

THE GAEKWAR MILLS LTD.

REGD. OFFICE: 2/2, Plot-2, New Sion CHS, Swami Vallabhdas Marg, Road No. 24, Sindhi Colony, Sion Mumbai – 400022.

CIN: L17120MH1949PLC007731

Website: www.gaekwarmills.in



Date: 26th September, 2023

To
BSE Limited
Department of Corporate Services
Listing Department
P J Towers
Dalal Street
Mumbai – 400001
Scrip Code: 502850

Sub: Intimation of the Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We refer to the notice of 94th Annual General Meeting (“**AGM**”) of the Company dated August 14, 2023 (“**AGM Notice**”), circulated to the shareholders of Gaekwar Mills Limited (the “**Company**”) for seeking their approval on resolutions contained in the notice by means of remote e-voting and e-voting system (“**Insta Poll**”) at the AGM. Accordingly, the AGM was held on Monday, September 25, 2023 at 3:00 p.m. through Video Conferencing, in compliance with circular dated December 28, 2022, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, and December 14, 2021 and May 5, 2022 (collectively referred to as ‘MCA Circulars’), permitted convening the Annual General Meeting (‘AGM’ / ‘Meeting’) through Video Conferencing (‘VC’) or Other Audio Visual Means (‘OAVM’), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (‘the Act’) read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’).

The Company had appointed Mr. Anish Gupta, partner of VKMG & Associates LLP, practicing company secretaries as the scrutinizer (“**Scrutinizer**”) for scrutinizing the process of remote e-voting and e-voting system at the AGM in a fair and transparent manner.

The Scrutinizer carried out the scrutiny of remote e-voting which had commenced on Thursday, September 21, 2023 at 9.00 a.m. (IST) and ended on Sunday, September 24, 2023 at 5.00 p.m. (IST), along with votes casted through e-voting system at the AGM and submitted consolidated scrutinizers report today i.e. on September 26, 2023.

Accordingly, the voting results announced today i.e. on September 26, 2023. Pursuant to Regulation 44(3) of the Listing Regulations read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed the voting results of the businesses transacted at the AGM along with consolidated report of the scrutinizer.

The same is also being made available on the website of the Company at <https://www.gaekwarmills.in/investor> and of the website of NSDL, Registrars and Transfer Agent of the Company at <https://www.evoting.nsdl.com/>.

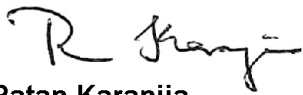
All the resolutions put to vote at the AGM stand passed, under remote e-voting along with voting through e-voting at the AGM, with the requisite majority and shall be deemed to be passed on the date of the AGM.

Kindly take the above on record.

Thanking you,

Yours truly,

For **Gaekwar Mills Limited**



Ratan Karanjia
Chairman

Place: Mumbai
Date: September 26, 2023

Enclosed:

1. Voting results in the format prescribed by SEBI.
2. Consolidated scrutinizers report dated September 26, 2023.

Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.				
Category	Mode 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	48780	0	0.0000	0	0	0	0
	Poll	48780	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0	0
	Total	48780	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	1951220	357972	18.3461	357972	0	100.0000	0.0000
	Poll	1951220	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0	0
	Total	1951220	357972	18.3461	357972	0	100.0000	0.0000
Total		2000000	357972	17.8986	357972	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div style="border: 1px solid black; padding: 5px; display: inline-block; background-color: #800000; color: white;">Add Notes</div>	

Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mrs. Shweta Dhruv Shah (DIN:03287393), who retires by rotation at this Annual General Meeting and being eligible, offers herself for reappointment.				
Category	Mode 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	48780	0	0.0000	0	0	0	0
	Poll	48780	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0	0
	Total	48780	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	1951220	357972	18.3461	357972	0	100.0000	0.0000
	Poll	1951220	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0	0
	Total	1951220	357972	18.3461	357972	0	100.0000	0.0000
Total		2000000	357972	17.8986	357972	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div style="border: 1px solid black; padding: 5px; display: inline-block; background-color: #800000; color: white;">Add Notes</div>	

Resolution (3)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the limits for the Loans, Guarantees and Investment by the Company as per Section 186 of the Companies Act,2013.				
Category	Mode 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	48780	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		48780	0	0.0000	0	0	0.0000
Public-Non Institutions	E-Voting	1951220	357972	18.3461	357972	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1951220	357972	18.3461	357972	0	100.0000
Total		2000000	357972	17.8986	357972	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<div style="border: 1px solid black; padding: 5px; display: inline-block; background-color: #800000; color: white;">Add Notes</div>	

**VKMG**

& Associates LLP
Company Secretaries

**Consolidated Report of Scrutinizer on remote e-voting and e-voting at the
94th Annual General Meeting (AGM)**
(Pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies
(Management and Administration) Rules, 2014 as amended.)

