



# GKB Ophthalmics Ltd.

16-A Tivim Industrial Estate, Mapusa, Goa 403 526 (INDIA)  
CIN.: L26109GA1981PLC000469

Tel. : (91 832) 2257253 / 6714444  
Fax : (91 832) 2257044  
Email : gkbophthalmics@gkb.net  
Website : www.gkb.net

GKB /STK-EXCH  
October 01, 2019

Department of Corporate Services  
BSE Limited  
Phiroze Jeejubhoy Towers, Dalal Street  
Mumbai - 400 001

Dear Sir,

Ref : Script Code No. : 533212  
Sub: Compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report on Voting results of the AGM.

The 37<sup>th</sup> Annual General Meeting of the Company was held on September 30, 2019, at the Registered office of the Company.

We give below the required details:-

Date of AGM.	30/09/2019
Total number of shareholders on record date, September 23, 2019.	
No. of shareholders present in the meeting either in person or through proxy .	Promoters and Promoters Group : 6 (Through Proxy) Public : 2 (Through Proxy) Public : 19 (In person)
No. of shareholders attended the meeting through Video Conferencing.	Not arranged for
Details of the Agenda (Voting item wise).	As per Annexure

Attached also please find the following :-

Report of Scrutinizer in Form No. MGT-13 (Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For GKB Ophthalmics Ltd.,

Pooja Bicholkar  
Company Secretary



**Report of Scrutinizer**

*[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]*

To,

Chairman, Annual General Meeting of the Equity Shareholders  
of GKB Ophthalmics Limited

Held on Monday, 30<sup>th</sup> day of September, 2019 at 11:00 a.m.  
at 16-A, Tivim Industrial Estate, Mapusa, Goa-403526.

Dear Sir,

I, Shivaram Bhat, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken (which includes e-voting) on the below mentioned resolution(s), at the Thirty Seventh Annual General Meeting of the Equity Shareholders of GKB Ophthalmics Limited, held on Monday, 30<sup>th</sup> day of September, 2019 at 11:00 a.m. at the registered office of the Company at 16-A, Tivim Industrial Estate, Mapusa, Goa-403526, submit my report as under:



Page 1 of 9

1. The Company has extended the facility of e-voting to the shareholders by tying up with the Central Depository Services Limited ('CDSL') e-voting facility.
2. The e-voting remained open for the period commencing from Friday, 27<sup>th</sup> September, 2019, 09:00 a.m. to Sunday, 29<sup>th</sup> September, 2019, 05:00 p.m.
3. At the Annual General Meeting, after the time fixed for closing of the poll by the Chairman, one ballot box that was kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
5. Thereafter, using the scrutinizer's login on the CDSL e-voting website, the votes cast through remote e-voting was unblocked in the presence of following two witnesses who are not in the employment of the company:



Vivek Desai



Pooja Alornekar

6. The votes cast by the shareholders through the e-voting facility were scrutinized.
7. I did not find any poll papers invalid.



8. The result of the voting is as under:

**Item No. 1**

To consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2019, together with the Reports of the Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
25	1	26,98,998	1	99.999

(ii) Voted **against** the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	1	0	20	0.001

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



**Item No. 2**

To consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2019, together with the Auditors Report thereon.

(i) Voted **in favour** of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
25	1	26,98,998	1	99.999

(ii) Voted **against** the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	1	0	20	0.001





**Item No. 3**

To consider re-appointment of Mr. Prakash V. Joshi (DIN: 00051906) who retires by rotation.

(i) Voted **in favour** of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
25	1	26,98,998	1	99.999

(ii) Voted **against** the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	1	0	20	0.001

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



**Item No. 4**

Special Resolution for approving variation in remuneration of Mr. K. G. Gupta,  
Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
23	1	17,26,942	1	99.999

(ii) Voted **against** the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	1	0	20	0.001

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



**Item No. 5**

Special resolution for appointment of Mr. Subhash Redkar as an Executive Director of the Company.

**(i) Voted in favour of the resolution:**

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
25	1	26,98,998	1	99.999

**(ii) Voted against the resolution:**

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	1	0	20	0.001

**(iii) Invalid votes :**

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0





**Item No. 6**

Special Resolution to approve the Annual Limits for Related Party Transactions under Regulation 23(4) of SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015, for the period April 01, 2020 to March 31, 2023.

**(i) Voted in favour of the resolution:**

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
17	1	9,740	1	99.80

**(ii) Voted against the resolution:**

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	1	0	20	0.20

**(iii) Invalid votes :**

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



**Shivaram Bhat**  
**Company Secretary**

---

9. A list of equity shareholders (in electronic format) who voted "FOR" and "AGAINST" for each resolution is enclosed.
10. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
11. You may accordingly declare the result of the voting.

Thanking you,

Yours faithfully,

Place: Mapusa, Goa.

Dated: September 30, 2019



---

**Shivaram Bhat**  
**Practising Company Secretary**  
**CP No. 7853**

**For GKB Ophthalmics Limited**



Director