

CS SAMIR KUMAR GHOSH

Company Secretary In Practice
CP. No. – 2018

AB – 198,
Sector 1, Salt Lake City
Kolkata- 700 064
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SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi)
of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 23rd Annual General Meeting (AGM) of the Members of
Gujarat Metallic Coal & Coke Limited

held on 29th day of September, 2016 at 11.00 A.M. at The Circle Club, Rajarhat New Town Way, Kolkata

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of The Companies (Management and Administration) Rules 2014 and voting through physical ballot forms at the AGM

I, **Samir Kumar Ghosh**, a Company Secretary in Practice (Membership No. ACS 4740 / CP No. 2018), has been appointed as a Scrutinizer by the Board of Directors of **Gujarat Metallic Coal & Coke Limited** ("the Company") for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority on voting carried out as per provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to scrutinize the voting through ballot forms by the shareholders at the AGM in respect of the Resolutions contained in the Notice to the 23rd Annual General Meeting (AGM) of the Members of the Company held on Thursday, the 29th day of September, 2016 at 11.00 A.M. at The Circle Club, Rajarhat New Town Way, Kolkata.

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting and physical voting through ballot forms on the resolutions contained in the Notice to the 23rd Annual General Meeting (AGM) of the Members of the Company. My responsibility as a scrutinizer for the entire voting process is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in the AGM Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorised agency to provide e-voting facilities, engaged by the Company and scrutiny of the voting by use of ballots forms at the AGM.
2. Further to the above, I submit my report on the results of the voting as under:
 - i) The remote e-voting period remained open from Monday, 26th September, 2016 (09:00 A.M) to Wednesday, 28th September, 2016 (05:00 P.M)
 - ii) The Members of the Company as on the cut- off date i.e. 22nd September, 2016 were entitled to vote on the Resolutions (Items 1 to 7 as set out in the Notice of the AGM of the Company)



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- iii) The member and/or their proxy at the meeting exercised their voting rights at the AGM venue by use of ballot forms.
- iv) After the conclusion of the AGM, the votes cast at the meeting were counted first and thereafter, the votes cast through remote e-voting were unblocked on 29th September, 2016 at 3.00 P.M. in the presence of two witnesses, Mr. Sourav Kumar Roy and Mr. Kousick Das who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
- v) Thereafter, the details containing, inter alia, list of Equity and "B" Equity Shareholders, who voted "for" / "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited ("NSDL") i.e. <https://www.evoting.nsdl.com/> and based on such reports generated and considering the voting through ballots received at venue of the AGM, the result of the voting is detailed as Annexure A:

Witness:

Sourav K. Roy.

(Mr. Sourav Kumar Roy)



Kousick Das

(Mr. Kousick Das)

Date: 29.09.2016

Place: Kolkata

SAMIR KUMAR GHOSH

ACS No. 4740

C.P No. 2018

M/s GUJARAT METALLIC COAL & COKE LIMITED

CIN: L24298WB1992PLC054815

Annexure A

Assent/Dissent	Number of members who voted through voting system			Number of votes cast by them			% of total number of valid votes cast	Remarks
	Physical mode	e-voting mode	Total	Physical mode	e-voting mode	Total		
(i) Voted in favour of the resolution	0	11	11	0	5,30,898	5,30,898	100.000	Passed with absolute majority
(ii) Voted against the resolution	0	0	0	0	0	0	0.000	
(iii) Invalid Votes	0	0	0	0	0	0	0	
Total	-	11	11	-	5,30,898	5,30,898		

Item 1. ORDINARY RESOLUTION: Adoption of the Audited Balance Sheet, Statement of Profit and Loss for the year ended 31st March, 2016 and the Reports of the Board of Directors and Auditors thereon.

Item 2. ORDINARY RESOLUTION: Appointment of M/s. N.C. Banerjee & Co., Chartered Accountants, as Statutory Auditors of the Company to hold office to the conclusion of next annual general meeting.

(i) Voted in favour of the resolution	0	11	11	0	5,30,898	5,30,898	100.000	Passed with absolute majority
(ii) Voted against the resolution	0	0	0	0	0	0	0.000	
(iii) Invalid Votes	0	0	0	0	0	0	0	
Total	-	11	11	-	5,30,898	5,30,898		

Item No. 3. ORDINARY RESOLUTION: Approval of appointment of Ms. Rashmeetkaur Balwantsingh Arora as Director of the Company.

(i) Voted in favour of the resolution	0	10	10	0	5,30,888	5,30,888	100.000	Passed with absolute majority
(ii) Voted against the resolution	0	0	0	0	0	0	0.000	
(iii) Invalid Votes	0	0	0	0	0	0	0	
Total	-	10	10	-	5,30,888	5,30,888		



Item No. 4. ORDINARY RESOLUTION: Approval of appointment of Ms. Kajal Ramesh Bhatia as Director of the Company.

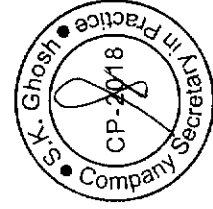
(i) Voted in favour of the resolution	0	11	11	0	5,30,898	5,30,898	100.000	Passed with absolute majority
(ii) Voted against the resolution	0	0	0	0	0	0	0.000	
(iii) Invalid Votes	0	0	0	0	0	0	0	
Total	-	11	11	-	5,30,898	5,30,898		

Item No. 5. ORDINARY RESOLUTION: Approval of appointment of Mr. Sajjan Kumar Tailor as a Managing Director of the Company.

(i) Voted in favour of the resolution	0	11	11	0	5,30,898	5,30,898	100.000	Passed with absolute majority
(ii) Voted against the resolution	0	0	0	0	0	0	0.000	
(iii) Invalid Votes	0	0	0	0	0	0	0	
Total	-	11	11	-	5,30,898	5,30,898		

Item No. 6. SPECIAL RESOLUTION: Authority to the Board of Directors for Borrowing power upto Rs.1000 Crores (Rupees One Thousand Crores Only).

(i) Voted in favour of the resolution	0	10	10	0	5,30,888	5,30,888	99.998	Passed with requisite majority
(ii) Voted against the resolution	0	1	1	0	10	10	0.002	
(iii) Invalid Votes	0	0	0	0	0	0	0	
Total	-	11	11	-	5,30,898	5,30,898		



Item No. 7. SPECIAL RESOLUTION: Authority to the Board of directors for giving loan to any person, body corporate, giving guarantee in connection with the loan and making investment upto Rs.500 Crores (Rupees Five Hundred Crores Only).

(i) Voted in favour of the resolution	0	10	10	0	5,30,888	5,30,888	99.998	Passed with requisite majority
(ii) Voted against the resolution	0	1	1	0	10	10	0.002	
(iii) Invalid Votes	0	0	0	0	0	0	0	
Total	-	11	11	-	5,30,898	5,30,898		

