



GUJARAT PETROSYNTHESE LIMITED

Reg. Off: No.24, II Main, Doddanekkundi Industrial Area,
Phase I, Mahadevapura Post, Bangalore-560 048.
Ph: 91 – 80 - 28524133 Fax: 91– 80 - 28524171
E-mail : info@gpl.in, Website: www.gpl.in
CIN No. L23209KA1977PLC043357



Date : 25.09.2015

To.
The Listing Department
The BSE Ltd.
Phiroze Jeejeeboy Tower,
25th Floor, Dalal Street,
Mumbai – 400001.

Dear Sir,

Sub : Listing Agreement : Clause 31 (d) and Clause 35A – Details of voting results at the 38th Annual General Meeting of the Company.


Pursuant to Clause 35A of the Listing Agreement, we are submitting herewith the details regarding the voting results of the business transacted at the Annual General Meeting (AGM) of the Equity shareholders of the Company held on Wednesday, September 23, 2015 at 3.00 pm at 24, II Main, Doddanekkundi Industrial Area, Bangalore 560048 in the prescribed format showing the results of voting.

Further we are enclosing the Consolidated Report of the Scrutinizer on E-Voting, physical ballot forms and voting at the AGM.

The above are also uploaded on the company Website.

We request you to note the above and acknowledge the receipt of this letter.

Thanking You,
Yours Faithfully
For Gujarat Petrosynthese Limited

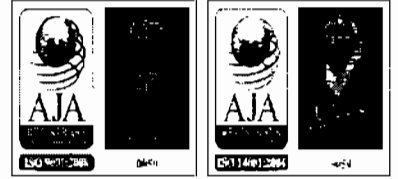

Shweta Kalgudkar
Company Secretary

Encl : As above



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Details of Voting Results

Date of the AGM : September 23, 2015.

Total number of shareholders on record date: 19,240

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 5
Public: 27

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Nil
Public: Nil

Mode of voting on all the resolution : E-voting/Poll





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Agenda – wise details :

1. To receive, consider and adopt the Financial Statement of the Company for the financial year ended on 31st March, 2015, together with the reports of the Directors and Auditor's thereon and the consolidated audited financial statements of the Company for the year ended 31st March, 2015.

Resolution required: Ordinary

Promoter/Public	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 - Indian	2931470	2575045	87.84	2575045	0	100	0
Public – Institutional Holders	921829	0	0	0	0	0	0
Public - Others	2115867	3057	0.14	3057	0	100	0
Grand Total	5969166	2578102	43.19	2578102	0	100	0

Based on above the resolution has been passed with requisite majority





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2. To appoint a Director in place of Ms. Charita Thakkar, (DIN 00321561) who retires by rotation and being eligible, offers herself for reappointment.

Resolution required: Ordinary

Promoter/Public	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 - Indian	2931470	2089628	71.28	2089628	0	100	0
Public – Institutional Holders	921829	0	0	0	0	0	0
Public - Others	2115867	3057	0.14	3057	0	100	0
Grand Total	5969166	2092685	35.06	2092685	0	100	0

Based on above the resolution has been passed with requisite majority





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3. Appointment of Auditors

Resolution required: Ordinary

Promoter/Public	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 - Indian	2931470	2575045	87.84	2575045	0	100	0
Public – Institutional Holders	921829	0	0	0	0	0	0
Public - Others	2115867	3057	0.14	3057	0	100	0
Grand Total	5969166	2578102	43.19	2578102	0	100	0

Based on above the resolution has been passed with requisite majority





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4. Re-appointment of Dr. R M Thakkar as the Managing Director of the Company.

Resolution required: Special

Promoter/Public	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 - Indian	2931470	2573679	87.79	2573679	0	100	0
Public – Institutional Holders	921829	0	0	0	0	0	0
Public - Others	2115867	3057	0.14	3057	0	100	0
Grand Total	5969166	2576736	43.19	2578102	0	100	0

Based on above the resolution has been passed with requisite majority





J. J. Gandhi & Co.

Practising Company Secretaries

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

231, Phoenix Complex

Besides Suraj Plaza

Sayajigunj, Baroda 390 005

Phone (o) 2225022 Cell : 9374620085

Email : jjgandhics@gmail.com

Report of Scrutinizer

Consolidated Report on remote E-voting and Voting by Poll at AGM

(Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015)

To,
The Chairman
of 38th Annual General Meeting of Members of
Gujarat Petrosynthese Limited
24 II Main, Doddanekundi Industrial Area,
Phase I, Mahadevpura Post, Bangalore 560048

Dear Sir,

Re: Scrutinizers' Report on remote e-voting and voting by poll at the AGM of Gujarat Petrosynthese Limited held on 23rd Sept., 2015

1. I, J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, having office at 231, Phoenix Complex, Sayajigunj, Vadodara 390005 has been appointed as Scrutinizer by the Board of Directors pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 (herein after referred to as Rules) for scrutinizing the e-voting process and poll at the AGM on the resolutions contained in the Notice (herein after referred to as "Resolutions") of the **38th Annual General Meeting (AGM) of the Members of the Company held on 23rd Sept., 2015 at 3.00 PM.** at the Registered office of the Company at **24 II Main, Doddanekundi Industrial Area, Phase I, Mahadevpura Post, Bangalore 560048.**
2. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and on poll on the Resolutions contained in the Notice of AGM of the Members of the Company. My responsibilities as a scrutinizer for e-voting process and for poll are restricted to make a Scrutinizers' Report on the votes cast "In favour" or "Against" the resolutions and "Invalid" votes, based on the reports generated from e-voting system provided by the Central Depository Services (India) Ltd, the authorized agency engaged by the Company to provide e-voting facilities and on the poll conducted at the AGM.
3. I submit my report as under;





