



GUJARAT PETROSYNTHESIS LIMITED

Reg. Off: No.24, II Main, Doddanekkundi Industrial Area,
Phase I, Mahadevapura Post, Bangalore-560 048.
Ph: 91 – 80 - 28524133 Fax: 91– 80 - 28524171
E-mail : info@gpl.in, Website: www.gpl.in
CIN No. L23209KA1977PLC043357



Date : 24.09.2017

To,
The Listing Department
The BSE Ltd.
Phiroze Jeejeeboy Tower,
25th Floor, Dalal Street,
Mumbai – 400001.

Dear Sir,

Ref : Gujarat Petrosynthese Limited (506858)

Sub : Details of voting results and Scrutinizer's Report of the 40th Annual General Meeting of the Company.

The Company's 40th Annual General Meeting of the Company was held on Friday, 22nd September, 2017 at 3.00 pm. at 24, II Main, Doddanekkundi Industrial Area, Bangalore 560048.

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations), the Company had provided Remote E-voting facility to its shareholders. M/s J J Gandhi & Co., Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the remote E-voting and voting at the AGM. The Scrutinizer's Report dated 23rd September, 2017 is attached as **Annexure 1**. All resolutions set out in the AGM have been duly approved by the shareholders with requisite majority.

In terms of provisions of Regulation 44 of the listing Regulations, the details of the results of voting held through remote e-voting and voting at AGM is attached as **Annexure 2**.

We request you to note the above.

Thanking You,
Yours Faithfully
For Gujarat Petrosynthese Limited



Ankita Gokani
Company Secretary



J. J. Gandhi & Co.

Practising Company Secretaries
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F 46, India Bulls Mega Mall
Besides Dinesh Mill
Jetalpur, Vadodara 390 007
Phone (o) 2985022 Cell : 9374620085
Email : jjgandhics@gmail.com

Report of Scrutinizer

Consolidated Report on remote E-voting and Voting by Poll at AGM

(Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015)

To,
The Chairman
of 40th Annual General Meeting of Members of
Gujarat Petrosynthese Limited
24 II Main, Doddanekundi Industrial Area,
Phase I, Mahadevpura Post, Bangalore 560048

Dear Sir,

Re: Scrutinizers' Report on remote e-voting and voting by poll at the AGM of Gujarat Petrosynthese Limited held On 22nd Sept., 2017

1. I, J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, having office at F 46, India Bulls Mega Mall, Besides Dinesh Mill, Jetalpur, Vadodara 390007 has been appointed as Scrutinizer by the Board of Directors pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 (herein after referred to as Rules) for scrutinizing the e-voting process and poll at the AGM on the resolutions contained in the Notice (herein after referred to as "Resolutions") of the **40th Annual General Meeting (AGM)** of the Members of the Company held **on 22nd Sept., 2017 at 3.00 PM.** at the Registered office of the Company at 24 II Main, Doddanekundi Industrial Area, Phase I, Mahadevpura Post, Bangalore 560048.
2. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and on poll on the Resolutions contained in the Notice of AGM of the Members of the Company. My responsibilities as a scrutinizer for e-voting process and for poll are restricted to make a Scrutinizers' Report on the votes cast "In favour" or "Against" the resolutions and "Invalid" votes, based on the reports generated from e-voting system provided by the Central Depository Services (India) Ltd., the authorized agency engaged by the Company to provide e-voting facilities and on the poll conducted at the AGM.

