

gokaldas exports ltd

GEL/SEC/2022-23

29th September, 2022

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 19th Annual General Meeting held on 29th September, 2022.

We hereby enclose the gist of proceedings of the 19th Annual General Meeting of the Company held on Thursday, September 29th, 2022, which commenced at 2.30 p.m. and concluded at 3.14 p.m., through video conferencing/ other audio visual means.

This is for your information and record.

Thanking you,

Yours truly,
for Gokaldas Exports Limited

Shrithee M S
Company Secretary

Encl: as below



Regd. Office : # 25, 2nd Cross, 3rd Main,
Industrial Suburb, Yeshwanthpur, Bangalore 560 022.

Tel : +91 80 68951000, Fax : +91 80 68951001

E-Mail : info@gokaldasexports.com CIN : L18101KA2004PLC033475



Intertek



014

GIST OF THE PROCEEDINGS OF THE 19TH ANNUAL GENERAL MEETING OF GOKALDAS EXPORTS LIMITED HELD ON SEPTEMBER 29TH, 2022, THURSDAY, COMMENCED AT 2:30 P.M., CONCLUDED AT 3:14 PM, THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS.

Members Present

80 (Eighty) members attended through video conferencing.

Following Directors / Key Managerial Personnels and Invitees were present:

Name	Designation
Mr. Richard B Saldanha	Chairman – Non-Executive Independent Director
Mr. Sivaramakrishnan Ganapathi	Managing Director
Mr. Mathew Cyriac	Non-Executive Director
Ms. Anuradha Sharma	Non-Executive Independent Director
Mr. Prabhat Kumar Singh	Executive Director
Mr. Gautham Madhavan	Non- Executive Director
Mr. Sathyamurthy A	Chief Financial Officer
Ms. Shrithee M S	Company Secretary & Compliance Officer
Mr. Pankaj Bhauwala	Partner, MSKA & Associates., Chartered Accountants, Statutory Auditor
Mr. Pradeep Suresh	Partner, MSKA & Associates., Chartered Accountants, Statutory Auditor
Mr. Nagendra D Rao	Practising Company Secretary, Secretarial Auditor and Scrutinizer

Mr. Richard B Saldanha took the Chair

At 2.30 P.M., the Chairman welcomed the Members, the Board of Directors, Key Managerial Personnel and other invitees present at the Annual General Meeting. The Chairman then announced that the requisite quorum being present, the meeting was called to be in order. The Chairman informed the members that the meeting had been held through video conferencing in accordance with the General Circular Nos. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular no. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 5, 2022 (collectively “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 (collectively “SEBI Circulars”) and in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

The Chairman introduced the Directors and Key Managerial Personnels present at the meeting. The Chairman informed the members that the Notice of the 19th Annual General Meeting and the Annual Report for the year ended March 31, 2022 had been sent through electronic mode to those members whose e-mail addresses had been registered with the Company or Depositories. Accordingly, the notice of the Annual General Meeting and the Auditors Report for the year ended March 31, 2022 were taken as read.

The Chairman thereafter requested the Company Secretary to brief the members regarding the arrangements made for the meeting. The Company Secretary explained the process of the E-AGM and informed that the Company has enabled the Members to participate at the 19th AGM through the video conferencing facility provided by KFin Technologies Limited (KFin), Registrars and Transfer Agent.

The Chairman then requested Mr. Sivaramakrishnan Ganapathi – Managing Director to brief about the Company’s performance.

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 Listing Regulations, the Company has extended the facility to exercise their right to vote by electronic means, both through remote e-voting and e-voting (Insta-poll) at the Annual General Meeting to all the members who hold the shares of our Company as on September 22, 2022 (cut-off date) in respect of the business to be transacted at the Annual General Meeting.

He also stated that the remote e-voting commenced on September 26, 2022 (9.00 A.M.) and ended on September 28, 2022 (5.00 P M). Mr. Nagendra D Rao Practising Company Secretary was appointed as the Scrutinizer by the Board for scrutinizing the remote e-voting and the Insta-Poll process in a fair and transparent manner. He further informed that the Insta-Poll will be taken up after shareholders queries/suggestions on the Company’s accounts and business.

Thereafter on the invitation of the Chairman, a few members sought clarifications and gave their suggestions on the Company’s accounts and business. The Chairman noted all the suggestions and replied to the clarifications sought by the members.

When there were no further queries, the Chairman ordered the Insta-poll on the resolutions of Ordinary Business as set out in the notice of the Annual General Meeting. The Chairman also requested the members who have not voted through the remote e-voting mechanism, to participate in the Insta-poll and cast their votes in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. September 22, 2022.

The following business were transacted at the meeting.

Sl. No.	Particulars	Type of Resolution
1.	To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in place of Mr. Gautham Madhavan (holding DIN 02826558), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary

The members then casted their votes through Insta-poll available on the KFin Technologies Limited (KFin) website. The Chairman informed that the combined result of the remote e-voting and the Insta-poll will be intimated to Stock Exchanges (NSE and BSE) along with report of Scrutinizer for remote e-voting and the Insta-poll within two working days of the conclusion of the meeting. He also informed the same report will be made available on the website of the Company, NSE, BSE and KFin. The Chairman then announced the formal closure of the 19th Annual General Meeting and thanked all the members present for actively participating in the meeting.

Thereafter, the Insta-poll was opened for 15 minutes for the eligible members to cast their votes.

The meeting concluded at 3:14 PM.