J. J. Gandhi & Co.

Practising Company Secretaries

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231, Phoenix Complex

Besides Suraj Plaza

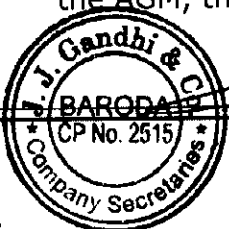
Sayajigunj, Baroda 390 005

Phone (o) 2225022 Cell : 9374620085

Email : jjgandhics@gmail.com

- A. As per requirement of Rule 20(v), the Public Advertisement with respect to dispatch of AGM Notice and intimating date and time of commencement and closing of E-voting have been published in English language in the newspaper "**Financial Express**" dated **1st Sept., 2015** and in Kannad language in the news paper "**Samyuktha Karnataka**" dated **2nd Sept., 2015**.
- B. The e-voting period remained open from **20th Sept., 2015** (9.00 A.M.) to **22nd Sept., 2015** (5.00 P.M.).
- C. The Members of the Company holding shares in physical form or demat form as on "**Cut-off**" date i.e. **16th Sept., 2015** were entitled to vote on the resolutions mentioned in the Notice of AGM.
- D. At the AGM Poll was conducted to facilitate the members/ proxies present at the AGM and who did not vote in the E-voting process.
- E. Ballot papers were given to the Members and proxies present at the meeting. The empty ballot box was shown, locked and sealed in my presence and in the presence of members and proxies.
- F. Subsequently, the ballot box was opened in my presence and in the presence of Mr. Santosh Nayak and Ms Shayra Pradeep who are not in the employment of the Company. They have signed at the end of report to confirm that polling box was opened in their presence.
- G. The poll papers were scrutinized and reconciled with the records maintained by the Company/ Registrar & Transfer Agent and the authorizations/ proxies lodged with the Company.
- H. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
- I. After counting votes cast through poll at AGM, the E-votes cast were unblocked on **23rd Sept., 2015** in the presence of two witnesses Mr. Santosh Nayak and Ms Shayra Pradeep who are not in employment of the Company. They have signed at the end of report to confirm that the e-votes have been unblocked in their presence.
- J. The details of Members who have voted "for" or "against" each of the resolutions that were put to vote were generated from the E-voting website of CDSL viz. www.evotingindia.co.in.

Based on the Reports generated from the CDSL website and the voting through Poll at the AGM, the consolidated report on the voting on each resolution is as under;





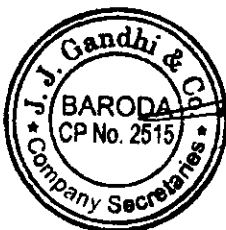
J. J. Gandhi & Co.
Practising Company Secretaries
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Resolution No. 1 – Ordinary Resolution

Adoption of Financial Statements

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	14	2578065	99.99
Poll	25	37	0.01
Total	39	2578102	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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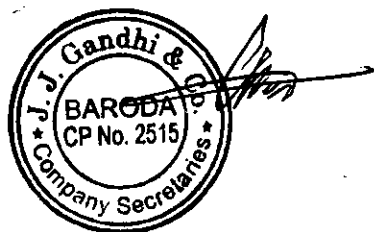
Phone (o) 2225022 Cell : 9374620085

Email : jgandhics@gmail.com

Resolution No. 2 – Ordinary Resolution

Reappointment of Ms. Charita Thakkar (DIN 00321561) as Director.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	13	2092648	99.99
Poll	25	37	0.01
Total	38	2092685	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





J. J. Gandhi & Co.

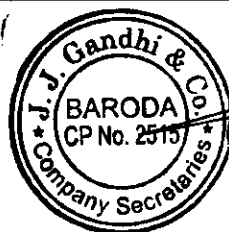
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Phbne (o) 2225022 Cell : 9374620085
Email : jjgandhics@gmail.com

Resolution No. 3 – Ordinary Resolution

Re -appointment of Auditors & to fix remuneration

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	14	2578065	99.99
Poll	25	37	0.01
Total	39	2578102	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	





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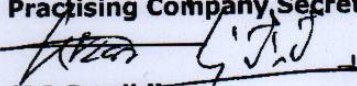
Resolution No. 4 – Special Resolution

Re-appointment of Dr. R M Thakkar as a Managing Director.

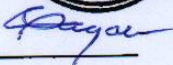
Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
In favour of the resolution			
E-voting	13	2576699	99.99
Poll	25	37	0.01
Total	38	2576736	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	0	0	
Total	0	0	

The relevant records relating to E-voting and Poll will be handed over to the Company Secretary after the Chairman approves and signs the minutes.

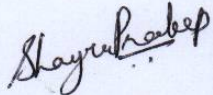
For J J Gandhi & Co.
Practising Company Secretaries


(J J Gandhi)
Proprietor (CP No - 2515)



Witness Mr. Santosh Nayak 

Place : Bangalore
Date: 23rd Sept., 2015


Ms. Shayra Pradeep