3. I submit my report as under;





J. J. Gandhi & Co.

Practising Company Secretaries
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- A. As per requirement of Rule 20(v), the Public Advertisement with respect to dispatch of AGM Notice and intimating date and time of commencement and closing of E-voting have been published in English language in the newspaper "**Financial Express**" dated 30th Aug., 2017 and in Kannad language in the news paper "**Samyuktha Karnataka**" dated 30th Aug., 2017.
- B. The e-voting period remained open from **19th Sept., 2017** (9.00 A.M.) to **21st Sept., 2017** (5.00 P.M.).
- C. The Members of the Company holding shares in physical form or demat form as on "**Cut-off**" date i.e. **15th Sept., 2017** were entitled to vote on the resolutions mentioned in the Notice of AGM.
- D. At the AGM Poll was conducted to facilitate the members/ proxies present at the AGM and who did not vote in the E-voting process.
- E. Ballot papers were given to the Members and proxies present at the meeting. The empty ballot box was shown, locked and sealed in my presence and in the presence of members and proxies.
- F. Subsequently, the ballot box was opened in my presence and in the presence of CS Sonal Shimpi and CS Sakhishree who are not in the employment of the Company. They have signed at the end of report to confirm that polling box was opened in their presence.
- G. The poll papers were scrutinized and reconciled with the records maintained by the Company/ Registrar & Transfer Agent and the authorizations/ proxies lodged with the Company.
- H. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
- I. After counting votes cast through poll at AGM, the E-votes cast were unblocked on 22nd Sept., 2017 in the presence of two witnesses CS Sonal Shimpi and CS Sakhishree who are not in employment of the Company. They have signed at the end of report to confirm that the e-votes have been unblocked in their presence.
- J. The details of Members who have voted "for" or "against" each of the resolutions that were put to vote were generated from the E-voting website of CDSL viz. www.evotingindia.co.in.

Based on the Reports generated from the CDSL website and the voting through Poll at the AGM, the consolidated report on the voting on each resolution is as under;





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Resolution No. 1 – Ordinary Resolution

Adoption of Audited financial statements (stand alone and consolidated) of the Company for the financial year ended on 31st March, 2017, and the Reports of the Board of Directors and the Auditors thereon.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	14	2583468	99.99
Poll	26	88	0.01
Total	40	2583556	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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Resolution No. 2 – Ordinary Resolution

Re-appointment of retiring Director Dr. R M Thakkar (DIN 00248949) as Director.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	14	2583468	99.99
Poll	26	88	0.01
Total	40	2583556	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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Resolution No. 3 – Ordinary Resolution

Re -appointment of Auditors M/s Dayal & Lohia & to fix their remuneration

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	14	2583468	99.99
Poll	26	88	0.01
Total	40	2583556	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	

The relevant records relating to E-voting and Poll is being handed over to the Company Secretary.

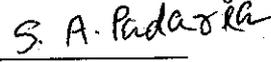
For J J Gandhi & Co.
Practising Company Secretaries


(J J Gandhi)
Proprietor (COP No – 2515)



Place : Bangalore
Date: 23rd Sept., 2017

Witness CS Sonal Shimpi 

CS Sakhishree 



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Annexure 2

Details of Voting Results

Date of the AGM : September 22nd , 2017.

Total number of shareholders on record date: 19073

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

Promoters and Promoter Group: 5
Public: 27

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Nil
Public: Nil

Mode of voting on all the resolution: E-voting/Poll



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Agenda – wise details:

1. To consider and adopt the Financial Statement of the Company for the financial year ended on 31st March, 2017, together with the reports of the Directors and Auditor's thereon and the consolidated audited financial statements of the Company for the year ended 31st March, 2017

Resolution required: Ordinary

Promoter/Public	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 - Indian	2932210	2580491	88.0050	2580491	0	100	0
Public – Institutional Holders	920359	0	0	0	0	0	0
Public - Others	2116597	3065	0.1448	3065	0	100	0
Grand Total	5969166	2583556	43.2817	2583556	0	100	0

Based on above the resolution has been passed with requisite majority



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2. To appoint a Director in place of Dr. Rameshchandra Maganlal Thakkar, (DIN 00248949) who retires by rotation and being eligible, offers herself for reappointment.

Resolution required: Ordinary

Promoter/Public	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 - Indian	2932210	2573679	87.7727	2573679	0	100	0
Public – Institutional Holders	920359	0	0	0	0	0	0
Public - Others	2116597	3065	0.1448	3065	0	100	0
Grand Total	5969166	2576744	43.1676	2576744	0	100	0

Based on above the resolution has been passed with requisite majority



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3. To make appointment of Statutory Auditors of the Company for the Financial Year 2017-18 and to fix their remuneration

Resolution required: Ordinary

Promoter/Public	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 - Indian	2932210	2580491	88.0050	2580491	0	100	0
Public – Institutional Holders	920359	0	0	0	0	0	0
Public - Others	2116597	3065	0.1448	3065	0	100	0
Grand Total	5969166	2583556	43.2817	2583556	0	100	0

Based on above the resolution has been passed with requisite majority