and thereafter the same would be handed over to the Company Secretary for safe keeping.

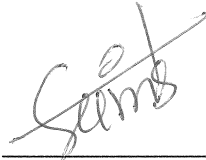
I report that all the Resolutions have been passed by the Shareholders by the requisite majority.

Thanking you,

Yours faithfully,



(Sadashiv V. Shet)
Practicing Company Secretary
Membership No. 2477
C. P. No. 2540

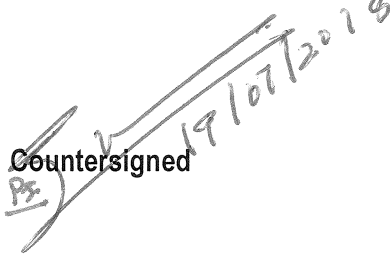


Witness 1: Sushma Bandekar



2: Rakhi Malkarnekar

Date: 18th July, 2018
Place: Panaji-Goa.


Countersigned