

GMM/SEC/2014-15/AGM/035

September 30, 2015

To,  
Department of Corporate Services  
**The Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001

Scrip Code: 505255

Dear Sir(s),

**Sub: Declaration of results of remote e-voting/Ballots voting at 52<sup>nd</sup> Annual General Meeting of GMM Pfaudler Limited held on 28<sup>th</sup> September, 2015**

The 52<sup>nd</sup> Annual General meeting of the Members of the Company was held on September 28, 2015 at Sardar Vallabhbhai Patel and Veer Vithalbai Patel Memorial, Anand-Sojitra Road, Karamsad - 388 325, Gujarat to transact business mentioned in the notice of the Annual General Meeting.

In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Clause 35B of the Listing Agreement, the Company had provided remote e-voting facility to the Members to vote on the resolution contained in the notice of the Annual General Meeting.

Members voting through remote e-voting during the period from 10.00 a.m. of Friday, September 25, 2015 upto 5.00 p.m. of Sunday, September 27, 2015 being the dates fixed for remote e-voting have been considered by the Scrutinizer. Further, to enable those Members who could not vote through remote e-voting, physical Ballot Forms were distributed on September 28, 2015, i.e. the day of the 52<sup>nd</sup> AGM. The Board had appointed Mr. Jayesh Shah, Practicing Company Secretary, Partner, M/s. Rathi & Associates, Company Secretaries as Scrutinizer to scrutinize the voting processes for the 52<sup>nd</sup> AGM of the Company.

The Scrutinizers have submitted their reports of voting to the Chairman. **The Chairman declared the results of voting informing inter alia that the following resolutions have been passed with the requisite majority and overwhelming majority:**

Item No.	Brief description	% Votes in Favour (Assent)	% Votes Against (Dissent)	Passed as
1.	Adoption of Audited Balance Sheet as at 31 <sup>st</sup> March, 2015 and the Statement of Profit & Loss for the financial year ended on that date together with the Reports of the Directors and Auditors thereon.	*100.00%	0.00%	Ordinary

**GMM Pfaudler Limited**

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2.	To confirm the payment of three interim dividends paid during the financial year ended March 31, 2015 and to declare final dividend for the financial year ended March 31, 2015.	*100.00%	0.00%	Ordinary
3.	Appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, (ICAI Firm Registration No. 117366W), as Statutory Auditors of the Company to hold office from the conclusion of this 52 <sup>nd</sup> Annual General Meeting until the conclusion of the 53 <sup>rd</sup> Annual General Meeting and to fix their remuneration.	*100.00%	0.00%	Special
4.	Appointment of M/s. Dalwadi & Associates, Cost Accountants, (ICWA Registration No. 8996) as Cost Auditors of the Company be paid a remuneration of Rs 1,25,000 (One Lac and Twenty Five Thousand only) plus service tax as applicable and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit for the financial year ending March 31, 2016.	*100.00%	0.00%	Ordinary
5.	Appointment of Mr. P. Krishnamurthy (DIN 00013565) as an Independent Director to hold office upto February 11, 2020.	*100.00%	0.00%	Special
6.	Appointment of Dr. S. Sivaram (DIN 00009900) as an Independent Director to hold office upto February 11, 2020.	*100.00%	0.00%	Special
7.	Appointment of Dr. Amrita Patel (DIN 00065052), as an Independent Director to hold office upto December 10, 2019.	*100.00%	0.00%	Special
8.	To consider the modification in term of appointment of Mr. Ashok Patel (DIN 00165858) as a Director of Company, who shall be liable to retire by rotation.	*100.00%	0.00%	Ordinary
9.	Appointment of Mr. Tarak Patel (DIN-00166183) as Managing Director to hold office upto May 31, 2020, who shall not be liable to retirement by rotation.	*100.00%	0.00%	Special
10.	To accord the consent of the Company for payment of remuneration to Mr. Tarak Patel (DIN 00166183) as Executive Director upto May 31, 2015.	*100.00%	0.00%	Ordinary
11.	Appointment of Mr. Thomas Kehl (DIN 06935094), in casual vacancy was appointed as a Director of the Company.	*100.00%	0.00%	Ordinary



12.	Appointment of Mr. Thomas Kehl (DIN 06935094), as a Director of the Company, who shall retire by rotation.	*100.00%	0.00%	Ordinary
13.	Appointment of Mr. Khurshed Thanawalla (DIN 00201749), as a Director of the Company, who shall retire by rotation.	*100.00%	0.00%	Ordinary
14.	Appointment of Mr. Tom Alzin (DIN 07229180), as a Director of the Company, who shall retire by rotation.	*100.00%	0.00%	Ordinary
15.	To accord the consent of the Company for payment of remuneration to Mr. Ashok Pillai (DIN – 00167849) as Whole Time Director upto July 6, 2015.	*100.00%	0.00%	Ordinary

\* Rounded off to 100

The Scrutinizer's Report on the voting process conducted for the 52<sup>nd</sup> AGM is annexed herewith.

Kindly take the same on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,  
For **GMM PFAUDLER LIMITED**



**Mittal Mehta**  
**Company Secretary & Compliance Officer**

Encl: As above