



GOKUL

Gokul Refoils & Solvent Ltd.

Corporate Office :
"Gokul House", 43 Shreemali Co-op. Housing Society Ltd.
Opp. Shikhar Building, Navrangpura,
Ahmedabad-380 009. Gujarat (India)
Ph. : +91-79-66304555, 66615253/54/55
Fax : +91-79-66304543 Email : grsl@gokulgroup.com
CIN : L15142GJ1992PLC018745

October 01, 2018

To,
Dept. of Corporate Services,
Bombay Stock Exchange Ltd.
25th Floor, Phiroze Jeejeebhoy Tower,
Dalal Street, Fort,
Mumbai – 400 001

Ph:-22721233/34
Fax No-22-22721919

Company Code 532980

To,
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E) Mumbai - 400 051

Ph-(022)-26598100-8114
Fax No-(022)-26598120

Company Code GOKULEO

Ref: Regulation 44(3) of SEBI (LODR) Regulations, 2015(Listing Regulations)

Dear Sir/ Madam,

Sub:- Disclosure of voting results at the 25th Annual General Meeting(AGM) of the Company held on September 29, 2018

At the 25th AGM of the Company held on 29th September, 2018 at 11.00 a.m. at State Highway No. 41, Nr. Sujanpur Patia, Sidhpur – 384151, North Gujarat, all the items of business contained in the Notice of AGM dated 29th August, 2018 were transacted and approved by the Shareholders with requisite majority.

The details of combined voting results (i.e. results of remote e-voting together with that of the physical poll voting conducted at the AGM) in the format prescribed under Regulation 44(3) of the SEBI(LODR) Regulation, 2015 alongwith the Scrutinizer's Report are enclosed as **Annexure A** and **Annexure B** respectively.

You are requested to kindly take the same on your record.

Thanking you,

Yours truly,
For Gokul Refoils and Solvent Limited

Vijay Kalyani
Company Secretary & Compliance Officer

Annexure A

Details of Voting Result as per Regulation 44(3) of SEBI (LODR) Regulations, 2015

Date of the AGM	29/09/2018
Total number of shareholders on record date (22.09.2018)	5283
No. of shareholders present in the meeting either in person or through proxy:	
1.Promoters and Promoter Group:	4
2. Public:	45
Total	49
No. of Shareholders attended the meeting through Video Conferencing	
1.Promoters and Promoter Group:	Not Arranged
2. Public:	Not Arranged
(Agenda wise) Details of Agenda	Given below
Resolution Required	Ordinary / Special

Resolution 1: To receive, consider and adopt the Audited Financial Statement(Standalone and Consolidated) of the Company for the financial year ended March 31, 2018, and the reports of the Board of Directors and Auditors thereon:

Resolution Required		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	98224772	56632219.00	57.66	56632219.00	0	100.000	0.000
	Poll				0			
	Postal Ballot				0			
	Total		56632219	57.656	56632219	0	100.000	0.000
Public-Institutions	E-Voting	1013715	0		0	0	0.000	0.000
	Poll		0		0	0	0.000	0.000
	Postal Ballot		0		0	0	0.000	0.000
	Total		0		0	0	0.000	0.000
Public- Non Institutions	E-Voting	32656513	7449188.00	22.81	7449178.00	10	100.000	0.000
	Poll		1747.00	0.01	1747.00	0.00	100.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total		7450935	22.82	7450925	10	100.000	0.000
Total		131895000	64083154	48.59	64083144	10	100.000	0.000

Resolution 2: To appoint a Director in place of Mr. Balvantsinh Rajput (DIN: 00315565), who retires by rotation and being eligible, offers himself for re-appointment:

Resolution Required		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	98224772	56632219	57.6557	56632219	0	100.000	0.000
	Poll				0			
	Postal Ballot				0			
	Total		56632219	57.6557	56632219	0	100.000	0.000
Public-Institutions	E-Voting	1013715	0		0	0	0.000	0.000
	Poll		0		0	0	0.000	0.000
	Postal Ballot		0		0	0	0.000	0.000
	Total		0		0	0	0.000	0.000
Public- Non Institutions	E-Voting	32656513	7449188	22.8107	7448233	955	99.99	0.013
	Poll		1747	0.0053	1747	0	100.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total		7450935	22.816	7449980	955	99.987	0.013

