

GPL\SEC\2018-19  
3<sup>rd</sup> October, 2018



**Gulshan Polyols Limited**  
CIN : L24231UP2000PLC034918  
Corporate Office: G-81, Preet Vihar,  
Delhi-110092, India  
Phone : +91 11 49999200  
Fax : +91 11 49999202  
E-mail : gscldelhi@gulshanindia.com  
Website: www.gulshanindia.com

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor,  
G Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051

To,  
**Department of Corporate Services,**  
The Bombay Stock Exchange Ltd,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai – 400001

**Ref.: Regulation 44 of the Listing Regulations**  
**Sub: Details of Voting Results at the 18<sup>th</sup> Annual General Meeting of the Company**

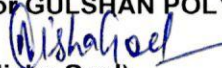
Dear Sir

In compliance with Regulation 44 of the Listing Regulations, we are pleased to submit the following information, in the prescribed format, regarding voting results on the business transacted as per Notice of the 18<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2018 at 12:30 p.m. at Solitaire INN Hotel, 6 Mile Stone, Meerut Road, National Highway 58, Muzaffarnagar, Uttar Pradesh 251002.

Day and Date of AGM	Saturday, 29 <sup>th</sup> September, 2018			
Cut- off date for voting at the AGM	22 <sup>nd</sup> September, 2018			
Total no. of Shareholders on cut-off date	17045			
E- voting conducted between (through CDSL)	26 <sup>th</sup> September, 2018 (9:00 a.m.) to 28 <sup>th</sup> September, 2018 (5:00 p.m.)			
Number of Shareholders present in the meeting either in Person or proxy:	Promoter and Promoter Group		Public	
	In Person	Through Proxy	In Person	Through Proxy
	5	0	36	0
Number of Shareholders attending the meeting through video conferencing:	Promoter and Promoter Group		Public	
	N.A.		N.A.	

The mode of voting was by way of remote e-voting and poll. The agenda wise details are provided in the annexure attached herewith.

Further, the Consolidated Scrutinizer's Report on remote e-voting and poll is also enclosed herewith.

Thanking you  
Yours faithfully  
**For GULSHAN POLYOLS LIMITED**  
  
**(Nisha Goel)**  
Company Secretary

**Details of Voting of business transacted as per the Notice of 18<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2018 by the shareholders as on cut-off date i.e. 22<sup>nd</sup> September, 2018**

**Resolution No. 1: Ordinary Resolution**

To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2018 and the Statement of Profit and Loss for the year ended on that date and the Reports 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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	132490	0.78	132490	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761590</b>	<b>59.17</b>	<b>27761590</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

**Resolution No. 2: Ordinary Resolution**

To declare a dividend on Preference Shares for the financial year ended 31<sup>st</sup> March, 2018.

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	132490	0.78	132490	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761590</b>	<b>59.17</b>	<b>27761590</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

For GULSHAN POLYOLS LIMITED

*Ashraf*  
Company Secretary

### Resolution No. 3: Ordinary Resolution

To confirm the payment of Interim dividend during the financial year 2017-18 and to declare a Final dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2018

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	132490	0.78	132490	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761590</b>	<b>59.17</b>	<b>27761590</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

### Resolution No. 4: Ordinary Resolution

To appoint a director in place of Mr. A. K. Vats (holding DIN no. 00062413), who retires by retire by rotation, and being eligible, offers himself for re-appointment.

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	132490	0.78	127751	4739	96.42	3.58
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761590</b>	<b>59.17</b>	<b>27756851</b>	<b>4739</b>	<b>99.98</b>	<b>0.02</b>

For GULSHAN POLYOLS LIMITED

*Aishwarya*  
Company Secretary

## Resolution No. 5: Ordinary Resolution

To appoint auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of fifth consecutive Annual General Meeting and to fix their remuneration.

