

203, Devashish, 2nd Floor, Near Bawarchi Restaurant, St. Xavier's Corner, Off C.G. Road, Navrangpura, Ahmadabad – 380 009.
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**CONSOLIDATED SCRUTINIZER'S REPORT FOR BALLOT VOTING
AND E-VOTING FOR GOPALA POLYPLAST LIMITED**

To,
The Chairman,
Gopala Polyplast Limited,
485, Santej Vadsar Road, Santej,
Tal. Kalol (N.G.), Dist. Gandhinagar – 382 721

Sub.: Passing of special resolution through electronic voting and ballot voting conducted at the Extra Ordinary Annual General Meeting (EGM) of Gopala Polyplast Limited (the Company) (CIN: L25200GJ1984PLC050560) held on 24th March, 2018.

Report to the Chairman of the Extra Ordinary General Meeting of Gopala Polyplast Limited [CIN- L25200GJ1984PLC050560], a Company incorporated under the Companies Act, 1956 and having its Registered Office at 485, Santej Vadsar Road, Santej, Tal. Kalol (N.G.), Dist. Gandhinagar – 382 721 Gujarat on the E-voting and Ballot voting conducted by the Company to pass item on the agenda as contained in the **Notice dated 12th February, 2018 for the Extra Ordinary General Meeting held on Saturday, the 24th March, 2018.**

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the Listing Agreement. The responsibility of the undersigned as a Scrutineer for e-voting and physical ballot voting is restricted to give a consolidated report on the votes cast by the members for the special resolution as contained in the Notice dated 12th February, 2018, based upon the Report generated from the e-voting platform provided by Central Depository Services (India) Limited [CDSL], (Extract of CDSL e-voting is attached herewith along with Consolidated Scrutineer's Report at **Annexure - I**), the authorised agency engaged by the Company to provide e-voting facilities for e-voting and physical ballot voting facilities provided at the Extra Ordinary General Meeting by the Company/the Registrar and Share Transfer agent of the Company.

The Board of Directors of the Company at its meeting held on 12th February, 2018 had appointed the undersigned as Scrutineer for the remote E-voting and Ballot voting pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015 and relevant Sections of the Companies Act, 2013 and Rules made thereunder.

The Company appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of electronic voting (e-voting) to the Shareholders of the Company during E-voting period i.e. **9.00 a.m. on Wednesday, the 21st March, 2018 to 5.00 p.m. Friday, the 23rd March, 2018.** M/s. MCS Share Transfer Agent Limited is the Registrar and Share Transfer agent of the Company. The cut-off date for E-voting was **17th March, 2018.**

The Members were required to cast their vote on the resolution as contained in the Notice dated 12th February, 2018 either electronically conveying their assent or dissent, on E-voting platform provided by CDSL or through ballot voting facility provided by the Company at the EGM venue.

The E-voting results were unblocked by the undersigned on 24th March, 2018 in the presence of two witnesses viz. Mr. Yash Mehta, Chartered Accountant and Ms. Rajkumari Udhvani, Advocate, Ahmedabad.

At the EGM of the Company held on 24th March, 2018, ballot voting was conducted to facilitate the members present in the meeting who did not participate in the E-voting, to record their votes through ballot voting.



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Kindly refer to our Consolidated Scrutineer's Report dated 24th March, 2018 on the results of the e-voting and ballot voting at the Extra Ordinary General Meeting in respect of the said special resolution attached herewith as **Annexure – 1**.

