

Gontermann-Peipers (India) Limited

CIN: L27106WB1966PLC101410

& Works

Regd. Office P.O. Pailan, Diamond Harbour Road, 24 Parganas(S), West Bengal, Pin Code-700104, India Phone: +91 33 2453-2455/2456, 2497-8183/8294/8462, Fax: +91 33 2497-8313/8547/8686

E-mail: gpikol@gontermann-peipers.com Website: www.gontermann-peipers.com

Ref.: GPI/SEC/BSE/CSE/2014-15

Date: March 28, 2015

The Manager Department of Corporate Services **BSE** Limited Phiroze Jeejeebhoy Towers **Daial Street** Mumbai - 400 001

Ref: Stock Code: 504701

Dear Sir(s),

The Secretary The Calcutta Stock Exchange Limited 7, Lyons Range Kolkata - 700 001.

Ref: Stock Code: 10017005

Sub: Declaration of results of Postal Ballot and E-Voting for approval Scheme of amalgamation of Geetapuram Port Services Limited and North East Natural Resources Private Limited with Gontermann-Peipers (India) Limited

With reference to our letter dated 10th February, 2015, we wish to inform you of the outcome of the postal Ballot and E-Voting in connection with the Scheme of amalgamation of Geetapuram Port Services Limited and North East Natural Resources Private Limited with Gontermann-Peipers (India) Limited.

Postal Ballot and E-Voting conducted as per SEBI Circular CIR/CFD/DIL/8/2013 dated May 21, 2013

The Postal Ballot and E-Voting conducted for obtaining the approval of the public shareholders (other than Promoter and Promoter Group shareholders) for the Scheme, pursuant to SEBI Circulars No. CIR/CFD/DIL/5/2013 dated February 4, 2013 and CIR/CFD/DIL/8/2013 dated May 21, 2013, as set out in Postal Ballot notice dated 13th January, 2015 under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 was concluded on 17th March, 2015.

Based on the Scrutinizer's report dated 21st March, 2015, the Chairman appointed by the Hon'ble High Court of Judicature at Kolkata in its order dated 18th December, 2014 and as modified vide Order dated 27th January, 2015 in Company Application No.729 of 2014 for the court convened meeting, held on 28th March, 2015 declared that the resolution was approved by the public shareholders with requisite majority. A copy of the Scrutinizer result is enclosed for your reference and records.

The Postal Ballot result is being published in Financial Express and Ek din Kolkata, hosted in our website www.gontermann-piepers.com and displayed at the Registered Office of the Company.











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| | E-Voting | | Postal Ballot | | Total Votes | | | |
|-----------------------------------|-----------------------------------|----------------------------------|-----------------------------------|----------------------------------|-----------------------------------|----------------------------------|---|--|
| | Number of Members who voted | Number of Shares for which | Number of Members who voted | Number of Shares for which | Number of Members who voted | Number of Shares for which | Percentage of votes to total number of valid votes cast | |
| Public Shareholders | | votes cast | | votes cast | | votes cast | votes cast | |
| Voted in favour of the resolution | 20 | 1161640 | 49 | 8086 | 69 | 1169726 | 99.98% | |
| Voted against the resolution | 1 | 17 | 3 | 169 | 4 | 186 | 0.02 | |
| Invalid votes | 0 | 0 | 1 | 26 | 1 | 26 | - | |

We request you to take the above disclosures on record and note our compliance under the above referred circular of SEBI and relevant provisions of the listing agreement.

Thanking you,

Yours faithfully,

For GONTERMANN-PEIPERS (INDIA) LTD.

Company Secretary

ISO 9001 : 2008 PPROVED BY IRQS



ISO 14001 : 2004





Scrutinizer's Report

Mr. Abhijit Mukherjee Court Appointed Chairman 7, Old Post Office Street, 1st Floor, Room No.17, Kolkata – 700001

Court Convened Meeting of Equity Shareholders of Gontermann-Peipers (India) Limited held on 28th March, 2015 at 11:30 A.M.