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	131990	0.77	131990	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761090</b>	<b>59.17</b>	<b>27761090</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

## Resolution No. 6: Special Resolution

Revision in terms of appointment and remuneration of Dr. C. K. Jain, Managing Director of the Company

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	131990	0.77	130490	1500	98.86	1.14
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761090</b>	<b>59.17</b>	<b>27759590</b>	<b>1500</b>	<b>99.99</b>	<b>0.01</b>

For GULSHAN POLYOLS LIMITED

*Nishu*  
Company Secretary

## Resolution No. 7: Special Resolution

Variation in terms of remuneration of Ms. Arushi Jain, Whole Time Director of the Company

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
Public - others	E-Voting	17080316	131990	0.77	127251	4739	96.41	3.59
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
<b>TOTAL</b>		<b>46917020</b>	<b>27761090</b>	<b>59.17</b>	<b>27756351</b>	<b>4739</b>	<b>99.98</b>	<b>0.02</b>

## Resolution No. 8: Special Resolution

Variation in terms of remuneration of Ms. Aditi Pasari, Whole Time Director of the Company

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
Public - others	E-Voting	17080316	131990	0.77	127251	4739	96.41	3.59
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
<b>TOTAL</b>		<b>46917020</b>	<b>27761090</b>	<b>59.17</b>	<b>27756351</b>	<b>4739</b>	<b>99.98</b>	<b>0.02</b>

For GULSHAN POLYOLS LIMITED

*Aishwarya*  
Company Secretary

## Resolution No. 9: Special Resolution

Payment of Commission to Non-Executive Directors of the Company

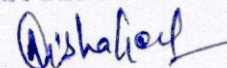
Category	Mode of Voting	No. of Shares held	No. of votes Polled	% of Votes polled on outstanding Shares	No. of votes - in favour	No. of votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	131990	0.77	127251	4739	96.41	3.59
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761090</b>	<b>59.17</b>	<b>27756351</b>	<b>4739</b>	<b>99.98</b>	<b>0.02</b>

## Resolution No. 10: Special Resolution

Approval of Remuneration of Cost Auditor of the Company

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	131990	0.77	131990	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761090</b>	<b>59.17</b>	<b>27761090</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

For GULSHAN POLYOLS LIMITED

  
Company Secretary

## Resolution No. 11: Special Resolution

Approval of Gulshan Polyols Limited Employees - Stock Option Plan 2018 (GPL ESOP 2018)

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	131990	0.77	131990	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761090</b>	<b>59.17</b>	<b>27761090</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

## Resolution No. 12: Special Resolution

Acquisition of Shares of the Company through 'Employees Welfare Trust' Implementation of GPL ESOP 2018

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	131990	0.77	131990	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761090</b>	<b>59.17</b>	<b>27761090</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

For GULSHAN POLYOLS LIMITED

*Aishah Goel*  
Company Secretary

### Resolution No. 13: Special Resolution

To authorise for making of Loan/ Provision of money at Employees' Welfare Trust for purchase of / subscription for Company's shares under GPL ESOP, 2018

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	131990	0.77	131990	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761090</b>	<b>59.17</b>	<b>27761090</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

### Resolution No. 14: Special Resolution

Re-appointment of Mr. Kailash Chandra Gupta as an Independent Director of the Company

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 & Promoter Group	E-Voting	27629100	27629100	100.00	27629100	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - Institutional Holders	E-Voting	2207604	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Public - others	E-Voting	17080316	131990	0.77	127251	4739	96.41	3.59
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
<b>TOTAL</b>		<b>46917020</b>	<b>27761090</b>	<b>59.17</b>	<b>27756351</b>	<b>4739</b>	<b>99.98</b>	<b>0.02</b>

For GULSHAN POLYOLS LIMITED

*Ashaleef*  
Company Secretary



**FORM NO. MGT – 13**

**Report of Scrutinizer (s)**

*[Pursuant to rule section 108 & 109 of the Companies Act, 2013 and rule 20 & 21 (2) of the Companies (Management and Administration) Rules, 2014 as amended up to date]*

Date: 3<sup>rd</sup> October, 2018

To

*The Chairman*

*of Annual General Meeting of the Equity Shareholders of GULSHAN POLYOLS LIMITED, held on 29<sup>th</sup> September, 2018, at Solitaire INN Hotel, 6 Mile Stone, Meerut Road, National Highway 58 Muzaffarnagar, Uttar Pradesh 251002, at 12:30 p.m.*