Total	131895000	64083154	48.5865	64082199	955	99.999	0.0015
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Resolution 3: To re-approve the appointment of Mr. Piyushchandra Vyas, as an Independent Director of the Company:

Resolution Required				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	98224772	56632219	57.6557	56632219	0	100.000	0.000
	Poll				0			
	Postal Ballot				0			
	Total		56632219	57.6557	56632219	0	100.000	0.000
Public- Institutions	E-Voting	1013715	0		0			
	Poll				0			
	Postal Ballot				0			
	Total		0		0			
Public- Non Institutions	E-Voting	32656513	7449188	22.8107	7448233	955	99.9872	0.013
	Poll		1747	0.0053	1747	0	100.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total		7450935	22.816	7449980	955	99.987	0.013
Total		131895000	64083154	48.586	64082199	955	99.999	0.0015

Resolution 4: Alteration of the Object Clause of Memorandum of Association of the Company

Resolution Required				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	98224772	56632219	57.6557	56632219	0	100.000	0.000
	Poll				0			
	Postal Ballot				0			
	Total		56632219	57.656	56632219	0	100.000	0.000
Public- Institutions	E-Voting	1013715	0		0			
	Poll				0			
	Postal Ballot				0			
	Total		0		0			
Public- Non Institutions	E-Voting	32656513	7449188	22.8107	7449178	10	100.000	0.000
	Poll		1747	0.0053	1747	0	100.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total		7450935	22.816	7450925	10	100.000	0.000
Total		131895000	64083154	48.586	64083144	10	100	0.000



Annexure - B

YASH MEHTA & ASSOCIATES
Company Secretaries

Regd. Add. : 34/401, Raghukul Apt.,
Solaroad, Naranpura,
Ahmedabad - 380063

9913069848 079-40370062
yash.ymassociates@gmail.com

Report of Scrutinizer on Remote E-Voting Process and Vote by Poll at 25th
Annual General Meeting

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21(2) of the Companies (Management and Administration) Amendment Rules, 2015]

To,

The Chairman of the Meeting
GOKUL REFOILS AND SOLVENT LIMITED
State Highway No 41,
Nr. Sujanpura Patia,
Sidhpur - 384151.

Sir,

Subject: Declaration of Consolidated Results of Remote E-voting and Physical Voting through Ballot process in respect of resolutions placed in the notice of 25th Annual General Meeting of members of the GOKUL REFOILS AND SOLVENT LIMITED held on 29th September, 2018.

I, Mr. Yash Mehta, Practicing Company Secretary, has been appointed as a Scrutinizer of GOKUL REFOILS AND SOLVENT LIMITED ("the Company"), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot process at the 25th Annual General Meeting ("AGM") of the Company in a fair and transparent manner on the below mentioned resolution(s), as mentioned in the agenda of the Notice dated 27th August, 2018 of AGM of the Equity Shareholders of the Company, held on 29th day of September, 2018 at 11.00 a.m. at the Registered Office of the Company.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and as per the Regulation 44(3) of Securities and Exchange Board of India (Listing obligations and disclosure requirements) Regulations, 2015 as amended from time to time, relating to remote e-voting and physical voting through ballot process



on the resolution contained in the aforesaid notice to the AGM of the members of the company. My responsibility as a scrutinizer is to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot process in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the remote e-voting system of Central Depository Services Limited (CDSL) and of physical voting through ballot process.

Following resolutions were carried out by the Company at the AGM;

- i. **Ordinary Resolution** To receive, consider and adopt the Audited financial statement of the Company for the financial year ended on 31st March, 2018 and Reports of the Board of Directors' and Auditors' thereon; and Audited Consolidated financial statement of the Company for the financial year ended on 31st March, 2018 and the report of the Auditors' thereon.
- ii. **Ordinary Resolution** To appoint a Director in place of Mr. Balvantsinh Rajput (DIN - 00315565) who retires by rotation and being eligible offers herself for re-appointment.
- iii. **Special Resolution** To re-approve the appointment of Mr. Piyushchandra Vyas as an Independent Director of the Company.
- iv. **Special Resolution** Alteration of the Object Clause of Memorandum of Association of the Company.