The following is the voting result of E-voting and Ballot voting:

Item No.	Brief description of the Resolution	Type of Resolution	No. of Shares in favour (Assent) & %	No. of Shares Against (Dissent) & %
1	To authorise the Board of Directors for issue, offer, allotment for an aggregate amount up to Rs. 35.00 Crore (Rupees Thirty Five Crore only) by way of a Public issue, Preferential Allotment, Private Placement or a Right Issue, including a Qualified Institutions Placement or through any other permissible mode and/or combination thereof as the Board may deem appropriate.	Special	30,68,294 (100%)	Nil

The Registers for e-voting and physical ballots for votes casted by the Shareholders of the Company will be handed over to the Company upon declaration of results.

for **KASHYAP R. MEHTA & ASSOCIATES**
COMPANY SECRETARIES
FRN: S2011GJ166500

Place: Ahmedabad
Date: 24th March, 2018



KASHYAP R. MEHTA
PROPRIETOR
COP No.: 2052 - FCS No.: 1821

WITNESSED BY:

Mr. Yash Mehta *Y.K. Mehta.*
Chartered Accountant

Ms. Rajkumari Udhwani
Advocate

COUNTERSIGNED BY:

For Gopala Polyplast Limited

[Signature]
Chairman

Gopala Polyplast Limited [CIN:L25200GJ1984PLC050560]
Annexure -1

Summary of Remote E-voting & Ballot Voting taken for Extra Ordinary General Meeting held on 24-03-2018(Saturday)

Date of AGM/EGM	24-03-2018
Total Number of Shareholders on Cut-Off Date [i.e. 17-03-2018 for voting]	4479
No. of Shareholders Present in the meeting either in person or through Proxy	24
Promoter & Promoter Group	13
Public	11
No. of Shareholder attended the meeting through Video conferencing	N.A.
Promoter & Promoter Group	NA
Public	NA



Date: 24-03-2018
 Place: Ahmedabad

Scrutineer : Kashyap R. Mehta, Proprietor, Kashyap R. Mehta and Associates, Ahmedabad

Resolution - 1

Resolution Required : (Ordinary / Special)		Special							
Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?		No							
Description of Resolution considered		To authorise the Board of Directors for issue, offer, allotment for an aggregate amount up to Rs. 35.00 Crores by way of a Public issue, Preferential Allotment, Private Placement or a Right Issue, including a Qualified Institutions Placement or through any other permissible mode and/or combination thereof as the Board may deem appropriate.							
Category	Modes 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	Invalid Votes
		[1]	[2]	[3] [(2)/(1)*100]	[4]	[5]	[6] [(4)/(2)*100]	[7] [(5)/(2)*100]	
Promoter & Promoter Group	E-Voting		1184189	36.39	1184189	0	100.00	0.00	0
	Poll / Ballot	3254202	1878953	57.74	1878953.00	0	100.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	3254202	3063142	94.13	3063142	0	0.00	0.00	0
Public Institutions	E-Voting		0	0.00	0	0	0.00	0.00	0
	Poll / Ballot	749428	0	0.00	0	0	0.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	749428	0	0.00	0	0	0.00	0.00	0
Public Non-Institutions	E-Voting		120	0.00	120	0	100.00	0.00	0
	Poll / Ballot	4862762	5032	0.10	5032	0	100.00	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0
	Total	4862762	5152	0.11	5152	0	100.00	0.00	0
	Total No. of Shares	8866392	3068294	34.61	3068294	0	100.00	0.00	0

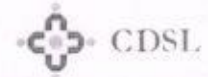
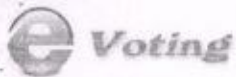
For, KASHYAP R. MEHTA & ASSOCIATES
COMPANY SECRETARIES

KASHYAP R. MEHTA
PROPRIETOR

Date: 24-03-2018
Place: Ahmedabad



Scrutineer : Kashyap R. Mehta, Proprietor, Kashyap R. Mehta and Associates, Ahmedabad



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Ballot Details

Voting Result as of today.

EVSN 180217005 for GOPALA POLYPLAST LIMITED
 ISIN INE136C01036 GOPALA POLYPLAST LIMITED # NEW EQUITY SHARES OF RS.10/- SCHEME OF ARRANGEMENT
 Nominal Value 10
 Voting Rights 1
 Total Folios Voted 8
 No of Votes 1184309

Res. No.					Total Count	Total
1	8	1184309 (100.00%)	0	0 (0.00%)	8	1184309

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