



**GILLANDERS ARBUTHNOT AND COMPANY LIMITED**

Registered Office – C-4, Gillander House Netaji Subhas Road, Kolkata – 700 001

CIN: L51909WB1935PLC008194

Phone : +91-33 2230-2331 (6 Lines), 2242-9140 , Fax : +91-33-2230-4185

Website : www.gillandersarbuthnot.com; E-mail : gillander@gillandersarbuthnot.com

**Details of Voting Results of Postal Ballot through remote e-voting as per Regulation 44(3)**

Date of declaration of results through Postal Ballot /remote e-voting	21st September, 2020
Total Number of Shareholders on record date	10823 Shareholders as on 14th August, 2020
No. of Shareholders present in the meeting either in person or through proxy	
Promoter & Promoter group	NA
Public	
Total	
No. of shareholders attended the meeting through Video Conferencing / OAVM	
Promoter & Promoter group	NA
Public	
Total	

*Shanmugam Karmanah*

Approval for strategic partnership / sell / transfer / dispose off / divestment of North India Spinning Mill Unit, Akbarpur, Punjab

1

Resolution required: (Ordinary/Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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 & Promoter Group	Remote Evoting	14671715	14671715	100.00000	14671715	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total		14671715	100.00000	14671715	0	100.00000	
Public - Institutional holders	Remote Evoting	1115192	0	0.00000	0	0	0.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total		0	0.00000	0	0	0.00000	0.00000
Public - Non Institution	E-Vote	5555439	69539	1.25170	56594	12945	81.38450	18.61550
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.00000	0.00000
	Total		69539	1.25170	56594	12945	81.38450	18.61550
<b>Total</b>		<b>21342346</b>	<b>14741254</b>	<b>69.07045</b>	<b>14728309</b>	<b>12945</b>	<b>99.91219</b>	<b>0.08781</b>

Sharanjyoti Karmakar  
 (Chairman)  
 Company Secretary

# **Deepak Khaitan & Co.**

**Company Secretaries**

+91 90070 55560 /98303 06692 /33 4004 8935 @khaitan52@gmail.com/officedkk@gmail.com

GEM House, 5B Russell Street, Unit 7B, 7<sup>th</sup> Floor, Kolkata – 700 071

## **Report of the Scrutinizer**

**[In accordance with Section 110 of the Companies Act, 2013 read with  
Rule 22 and Rule 20 (as far as applicable) of  
The Companies (Management and Administration) Rules, 2014]**

**To**

**The Chairman**

**The Board of Directors of**

**Gillanders Arbuthnot and Company Limited**

**C-4, Gillander House Netaji Subhas Road**

**Kolkata-700 001**

**West Bengal**

**Dear Sir,**

Pursuant to the letter dated 14<sup>th</sup> August, 2020 issued by Gillanders Arbuthnot and Company Limited having CIN:L51909WB1935PLC008194 (hereinafter referred to as 'the Company') appointing me as the Scrutinizer under Section 110 of the Companies Act, 2013 read with Rule 22(5) of The Companies (Management and Administration) Rules, 2014 in respect of Notice of Postal Ballot dated 14<sup>th</sup> August, 2020 as per General Circular No.14/2020 dated 8<sup>th</sup> April, 2020, Circular No.17/2020 dated 13<sup>th</sup> April, 2020 and Circular No.22/2020 dated 15<sup>th</sup> June, 2020 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as 'MCA') read with Regulation 44 of Securities and Exchange Board of India (hereinafter referred to as 'SEBI') for the purpose of remote e-voting ascertaining the requisite majority in respect of Notice of Postal Ballot dated 14<sup>th</sup> August, 2020 (hereinafter referred to as the 'postal ballot') and the Management Representation Letter issued by the Company, I have examined the records of remote e-voting and other relevant documents as required for that purpose. In my opinion and to the best of my information and according to the online verification and examinations to the extent possible due to COVID-19 and subsequent lockdown situation, carried out by me and explanations furnished to me by the Company, its officers and agents, I hereby submit my report w.r.t the aforesaid postal ballot as under:-