In this regard I hereby submit my report as under;

1. On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and/ or Central Depository Services (India) Limited (CDSL), as on 24th August, 2018, the Company completed dispatch of the Notice of the AGM:
 - A. by email to Members who had registered their email-ids with the Company on or before 04th September, 2018 and
 - B. by Courier to Members in physical form on or before 31st August, 2018.
2. The Company has also placed the Notice of 25th AGM on the Web site of the Company (<http://www.gokulgroup.com/investor.php>) as well as web Site of E-voting Agency i.e. CDSL.
3. The Company has given the news paper advertisement for date and time of commencement and end date of remote e-voting in;
 - A. The Financial Express (Vernacular Language - Gujarati) on 5th September, 2018 &
 - B. The Financial Express (English Language) on 5th September, 2018.
4. The Shareholders holding Shares as on the "Cut off" date, i.e. 22.09.2018 were entitled to vote through remote E - voting and voting at the AGM through Physical ballot process on the resolutions as mentioned in the Notice of AGM of the Company.
5. In terms of the aforesaid Notice, remote e-voting was open for three days from 9.00 a.m. on Wednesday, 26th September, 2018 to 05.00 p.m. on Friday, 28th September, 2018 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolution, on remote e-voting platform provided by Central Depository Services Limited (CDSL).



6. Further, at the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not voted through remote e-voting.
7. After the conclusion of voting at the Annual General Meeting, I first counted the Vote cast at the meeting through physical ballots papers and thereafter unblocked the votes cast through remote e-voting on Saturday, the 29th day of September, 2018 around 12:21 p.m. after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Mr. Dhruvin Mehta and Mr. Parth Doshi, who are not in employment of the Company.
8. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of 25th Annual General Meeting held on, 29th September, 2018 is annexed as "Annexure -- A" herewith.
9. The Register, all other papers and relevant records relating to electronic voting and voting at the AGM through physical ballot process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.
10. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman or any other Director, as decided by the Board of Director of the Company and who has also countersigned this report.

FOR, YASH MEHTA & ASSOCIATES
COMPANY SECRETARIES



Yash B Mehta

YASH MEHTA
PROPRIETOR

ACS : 45267
COP : 16535

Date : 29.09.2018
Place : Ahmedabad

Annexure - A
GOKUL REFOILS AND SOLVENT LIMITED

Detailed Consolidated Results of e-voting and Ballot Forms voting

Item No. 1 - To receive, consider and adopt the Audited financial statement of the Company for the financial year ended on 31st March, 2018 and Reports of the Board of Directors' and Auditors' thereon; and Audited Consolidated Financial statement of the Company for the financial year ended on 31st March, 2018 and the report of the Auditors' thereon. - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	22	33	1747	64081407	64083154	100.00
Assent	11	21	32	1747	64081397	64083144	100.00
Dissent	0	1	1	0	10	10	0.00
Total	11	22	33	1747	64081407	64083154	100.00

Thus, the Ordinary Resolution as contained in Item No. 1 is passed with requisite majority

Item No. 2 - To appoint a Director in place of Mr. Balvantsinh Rajput (DIN -00315565) who retires by rotation and being eligible offers herself for re-appointment - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	22	33	1747	64081407	64083154	100.00
Assent	11	20	31	1747	64080452	64082199	100.00
Dissent	0	2	2	0	955	955	0.00
Total	11	22	33	1747	64081407	64083154	100.00

Thus, the Ordinary Resolution as contained in Item No. 2 is passed with requisite majority

Item No. 3 - To re-approve the appointment of Mr. Piyushchandra Vyasa as an Independent Director of the Company - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	22	33	1747	64081407	64083154	100.00
Assent	11	20	31	1747	64080452	64082199	100.00
Dissent	0	2	2	0	955	955	0.00
Total	11	22	33	1747	64081407	64083154	100.00

Thus, the Special Resolution as contained in Item No. 3 is passed with requisite majority

Item No. 4 - Alteration of the Object Clause of Memorandum of Association of The Company - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	22	33	1747	64081407	64083154	100.00
Assent	11	21	32	1747	64081397	64083144	100.00
Dissent	0	1	1	0	10	10	0.00
Total	11	22	33	1747	64081407	64083154	100.00

Thus, the Special Resolution as contained in Item No. 4 is passed with requisite majority

FOR, YASH MEHTA & ASSOCIATES
COMPANY SECRETARIES



Yash N. Mehta
YASH MEHTA
MCS: 45267
CIN: 16535

Date : 29.09.2018
Place : Ahmedabad