Dear Sir,

I, Anil Kumar Gupta, Advocate appointed by the Hon'ble High Court of Calcutta vide their order dated 18th December, 2014, as modified by an order dated 27th January, 2015, in Company Application No. 729 of 2014 of Gontermann- Peipers (India) Limited to act as the Scrutinizer for the purpose of scrutinizing the Postal Ballot and electronic voting ('evoting') process on the Resolutions as set out in the Notice dated 13th January, 2015, do hereby submit my report as follows:

- Despatch of the Postal Ballot Notice, along with the Explanatory Statement and the Postal Ballot Form, to the Members of the Company was completed on 10th February, 2015. The said documents were sent by NSDL in electronic mode to those Members who registered their e-mail addresses with the Company's Registrar and Transfer Agents or with the Depositories.
- Voting rights were reckoned on the paid-up value of shares registered in the names of the Members as on 30th January, 2015.
- The period for voting by postal ballot commenced from 13th February, 2015, the last date for receipt of completed Postal Ballot Forms was Tuesday, 17th March, 2015. Postal Ballot Forms received after close of working hours on 17th March, 2015 were not considered for scrutiny.
- 4. The period for e-voting commenced at 9.00 a.m. on 13th February, 2015 and ended at 6.00 p.m. on 17th March, 2015. The e-voting facility was provided by National Securities Depository Limited (NSDL), such e-voting facility was disabled by NSDL after 6.00. p.m. on 17th March, 2015.
- 5. The Postal Ballot Forms received from the Members were kept in a locked ballot box before commencement of the scrutiny.
- 6. The votes cast electronically were unblocked on 19th March, 2015 at 2:00 P.M. in the presence of 2 (two) witnesses, Advocate Bikash Dutta and Mr. Sankar Datta of Gonterman_ Peipers (India) Limited.



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Based on the report generated from NSDL's e-voting website www.evoting.nsdl.com and the Postal Ballot Forms received from the Members which I have scrutinized, the results of the postal ballot and e-voting in respect of the Resolutions to consider the proposed Scheme of Amalgamation of Geetapuram Port Services Limited (GPSL) and its wholly-owned Subsidiary North East Natural Resources Private Limited (NENRPL) with Gontermann-Peipers (India) Limited (GPIL) and their respective Shareholders are reported as under:

To consider the proposed Scheme of Amalgamation of Geetapuram Port Services Limited (GPSL) and its wholly-owned Subsidiary North East Natural Resources Private Limited (NENRPL) with Gontermann-Peipers (India) Limited (GPIL) and their respective Shareholders.

| | E-Voting | | Postal Ballot | | Total Votes | | |
|--|-------------------------|---------------------------------------|-------------------------|----------------------------|-------------------------|---|--|
| | Number of Members | Number of Shares for which | Number of Members | Number of Shares | Number of Members | Number of Shares for which votes | Percentage of votes to total number of |
| | who voted | votes cast | who voted | for which votes cast | who voted | cast | valid votes cast |
| Promoter (A | 1) | · · · · · · · · · · · · · · · · · · · | | 1 | г | | <u> </u> |
| Voted in favour of the resolution | 15 | 16000282 | 0 | 0 | 15 | 16000282 | 100.00 |
| Voted against the resolution | 0 | 0 | 0 | 0 | 0 | . 0 | |
| Invalid votes | 0 | 0 | 0 | 0 | 0 | 0 | |
| | | | | | | | |
| Public (B) | | | • | , | y- | | Υ |
| Voted in favour of the resolution | 20 | 1161640 | 49 | 8086 | 69 | 1169726 | 99.98 |
| Voted against the resolution | 1 | 17 | 3 | 169 | 4 | 186 | 0.02 |
| Invalid votes | 0 | .0 | 1 | 26 | 1 | 26 | |
| | | | | | | | |



| Promoter + | Public (A | + B) | | | | | |
|--|-----------|----------|-----|------|----|---------|-------|
| Voted in favour of the resolution | 35 | 17161922 | 49. | 8086 | 84 | 1710008 | 99.99 |
| Voted against the resolution | 1 | 17 | 3 | 169 | 4 | 186 | 0.01 |
| Invalid votes | 0 | 0 | 1 | 26 | 1 | 26 | |

Yours faithfully,

And the grades (Anil Kumar Gupta) ADVOCATE/SCRUTINIZER

Place: Kolkata Date:21st March,2015

We, the undersigned, have witnessed that the votes were unblocked from NSDL's e-voting website www.evoting.nsdl.com in our presence on 19th March, 2014 at 2.00 p.m.

Name : Bikas Dutta

Address: 6, Old Post Office Street

Top Floor

Name : Sankar Datta

Address: 38/1 Dumdum Road

Devi Complex, Block - D

Kolkata - 74