**Sub: Scrutinizers' Report on remote e-voting and poll voting, to approve Ordinary businesses and Special businesses in 18<sup>th</sup> Annual General Meeting of Gulshan Polyols Limited**

Dear Sir,

I **Megha Aggarwal**, Practicing Company Secretary, having of my office at 268, First Floor, Business India Complex, Uday Park, Adjacent to August Kranti Marg, New Delhi – 110049 was appointed as Scrutinizer by the Board of Directors in its meeting held on 3<sup>rd</sup> August, 2018, for the purpose of remote e-voting and poll voting through physical ballot at venue, in a fair and transparent manner and ascertaining the requisite majority on e-voting and poll voting through physical ballot, at the venue carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015, on the resolutions referred to in this report.

**I hereby submit my report as under:**

1. The Notice was sent to all the members of the Company through electronic means (wherever email ids were available) and to the other shareholders by Courier between 3<sup>rd</sup> to 6<sup>th</sup> September, 2018 and subsequently, the notice convening was also placed on the website of the Company. The Members holding equity shares as on cut-off date i.e. 22<sup>nd</sup> September, 2018 were only considered for e-voting and for voting at the meeting venue.


2. The members of the Company were given an option to vote electronically on e-voting platform, provided by the Central Depository Services (India) Limited (CDSL)
3. The remote e-voting period commenced on 26<sup>th</sup> September, 2018 at 9 00 a m and ended on 28<sup>th</sup> September, 2018 at 5 00 p m
4. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed poll voting at the venue of the Annual General Meeting on the Ballot Forms provided at the meeting venue to all those members who present at the meeting but have not cast their votes by availing the Remote e-voting.
5. The resolutions, for which this Annual General Meeting of the shareholders was held, were as follows

S. NO.	SUBJECT MATTER OF THE RESOLUTION	NATURE OF RESOLUTION
	<b>ORDINARY BUSINESS</b>	
1	To receive, consider and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March 2018 and the Statement of Profit and Loss for the year ended on that date and the Reports of Directors and Auditors thereon.	Ordinary
2	To declare a dividend on Preference Shares for the financial year ended 31 <sup>st</sup> March, 2018	Ordinary
3	To confirm the payment of Interim dividend during the financial year 2017-18 and to declare a Final dividend on Equity Shares for the financial year ended 31 <sup>st</sup> March, 2018.	Ordinary
4	To appoint a director in place of Mr. Ashwani Kumar Vats (holding DIN no. 00062413), who retires by rotation, and being eligible, offers himself for re-appointment	Ordinary
5	To ratify the appointment of Rajeev Singal & Co. (Firm Registration no. - 008692C), Statutory Auditors of the Company.	Ordinary
	<b>SPECIAL BUSINESS</b>	
6	Revision in terms of appointment and remuneration of Dr. C. K. Jain, Managing Director of the Company	Special
7	Variation in terms of remuneration of Ms. Arushi Jain, Whole Time Director of the Company.	Special
8	Variation in terms of remuneration of Ms. Aditi Pasari, Whole Time Director of the Company.	Special
9	Payment of Commission to Non-Executive Directors of the Company.	Special
10	Approval of Remuneration of Cost Auditor of the Company.	Ordinary
11	Approval of Gulshan Polyols Limited Employees - Stock Option Plan 2018 (GPL ESOP 2018)	Special
12	Acquisition of Shares of the Company through 'Employees Welfare Trust' for implementation of GPL ESOP 2018	Special
13	To authorise for making of Loan/ Provision of money at Employees' Welfare Trust for purchase of / subscription for Company's shares under GPL ESOP,	Special



2018	
14	Re-appointment of Mr. Kailash Chandra Gupta as an Independent Director of the Company.
	Special

