



# GCM COMMODITY & DERIVATIVES LTD.

Sir R. N. M. House, 3B, Lal Bazar (5th Floor, Block-2) Kolkata - 700 001, West Bengal

Tel. : (+91) 33 2248 1053 / 9908 | Fax. (+91) 33 3028 5807

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January 1, 2021

To,

Department of Corporate Services  
BSE Limited,  
PHIROZE JEEJEEBHOY TOWERS  
DALAL STREET  
MUMBAI-400001, Maharashtra

Respected Sir or Madam,

Scrip Code: BSE-535917

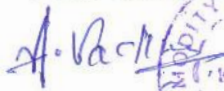
Sub: Submission of proceedings and outcome of 15<sup>th</sup> Annual General Meeting

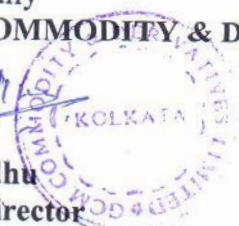
With reference to the above and pursuant to the provisions of Regulation 30, Part "A" of Schedule III, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time [hereinafter referred to as "SEBI Regulations"], we are enclosing herewith proceedings and outcome of the 15<sup>th</sup> Annual General Meeting of the Company held on December 30, 2020 at 11.00 AM.

Kindly take the same on your records & oblige.

Thanking You,  
Yours Faithfully

For **GCM COMMODITY & DERIVATIVES LIMITED**

  
**Amalesh Sadhu**  
Managing Director



# GCM CMMODITY & DERIVATIVES LIMTIED

## Proceeding of the 15<sup>th</sup> Annual General Meeting

Minutes of the 15<sup>th</sup> Annual General Meeting of the members of M/s GCM Commodity & Derivatives Limited held on Wednesday, the December 30, 2020 at 10.00 a.m. at 3B, Lal Bazar Street, Sir RNM House, 5th Floor, Kolkata-700001.

### PRESENT:

Mr. Amalesh Sadhu	(Managing Director)
Mr. Inder Chand Raide	(Executive Director)
Mr. S. Samir Baid	(Executive Director)
Mr. Luxmi Narayan Sharma	(Independent Director)
Mr. Mahavir Prasad Saraswat	(Independent Director)
Mrs. Swagata Dasgupta	(Independent Director)
Mr. Pawan Gattani	Representative of Auditor's Maheshwari & Co
Mr. Alok Kumar Das	Scrutinizer of Voting of AGM

17 Members were present in person.

### CHAIRMAN:

Mr. Amalesh Sadhu was elected chairman of this Annual General meeting and took the chair and formally extended a very warm welcome to members at the 15<sup>th</sup> Annual General Meeting of the Company.

### PROXY

The Chairman then announced that until 48 hours before the time of the commencement of the Annual General Meeting no proxy was received.

### QUORUM:

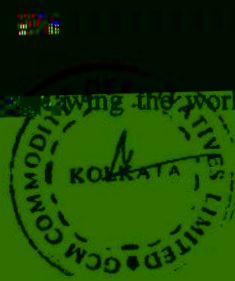
The Chairman announced that the requisite quorum was present and called the meeting in the order and open for proceeding.

### CONVENING THE 15<sup>th</sup> ANNUAL GENERAL MEETING:

The Chairman informed that the Notice convening the 15<sup>th</sup> Annual General Meeting along with Balance Sheet, Profit and Loss Account and Cash Flow Statement for the Year ended March 31, 2020 along with Notes and Report of Board of the Directors, Corporate governance and the Auditors Report have already been dispatched to the members and with the permission of the Members the same may be taken as read. With the approval of the members the above-mentioned Notice, Directors and Auditors Report and the Balance Sheet, Profit and Loss Account and Cash Flow Statement were taken as read.

### THE REGISTER OF MEMBERS, REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL AND THEIR SHAREHOLDING:

The Chairman informed the members that Register of Members, Register of Directors and Key Managerial Personnel (KMPs) and their shareholding as required under other provisions of the Companies Act, 2013 were made available to the members for inspection at the meeting and open for inspection.



...the working of the company, market

...and business outlook.



The Chairman has also informed about progresses made by the company over the last year. He also thanked the shareholders for their co-operation and support for the Company.

#### PROCEDURE FOR THE ANNUAL GENERAL MEETING FOR APPROVAL OF THE RESOLUTIONS:

The Chairman informed that as per requirement of the Companies Act, 2013 and the listing agreement the electronic voting has already been completed on December 29, 2020 and now voting in the annual general meeting shall be conducted by way of poll therefore the members were requested to mark their assent or dissent of the poll paper provided to them. He also informed that the members may ask their question on any agenda items of the Company at any time during the meeting.

The Chairman informed that Company has appointed CA Alok Kumar Das, Practicing Chartered Accountants as scrutinizer to scrutinize the E voting results as well as voting through poll.

The Chairman also informed the members that the business being placed before the meeting for consideration and vote by poll and that the results of the meeting would be announced within 2 working days and the same shall be posted on the website of the company and NSDL.

The Chairman also explained that as per section 107 read with section 108 of Companies Act, 2013 there were no voting by show of hands at this Annual General Meeting.