To,
Mr. Ratan Noshir Karanjia
Chairman of the AGM
GAEKWAR MILLS LIMITED
CIN:L17120MH1949PLC007731
2/2, FLR-GRD,PLOT-2,NEW SION CHS,
SWAMI VALLABHDAS MARG, ROAD NO 24,
SINDHI COLONY, SION,
MUMBAI, Maharashtra- 400022 IN

Sub: 94th Annual General Meeting (AGM) of the members of **GAEKWAR MILLS LIMITED**
(the "Company") held on Monday, September 25, 2023 at 03.00 p.m. through Video
Conferencing or Other Audio Video Means (VC/OAVM).

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of the Company on August 14, 2023, I, Anish Gupta, partner of VKMG & Associates LLP, Practicing Company Secretaries, have been appointed as a scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("e-voting"), on the resolutions contained in the notice of AGM dated August 14, 2023 ("Notice"), calling the 94th AGM of the members of Company on Monday, September 25, 2023 at 3.00 p.m. IST through Video Conferencing or Other Audio-Visual Means (VC/OAVM).

The management of the Company is responsible to ensure compliance with the requirements of applicable provisions of the Companies Act, 2013 ("the Act") and rules made thereunder and applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations") and General Circular dated December 28, 2022, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as 'MCA Circulars') relating to issuance of notice and e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

The AGM was convened on Monday, September 25, 2023 at 03.00 P.M IST through VC / OAVM. The deemed venue for the Meeting was the Registered Office of the Company.

Pursuant to provisions of Sections 101 and 136 of the Act and rules made thereunder and Regulation 36 of Listing regulations and in terms of MCA Circulars and SEBI Circular dated January 5, 2023, the notice of AGM including procedure and instructions for e-voting and Annual Report for FY 2022-2023 was sent through electronic mode to equity shareholders whose email address is registered with the Company / Registrar & Transfer Agent of the Company Link Intime India Private Limited / National Securities Depository Limited ("NSDL") / Depository.

The Notice of the AGM and Annual Report were placed on the website of the Company.



**VKMG**

& Associates LLP
Company Secretaries

www.gaekwarmills.in and on websites of the stock exchanges on which the shares of the Company is listed ("Stock Exchange"), i.e. BSE Limited at www.bseindia.com, and the same were also made available on the website of NSDL (e-voting Agency) i.e. www.evoting.nsdl.com.

The Company has also published public advertisements of Notice of the AGM on August 30, 2023 in Business Standard i.e English Newspaper and in Mumbai Lakshwadeep on 31st August, 2023 i.e before and on September 03, 2023 after the sending of said Notice, in the two newspapers namely "Financial Express" (English Newspaper) and "Pratahkal" (Marathi Language Newspaper).

My responsibility as Scrutinizer is to scrutinize the process of remote e-voting before the AGM and e-voting at the AGM in a fair and transparent manner and is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by NSDL, engaged by the Company to provide e-voting facility and attendant papers and other relevant documents furnished to me electronically by the Company and/ or NSDL for my verification. Accordingly, I hereby submit my report as under:

1. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Monday, September 18, 2023, were entitled to vote either by remote e-voting or e-voting at the AGM, on the resolutions (item nos. 1 to 3 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.
2. The remote e-voting commenced on Thursday, September 21, 2023 at 9:00 a.m. (IST) and ended on Sunday, September 24, 2023 at 5:00 p.m. (IST). The remote e-voting module was disabled by NSDL upon expiry of this period.
3. The facility for voting was also available at the AGM through e-voting for those Members who attended the AGM and had not already cast their vote through the remote e-voting facility.
4. The votes cast during the remote e-voting and Votes cast at the AGM were unblocked on Monday, September 25, 2023, after the conclusion of the AGM and was witnessed by two witnesses, Mr. Sushant Nate and Mr. Abhay Pratap Mithilesh Singh, who are not in the employment of the Company.
5. The e-votes were reconciled with the records maintained by the Company/ NSDL and the authorizations lodged with the Company/ NSDL on test check basis.
6. The details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that were put to vote, and whose votes were invalid or who abstained from voting, were generated from the voting website of NSDL i.e., <https://www.evoting.nsdl.com/>. Based on the report generated by NSDL and relied upon by me, the voting results are reported.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Voting at the AGM, as an Annexure to this report, based on the reports generated by NSDL.