- 6 After conclusion of the Meeting, the ballot box was opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms under poll voting.
- 7 The votes cast through e-voting were unblocked on 1<sup>st</sup> October, 2018 in the presence of two witnesses namely Mr. Kunal Wadhwa and Mr. Abhishek Aggarwal, who are not in employment of the Company
- 8 In tune with the instructions, contained in the instructions given for e-voting in the notes of Notice of AGM dated 3<sup>rd</sup> August, 2018, in respect of members who have voted in both modes (i.e. e-voting and physical ballot forms voted at the venue), I have considered only e-voting by reckoning the voting done through ballot forms
- 9 Eight ballot forms were incomplete and / or were otherwise defective.
- 10 I have collated the votes received through e-voting process and physical Ballot forms voted at venue under Poll voting and the same have been furnished hereunder:

Item No. of Notice	Mode	For			Against		
		No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
Item No 1 (Ordinary Resolution)	E-voting	53	27761590	100.00	-	-	-
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>53</b>	<b>27761590</b>	<b>100.00</b>	-	-	-
Item No 2 (Ordinary Resolution)	E-voting	53	27761590	100.00	-	-	-
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>53</b>	<b>27761590</b>	<b>100.00</b>	-	-	-
Item No 3 (Ordinary Resolution)	E-voting	53	27761590	100.00	-	-	-
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>53</b>	<b>27761590</b>	<b>100.00</b>	-	-	-
Item No 4 (Ordinary Resolution)	E-voting	50	27756851	99.98	3	4739	0.02
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>50</b>	<b>27756851</b>	<b>99.98</b>	<b>3</b>	<b>4739</b>	<b>0.02</b>
Item No 5 (Ordinary Resolution)	E-voting	52	27761090	100.00	-	-	-
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>52</b>	<b>27761090</b>	<b>100.00</b>	-	-	-
Item No 6	E-voting	50	27759590	99.99	2	1500	0.01

*Megha*

M. Aggarwal & Co.  
Delhi  
CP-9377  
Company Secretaries



(Special Resolution)	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>50</b>	<b>27759590</b>	<b>99.99</b>	<b>2</b>	<b>1500</b>	<b>0.01</b>
Item No. 7 (Special Resolution)	E-voting	49	27756351	99.98	3	4739	0.02
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>49</b>	<b>27756351</b>	<b>99.98</b>	<b>3</b>	<b>4739</b>	<b>0.02</b>
Item No. 8 (Special Resolution)	E-voting	49	27756351	99.98	3	4739	0.02
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>49</b>	<b>27756351</b>	<b>99.98</b>	<b>3</b>	<b>4739</b>	<b>0.02</b>
Item No. 9 (Special Resolution)	E-voting	49	27756351	99.98	3	4739	0.02
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>49</b>	<b>27756351</b>	<b>99.98</b>	<b>3</b>	<b>4739</b>	<b>0.02</b>
Item No. 10 (Ordinary Resolution)	E-voting	52	27761090	100.00	-	-	-
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>52</b>	<b>27761090</b>	<b>100.00</b>	<b>-</b>	<b>-</b>	<b>-</b>
Item No. 11 (Special Resolution)	E-voting	52	27761090	100.00	-	-	-
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>52</b>	<b>27761090</b>	<b>100.00</b>	<b>-</b>	<b>-</b>	<b>-</b>
Item No. 12 (Special Resolution)	E-voting	52	27761090	100.00	-	-	-
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>52</b>	<b>27761090</b>	<b>100.00</b>	<b>-</b>	<b>-</b>	<b>-</b>
Item No. 13 (Special Resolution)	E-voting	52	27761090	100.00	-	-	-
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>52</b>	<b>27761090</b>	<b>100.00</b>	<b>-</b>	<b>-</b>	<b>-</b>
Item No. 14 (Special Resolution)	E-voting	49	27756351	99.98	3	4739	0.02
	Ballot form at the AGM venue	-	-	-	-	-	-
	<b>Total</b>	<b>49</b>	<b>27756351</b>	<b>99.98</b>	<b>3</b>	<b>4739</b>	<b>0.02</b>

11 All the relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.



12 The data sheet relating to e-voting and other related papers / registers, records are in the safe custody of the undersigned, and that they will be handed over to the Chairman of the Company, once the Minutes are approved and signed.

Thanking you,  
For **M AGGARWAL & CO.**  
COMPANY SECRETARIES

  
  
(Megha Aggarwal)  
Company Secretary  
Membership No. A26136  
CP No. - 9377