The Chairman informed the members that scrutinizer has submitted his report dated January 1, 2021, no E-voting facility had been provided as number of shareholders are less than 1000, however 17 members have casted their votes for 4913000 shares in favor of resolution 1 to 4 and none of the members have casted their votes by e-voting or by ballot in against of the both resolutions.

Further the chairman asked the members of the company present in the meeting to raise their queries relating to the business affairs of the company. No member has raised any question in the meeting.

Thereafter chairman read agenda items of the notice of Annual General meeting one by one as per notice of Annual

CA Alok Kumar Das, Practicing Chartered Accountants arranged for the Ballot Box, which was sealed by the presence after showing that it is empty.

Members were provided opportunity to cast their votes by poll and drop their poll papers provided in the form of poll Box and requested to ensure that if any member has casted his vote by E voting process, he will not cast his vote by poll and if it is casted, vote given by e-voting shall be considered as final.

Chairman allowed thirty minutes time for polling and after the scrutinizer ascertained that no member left for polling, scrutinizer unlocked the poll box in presence of two members and collected the poll box for scrutiny of

After the poll papers the scrutinizer submitted his report on poll dated January 1, 2021 along with documents and records which were handed over to the chairman and chairman accepted the reports

General meeting

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The result of voting was as under:

Particulars	No. of Shareholders	No. of Votes Polled	% of Voting
Total Votes Polled and Ballot	17	4913000	100.00%
Voted in favor	17	4913000	100.00%
Voted against	-	-	-
Invalid Votes	-	-	-

The resolution was declared as passed with requisite majority by ordinary resolution.

#### **ORDINARY BUSINESS:**

#### **II. RE-APPOINTMENT OF SAMIR BAID AS DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.**

To consider and if thought fit, to pass the following resolution with or without modification as an ordinary Resolution

"RESOLVED THAT pursuant to the provision of Section 152 and other applicable provisions of the Companies Act, 2013, the appointment of Mr. Samir Baid (CIN: U00243521) as a Director, who is liable to retire by rotation."

	No. of Shareholders	No. of Votes Polled	% of Voting
Total Votes Polled and Ballot	17	4913000	100.00%
Voted in favor	17	4913000	100.00%
Voted against	-	-	-
Invalid Votes	-	-	-

The resolution was declared as passed with requisite majority by ordinary resolution.

To consider and if thought fit, to pass the following resolution with or without modification as an ordinary Resolution

"RESOLVED THAT pursuant to the provision of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendments made thereon) and pursuant to the recommendation of the Audit Committee of the Company and the Board of Directors, M/s Maheshwari & Co., Chartered Accountants, Mumbai (Firm Registration No. 105834W), be and are hereby appointed as the Statutory Auditors of the Company, for the financial year 2020-21, at such remuneration as may be mutually agreed between the Board of Directors of the company and the said Auditors."

To consider and if thought fit, to pass the following resolution with or without modification as an ordinary Resolution

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Particulars
Total Votes Polled and Ballot
Voted in favor
Voted against
Invalid Votes

The resolution was declared as passed with requisite majority by ordinary resolution.

#### **III. To consider the remuneration of the Accountants (Firm) and their remuneration.**

To consider and if thought fit, to pass the following resolution with or without modification as an ordinary Resolution

"RESOLVED THAT pursuant to the provision of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendments made thereon) and pursuant to the recommendation of the Audit Committee of the Company and the Board of Directors, M/s Maheshwari & Co., Chartered Accountants, Mumbai (Firm Registration No. 105834W), be and are hereby appointed as the Statutory Auditors of the Company, for the financial year 2020-21, at such remuneration as may be mutually agreed between the Board of Directors of the company and the said Auditors."

Particulars
Total Votes Polled and Ballot
Voted in favor
Voted against
Invalid Votes

The resolution was declared as passed with requisite majority by ordinary resolution.



#### IV Re-appointment of Mr. Laxmi Narayan Sharma as Independent director for Second Term

To consider and if thought fit, to pass the following resolution with or without modification as an ordinary Resolution

"RESOLVED THAT Pursuant to the provisions of Section 149 (read with the Rule 3 of the Companies (Appointment & Qualification of Directors) Rules 2014, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, **Mr. Laxmi Narayan Sharma** is eligible for re-appointment as an Independent Director for the second term of office for a period of five years commencing from the conclusion of the 15th Annual General Meeting of the Company on 28th September 2023 and ending on 27th September 2028, subject to the approval of the shareholders of the Company at the 16th Annual General Meeting of the Company to be held on or after 28th September 2023."

It is further resolved that the remuneration payable to Mr. Laxmi Narayan Sharma as an Independent Director for the second term of office shall be as per the remuneration policy of the Company, which is available on the website of the Company at [www.rajshreegroup.co.in](http://www.rajshreegroup.co.in) and the remuneration payable to him shall be subject to the approval of the shareholders of the Company at the 16th Annual General Meeting of the Company to be held on or after 28th September 2023.

It is further resolved that the remuneration payable to Mr. Laxmi Narayan Sharma as an Independent Director for the second term of office shall be as per the remuneration policy of the Company, which is available on the website of the Company at [www.rajshreegroup.co.in](http://www.rajshreegroup.co.in) and the remuneration payable to him shall be subject to the approval of the shareholders of the Company at the 16th Annual General Meeting of the Company to be held on or after 28th September 2023.

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