All the resolutions put to vote at the AGM stand passed, under remote e-voting along with voting through e-voting at the AGM, with the requisite majority and shall be deemed to have been passed on the date of the AGM.

LLPIN: AAN 5435

105/108, Lotus Business Park, Ram Baug Lane, Off S V Road, Malad (West), Mumbai - 400064.

+91-22-4691 1251 • team@vkmga.in



**VKMG**

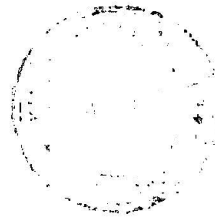
& Associates LLP
Company Secretaries

I hereby confirm that I am maintaining the register and records which are required to be maintained under Rule 20 of the Companies (Management and Administration) Rules, 2014 received from the NSDL, in respect of the votes cast through remote e-voting and through e-voting at the AGM by the Equity Shareholders of the Company and will be handed over to Mr. Ratan Karanjia, Chairman of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM. According to my observations, the process of remote e-voting and e-voting at the AGM has been conducted in a fair and transparent manner.

Thanking you,

Yours faithfully,

For VKMG & Associates LLP
Company Secretaries
FRN: L2019MH005300



Anish Gupta
Partner
FCS-5733
CP No. 4092
PRN: 1279/2021

Date: 26-09-2023
Place: Mumbai
UDIN:F005733E001085009

Witness 1: Mr. Sushant Nate

Witness 2: Mr. Abhay Pratap Mithiliesh Singh

Signature: _____

Mr. Ratan Karanjia
(Chairman of the AGM)

LLPIN: AAN-5436

106/108, Lotus Business Park, Ram Baug Lane, Off S V Road, Malad (West), Mumbai - 400064.

+91-22-4601 1261 team@vkmg.in

GAEKWAR MILLS LIMITED
(CIN - L17120MH1949PLC007731)

Annexure to Consolidated Scrutinizer Report in respect of remote e-voting along voting through e-voting at AGM at 94th Annual General Meeting of Gaekwar Mills Limited held on September 25, 2023 through Video Conferencing (VC)

Res. No.	Particular of Resolution	Mode	Total No. of Members	Total Votes	Total Valid Votes	Favour			Against			Invalid	
						No. of Members	No. of Votes	% of total Valid Votes	No. of Members	No. of Votes	% of total Valid Votes	No. of Members	No. of Votes
1	Consideration and adoption of the audited standalone financial statements of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.	Remote e-voting	27	357972	357972	27	357972	100.000	0	0	0.000	0	0
		E-voting (Insta Poll)	0	0	0	0	0	0.000	0	0	0.000	0	0
		Total	27	357972	357972	27	357972	100.000	0	0	0.000	0	0
2	Appointment of a Director in place of Mrs. Shweta Dhruv Shah (DIN:03287393), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.	Remote e-voting	27	357972	357972	27	357972	100.000	0	0	0.000	0	0
		E-voting (Insta Poll)	0	0	0	0	0	0.000	0	0	0.000	0	0
		Total	27	357972	357972	27	357972	100.000	0	0	0.000	0	0
3	Consideration and approval of the limits for the loans, guarantees and Investment by the Company as per Section 186 of the Companies Act, 2013.	Remote e-voting	27	357972	357972	27	357972	100.000	0	0	0.000	0	0
		E-voting (Insta Poll)	0	0	0	0	0	0.000	0	0	0.000	0	0
		Total	27	357972	357972	27	357972	100.000	0	0	0.000	0	0

Place: Mumbai
Date 26.09.2023
UDIN:F005733E001085009

Witness 1: Mr. Sushant Nate

Witness 2: Mr. Abhay Pratap Mithilesh Singh

For VKMG & Associates LLP
Company Secretaries
FRN: L2019MH005300



Anish Gupta
Partner
FCS-5733
CP No. 4092
PRN: 1279/2021