

THE GAEKWAR MILLS LTD.

REGD. OFFICE: 2/2, Plot-2, New Sion CHS, Swami Vallabhdas Marg, Road No. 24, Sindhi Colony, Sion Mumbai – 400022.

CIN: L17120MH1949PLC007731

Website: www.gaekwarmills.in



Date: 27th September, 2022

To
BSE Limited
Department of Corporate Services
Listing Department
P J Towers
Dalal Street
Mumbai – 400001
Scrip Code: 502850

Sub: Intimation of the Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We refer to the notice of 93rd Annual General Meeting (“**AGM**”) of the Company dated August 10, 2022 (“**AGM Notice**”), circulated to the shareholders of Gaekwar Mills Limited (the “**Company**”) for seeking their approval on resolutions contained in the notice by means of remote e-voting and e-voting system (“**Insta Poll**”) at the AGM. Accordingly, the AGM was held on Monday, September 26, 2022 at 3:00 p.m. through Video Conferencing, in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), various circulars issued by the Ministry of Corporate Affairs including Circular Nos. 2/2022 dated May 5, 2022, 19/2021 dated December 8, 2021, 2/2021 dated January 13, 2021, 20/2020 dated May 5, 2020, read with General Circular Nos. 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020 and any updates thereto, and by the Securities and Exchange Board of India including circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. CIRCULARSEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and any updates thereto.

The Company had appointed Mr. Anish Gupta, proprietor of Anish Gupta & Associates, practicing company secretaries as the scrutinizer (“**Scrutinizer**”) for scrutinizing the process of remote e-voting and e-voting system (“**Insta Poll**”) at the AGM in a fair and transparent manner.

The Scrutinizer carried out the scrutiny of remote e-voting which had commenced on Thursday, September 22, 2022 at 9.00 a.m. (IST) and ended on Sunday, September 25, 2022 at 5.00 p.m. (IST), along with votes casted through e-voting system (“**Insta Poll**”) at the AGM and submitted consolidated scrutinizers report today i.e. on September 27, 2022.

Accordingly, the voting results announced today i.e. on September 27, 2022. Pursuant to Regulation 44(3) of the Listing Regulations read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed the voting results of the businesses transacted at the AGM along with consolidated report of the scrutinizer.

The same is also being made available on the website of the Company at <https://www.gaekwarmills.in/investor> and of the website of NSDL, Registrars and Transfer Agent of the Company at <https://www.evoting.nsdl.com/> .

All the resolutions put to vote at the AGM stand passed, under remote e-voting along with voting through e-voting (Insta Poll) at the AGM, with the requisite majority and shall be deemed to be passed on the date of the AGM.

Kindly take the above on record.

Thanking you,

Yours truly,

For **Gaekwar Mills Limited**

Ratan Karanjia
Chairman

Place: Mumbai
Date: September 27, 2022

Enclosed:

1. Voting results in the format prescribed by SEBI.
2. Consolidated scrutinizers report dated September 27, 2022.

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Consideration and adoption of the audited standalone financial statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon.				
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	21300	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21300	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	48780	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	48780	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	1929920	712994	36.9442	712994	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1929920	712994	36.9442	712994	0	100.0000	0.0000
Total		2000000	712994	35.6497	712994	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of a Director in place of Mrs. Shweta Dhruv Shah (DIN:03287393), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.				
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	21300	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21300	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	48780	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	48780	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1929920	712903	36.9395	712901	2	99.9997	0.0003
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1929920	712903	36.9395	712901	2	99.9997	0.0003
Total		2000000	712903	35.6452	712901	2	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Auditor M/S.M.D. Pandya & Associates, Chartered Accountant and fix Remuneration.				
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	21300	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21300	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	48780	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	48780	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	1929920	712903	36.9395	712900	3	99.9996	0.0004
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1929920	712903	36.9395	712900	3	99.9996	0.0004
Total		2000000	712903	35.6452	712900	3	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Consideration and approval of the request received from Promoters/Promoter group for reclassification from Promoters/Promoter Group category to Public category				
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	21300	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21300	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	48780	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	48780	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	1929920	712903	36.9395	712900	3	99.9996	0.0004
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1929920	712903	36.9395	712900	3	99.9996	0.0004
Total		2000000	712903	35.6452	712900	3	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div>Add Notes</div>	



Anish Gupta & Associates

COMPANY SECRETARIES & INSOLVENCY PROFESSIONAL

Anish Gupta
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Consolidated Report of Scrutinizer on remote e-voting and e-voting (Insta Poll) at the 93rd Annual General Meeting (AGM)

(Pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as amended.)