GACL/110/21.09.2020

**CERTIFIED TRUE COPY**



# Deepak Khaitan & Co.

## Company Secretaries

+91 90070 55560 /98303 06692 /33 4004 8935 @khaitan52@gmail.com/officedkk@gmail.com

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1. The company has completed the dispatch of the postal ballot notice dated 14<sup>th</sup> August, 2020 on 21<sup>st</sup> August, 2020 to its Members whose name(s) appeared on the Register of Members at the close of working hours on 14<sup>th</sup> August, 2020. The advertisements pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 was published on 22<sup>nd</sup> August, 2020 and the remote e-voting commenced on 22<sup>nd</sup> August, 2020 at 09:00A.M. (IST) and ended on 20<sup>th</sup> September, 2020 at 05:00 P.M. (IST). The list of shareholding has been provided by Maheshwari Datamatics Pvt. Ltd. Registrar & Share Transfer Agent and confirmed as correct by the Company.
2. The e-voting was unblocked on 20<sup>th</sup> September, 2020, in the presence of 2 witnesses, CS Siddhi Dhandharia and CS Shruti Singhania, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

SIDDHI  
DHANDHARIA

Digitally signed by SIDDHI DHANDHARIA  
DN: cn=Siddhi Dhandharia, o=Maheshwari  
Datamatics Pvt. Ltd., ou=Registrar & Share  
Transfer Agent, email=Siddhi.Dhandharia@maheshwari.com, c=IN

Name: Siddhi Dhandharia

SHRUTI  
SINGHANIA

Digitally signed by  
SHRUTI SINGHANIA  
Date: 2020.09.21  
16:50:42 +05'30'

Name: Shruti Singhania.

3. The remote e-voting rights were reckoned as per list of members as on 14<sup>th</sup> August, 2020 ("cut-off date") as mentioned in the notice of postal ballot dated 14<sup>th</sup> August, 2020.
4. The particulars of remote e-voting were downloaded from <https://www.evotingindia.com>.
5. Particulars of remote e-voting have been entered in a register separately maintained for the purpose of instant postal ballot.
6. I am producing before you the postal ballot register (including particulars of remote e-voting as mentioned above) and the related records for verification at your end.

GACL/110/21.09.2020

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7. Based on the above scrutiny, the result of the remote e-voting in respect at Item No.1 of the above-mentioned notice is as follows:-

Item No. 1 of the Notice	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid votes
	Nos.	% of total Valid Votes cast	Nos.	% of total Valid Votes cast	Nos.
Remote e-voting	1,47,28,309	99.95%	7,541	0.05%	5404
<b>Total</b>	<b>1,47,28,309</b>	<b>99.95%</b>	<b>7,541</b>	<b>0.05%</b>	<b>5404</b>

8. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to the conduct of business through postal ballot by the shareholders on the resolution proposed in the notice of the postal ballot is the responsibility of the management. My responsibility as a scrutinizer is to render consolidated scrutinizer's report of the total votes cast in favour or against if any, on the proposed resolution.
9. You may accordingly satisfy yourself and declare the result of the voting by Postal Ballot.

Place: Kolkata  
Date: 21.09.2020

DEEPAK KUMAR  
KHAITAN

Digitally signed by DEEPAK  
KUMAR KHAITAN  
Date: 2020.09.21 16:51:57 +05'30'

**CS Deepak Kumar Khaitan**  
**Practising Company Secretary**  
**(F.C.S. No.: 5615 /C.P. No.: 5207)**  
**UDIN:F005615B000742857**  
**ICSI Unique Code No.:I2003WB347200**  
**Deepak Khaitan & Co.**  
**ICSI Unique Code No.:S2019WB676500**

Place: Kolkata  
Date: 21.09.2020

Countersigned by  
(Chairman)

CERTIFIED TRUE COPY



GACL/110/21.09.2020