

gokaldas exports ltd

GEL/SEC/2018-19

19th September, 2018

BSE Limited
Floor 25, P.J Towers,
Dalal Street,
MUMBAI - 400 001

The National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex, Bandra (E),
MUMBAI-400 051

SCRIP CODE: 532630

GOKEX

Dear Sir,

Sub: Gist of the proceedings of the Annual General Meeting held on 18th September, 2018

We hereby enclose gist of proceedings of the 15th Annual General Meeting of the Company held on Tuesday, September 18, 2018 at 2.30 PM at NIMHANS Conventional Centre, Hosur Road, Bangalore - 560029

This is for your information and record.

Thanking you,

Yours truly,
for **GOKALDAS EXPORTS LIMITED**

Ramya K

Ramya K
Company Secretary
Encl: as below



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GIST OF THE PROCEEDINGS PASSED AT THE 15th ANNUAL GENERAL MEETING OF GOKALDAS EXPORTS LIMITED HELD ON SEPTEMBER 18, 2018, TUESDAY AT 02.30 PM. AT NIMHANS CONVENTIONAL HALL, HOSUR ROAD, BANGALORE – 560 029.

Members Present

167 members were present including proxy representing their members.

Following Directors/CFO/CS and Invitees were present:

Name	Designation
Mr. Richard B Saldanha	Chairman – Non-Executive Independent Director
Mr. Sivaramakrishnan Ganapathi	Managing Director
Mr. Palaniappan Chidambaram	Director
Ms. Anuradha Sharma	Non-Executive Independent Director
Mr. J H Mehta	Non-Executive Independent Director
Mr. Sandeep Karnani	Partner, S R Batliboi & Associates., LLP Chartered Accountants
Mr. Navin Agrawal	Partner, S R Batliboi & Associates., LLP Chartered Accountants
Mr. Nagendra D Rao	Practicing Company Secretary and Scrutinizer
Mr. Sathyamurthy A	Chief Financial Officer
Ms. Ramya K	Company Secretary & Compliance Officer

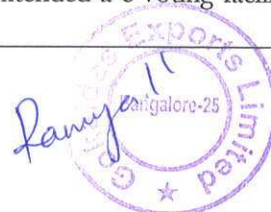
Mr. Deepak Rao – Appointee Auditor – Partner - M/s MSKA & Associates, Chartered Accountants (Registration number: 105147W)

Mr. Richard B Saldanha took the Chair

At 2.30 P.M., the Chairman welcomed the Members, Board of Directors and other invitees present at the Annual General Meeting. The Chairman then announced that the requisite quorum being present, the meeting is called to be in order.

The Chairman introduced the Directors seated on the dais to the members. He also informed that Mr. Arun K Thiagarajan - Independent Director and Mr. Mathew Cyriac - Director of the Company could not be present for the meeting due to other exigencies. The Chairman informed the members that there were few typographical errors in the Notice of the Annual General Meeting and Chairman read out the corrections and requested the members to note the same. Then the Chairman requested the members that the Notice convening the 15th Annual General Meeting along with the explanatory statement may be taken as read and members agreed for the same. The Chairman then requested Mr. Sivaramakrishnan Ganapathi – Managing Director to brief about the Company performance. Then the Chairman requested, the Company Secretary to read the Auditors Report for the year ended March 31, 2018. The Company Secretary then read the Auditors Report. It was further agreed by the shareholders that the Annexure to the Auditors' Report would be taken as read.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as per Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company has extended a e-voting facility to the



members of the Company to all the members who hold the share of our Company as on September 8, 2018 (Cutoff Date) in respect of business to be transacted at the Annual General Meeting. He also stated that the e-voting commenced on September 15, 2018 (9.00 A.M.) to September 17, 2018 (5.00 P M). Mr. Nagendra D Rao Practicing Company Secretary was appointed as the Scrutinizer by the Board for scrutinizing the e-voting and poll process in a fair and transparent manner. He further said that as per provisions of the Companies Act, 2013 resolutions shall not be passed by show of hand as Company provided e-voting facility. He further informed that the poll will be taken up after shareholders queries/suggestions on the Company's accounts and business.

Thereafter on the invitation of the Chairman, few members sought clarifications and gave their suggestions on the Company's accounts and business. The Chairman noted all the suggestions and the members present on the dias clarified their queries.

When there were no further queries, the Chairman ordered the poll on the resolutions of ordinary and special business set out in the notice of Annual General Meeting. The Chairman also requested members who have not voted through e-voting mechanism, to participate in Poll and cast their votes in proportion of their shares of the paid-up equity share capital of the Company as on the cutoff date i.e. September 8, 2018. Polling papers was distributed to the members.

The following business was transacted at the meeting.

Sl.No.	Particulars	Nature of Business
1.	Adoption of (Standalone & Consolidated) Financial Statements for the year ended 31st March, 2018	Ordinary
2.	Re-appointment of Mathew Cyriac (DIN 01903606) who retires by rotation and eligible offers himself for re-appointment	Ordinary
3.	Appointment of M/s MSKA & Associates, Chartered Accountants (Registration number: 105147W) as Statutory Auditors of the Company to hold office from conclusion of 15 th Annual General Meeting until the conclusion of 20 th Annual General Meeting and to fix their remuneration.	Ordinary
4.	To approve continuation of office of Directorship of Mr. Arun K Thiagarajan (Din: 00292757) as Independent Director	Special
5.	To approve continuation of office of Directorship of Mr. Richard B Saldanha (Din: 00189029) as Independent Director	Special

The members then casted their votes on the ballot papers and deposited the same in the ballot box placed at the meeting hall. The Chairman informed that the combined result of e-voting and the poll will be informed to Stock Exchanges (NSE and BSE) along with report of Scrutinizer for e-voting and the poll after concluding this meeting but within 48 hours from now. He also informed the same report will be made available on the website of the Company, NSE, BSE and NSDL. The Chairman then thanked all the members and Directors present and announced the formal closure of the 15th Annual General Meeting of the Company at 4.00 P.M.