To,
Mr. Ratan Noshir Karanjia
Chairman of the AGM
GAEKWAR MILLS LIMITED
CIN: L17120MH1949PLC007731
1, MAHESH VILLA, WORLI,
MUMBAI - 400018 IN

Sub: 93rd Annual General Meeting (AGM) of the members of **GAEKWAR MILLS LIMITED** (the "Company") held on Monday, September 26, 2022, at 03.00p.m. through Video Conferencing or Other Audio Video Means (VC/OAVM).

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of the Company on August 10, 2022, I, Anish Gupta, proprietor of Anish Gupta & Associates, Practising Company Secretaries, have been appointed as a scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**"), on the resolutions contained in the notice of AGM dated August 10, 2022 ("**Notice**"), calling the 93rd AGM of the members of Company on Monday, September 26, 2022 at 3.00 p.m. IST through Video Conferencing or Other Audio-Visual Means (VC/OAVM).

The AGM was held on Monday, September 26, 2022, at 3.00 p.m. IST through VC/OAVM.

The management of the Company is responsible to ensure that Notice of the AGM issued, AGM held and Newspaper Public Advertisements published are in compliance with applicable provisions of the Companies Act, 2013 ("**the Act**") and rules made thereunder and applicable regulations of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended ("**Listing Regulations**") and General Circular Nos. 2/2022 dated May 5, 2022, 19/2021 dated December 8, 2021, 2/2021 dated January 13, 2021, 20/2020 dated May 5, 2020, read with General Circular Nos. 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020 and (collectively referred to as 'MCA Circulars') and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by SEBI ("**SEBI Circulars**"). The management of the Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems

Pursuant to provisions of Sections 101 and 136 of the Act and rules made thereunder and Regulation 36 of Listing regulations and in terms of MCA Circulars and SEBI Circulars, the notice of AGM including procedure and instructions for e-voting and Annual Report for FY 2021-2022 was sent by e-mail on 04th September, 2022, to all those members of the Company ("**Members**") whose names appear in the Register of Members and whose e-mail address is registered with the Company or the Registrar and Share Transfer Agent or the Depository Participants(s) as on Friday, August 26, 2022 and no physical copies of the



Notice and Annual Report were sent by the Company to any Member.

The Company has uploaded the Notice of the 93rd AGM and Annual Report on its website www.gaekwarmills.in and on the relevant sections of the websites of the stock exchanges on which the shares of the Company are listed ("**Stock Exchanges**") and the same was also available on the website of NSDL(e-voting agency) i.e www.evoting.nsdl.com.

In terms of MCA Circulars, the Company enabled members, whose email address is not registered, to temporarily update their email address by accessing the link https://linkintime.co.in/emailreg/email_register.html for the limited purpose of receiving the Notice and Annual Report electronically along with details of User ID and Password to enable e-voting.

The Company has also published public advertisements of Notice of the AGM before and after the sending of said Notice, in the newspapers as prescribed in the Act and MCA circulars.

My responsibility as Scrutinizer is to scrutinize the process of remote e-voting before the AGM and e-voting (Insta Poll) at the AGM in a fair and transparent manner and is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by NSDL, engaged by the Company to provide e-voting facility and attendant papers and other relevant documents furnished to me electronically by the Company and/ or NSDL for my verification. Accordingly, I hereby submit my report as under:

1. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Monday, September 19, 2022, were entitled to vote either by remote e-voting or e-voting (Insta Poll) at the AGM, on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.
2. The remote e-voting commenced on Thursday, September 22, 2022, at 9:00 a.m. (IST) and ended on Sunday, September 25, 2022, at 5:00 p.m. (IST). The remote e-voting module was disabled on Sunday, September 25, 2022, at 5.00 p.m. (IST).
3. The facility for voting was also available at the AGM through e-voting (Insta Poll) for those Members who attended the AGM and had not already cast their vote through the remote e-voting facility.
4. The votes cast during the remote e-voting were unblocked on Monday, September 26, 2022, after the conclusion of the AGM and was witnessed by two witnesses, Mr. Sushant Nate and Ms. Shweta Thanekar, who are not in the employment of the Company.
5. The e-votes were reconciled with the records maintained by the Company/ NSDL and the authorizations lodged with the Company/ NSDL on test check basis.
6. The details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that were put to vote, and whose votes were invalid or who abstained from voting, were generated from the voting website of NSDL i.e., <https://www.evoting.nsdl.com/>. Based on the report generated by NSDL and relied upon by me, the voting results are reported.



I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, as an Annexure to this report, based on the reports generated by NSDL.

All the resolutions put to vote at the AGM stand passed, under remote e-voting along with voting through e-voting (Insta Poll) at the AGM, with the requisite majority and shall be deemed to have been passed on the date of the AGM.

I hereby confirm that I am maintaining the register and records which are required to be maintained under Rule 20 of the Companies (Management and Administration) Rules, 2014 received from the NSDL, in respect of the votes cast through remote e-voting and through e-voting (Insta Poll) at the AGM by the Equity Shareholders of the Company and will be handed over to Mr. Ratan Karanjia, Chairman of the Company, to consider, approve and sign the minutes of the AGM. According to my observations, the process of remote e-voting and e-voting through Insta Poll at the AGM has been conducted in a fair and transparent manner.

Thanking you,

Yours faithfully,



For Anish Gupta & Associates,
Company Secretaries

Anish Gupta
Proprietor
(Scrutinizer)

M. No.:- 5733/COP:- 4092

Date: 27.09.2022

Place: Mumbai

UDIN: F005733D001051085

Witness 1: Mr. Sushant Nate

Witness 2: Ms. Shweta Thanekar

Signature: _____
Mr. Ratan Karanjia
(Chairman of the AGM)

GAEKWAR MILLS LIMITED
(CIN -L17120MH1949PLC007731)

Annexure to Consolidated Scrutinizer Report in respect of remote e-voting along voting through e-voting (Insta Poll) at 93rd Annual General Meeting of Gaekwar Mills Limited held on September 26, 2022 through Video Conferencing (VC)

Res. No.	Particular of Resolution	Mode	Total Valid Votes	Favour			Against		
				No. of Members	No. of Votes	% of total Valid Votes	No. of Members	No. of Votes	% of total Valid Votes
1	Consideration and adoption of the audited standalone financial statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon.	Remote e-voting	712994	32	712994	100.000	0	0	0.000
		E-voting (Insta Poll)	0	0		0.000	0	0	0.000
		Total	712994	32	712994	100.000	0	0	0.000
2	Appointment of a Director in place of Mrs. Shweta Dhruv Shah (DIN:03287393), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Remote e-voting	712903	5	712901	99.9997	1	2	0.0003
		E-voting (Insta Poll)	0	0	0	0.000	0	0	0.000
		Total	712903	5	712901	99.9997	1	2	0.0003
3	Appointment of Auditor M/S.M.D. Pandya & Associates, Chartered Accountant and fix Remuneration.	Remote e-voting	712903	4	712900	99.9996	2	3	0.0004
		E-voting (Insta Poll)	0	0	0	0.000	0	0	0.000
		Total	712903	4	712900	99.9996	2	3	0.0004
4	Consideration and approval of the request received from Promoters/Promoter group for reclassification from Promoters/Promoter Group category to Public category	Remote e-voting	712903	4	712900	99.9996	2	3	0.0004
		E-voting (Insta Poll)	0	0	0	0.000	0	0	0.000
		Total	712903	4	712900	99.9996	2	3	0.0004

For ANISH GUPTA & ASSOCIATES
Company Secretaries



Anish Gupta
Proprietor
(Scrutinizer)

M. No.:- 5733/COP:- 4092

Place: Mumbai
Date 27.09.2022
UDIN:F005733D001051085

Witness 1: Mr. Sushant Nate

Witness 2: Ms. Shweta Thanekar