



Promoting Green Technology

Ref. : SEC/SE/2019/

## Gujarat Alkalies and Chemicals Limited

(Promoted by Govt. of Gujarat)

Regd. Office & Werks : P. O. Petrochemicals - 391 346, Dist. Vadodara (Gujarat) INDIA

Phone : +91-265-2232681, 3061200, 6540463 Fax : +91-265-2232130

Website : www.gacl.com CIN NO : L24110GJ1973PLC002247

29<sup>th</sup> September, 2019

<p>The General Manager Corporate Relations Department BSE Ltd. 1<sup>st</sup> Floor, New Trading Ring Phiroze Jeejeebhoy Towers Dalal Street MUMBAI : 400 001</p> <p>Company Code No. : 530001</p>	<p>The General Manager Listing Department National Stock Exchange of India Ltd. "Exchange Plaza", C-1, Block 'G' Bandra-Kurla Complex Bandra (East) MUMBAI : 400 051</p> <p>Company Code No. : GUJALKALI</p>
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Dear Sir,

**Sub.: Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") – Details of voting results of 46<sup>th</sup> Annual General Meeting of the Members of the Company held on 27<sup>th</sup> September, 2019.**

The 46<sup>th</sup> Annual General Meeting (AGM) of the Members of Gujarat Alkalies and Chemicals Ltd. ("the Company") was held on Friday, the 27<sup>th</sup> September, 2019 at 11.00 a.m. in the premises of the Company at P.O. : Petrochemicals : 391 346, Dist. : Vadodara.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) (Amendment) Rules, 2015 and Regulation 44 of the Listing Regulations, all the Members of the Company were given the opportunity to exercise their rights to vote on the resolutions set out in the Notice dated 9<sup>th</sup> August, 2019 of 46<sup>th</sup> AGM through Electronic Voting (e-Voting) services provided by Central Depository Services (India) Ltd. (CDSL) during the period commencing from 24<sup>th</sup> September, 2019 (9.00 a.m.) and ending on 26<sup>th</sup> September, 2019 (5.00 p.m.) and Voting by Ballot Papers at the venue of AGM, to those Members who had not voted through remote e-Voting.

In accordance with Regulation 44 (3) of the Listing Regulations, we are enclosing herewith voting results of the 46<sup>th</sup> AGM of the Company held on Friday, the 27<sup>th</sup> September, 2019 in the prescribed format along with the Consolidated Scrutinizer's Report dated 28<sup>th</sup> September, 2019.

Kindly take the same on record.

Thanking you,

Yours Faithfully,

For GUJARAT ALKALIES AND CHEMICALS LTD.

( S S BHAT )

COMPANY SECRETARY & GM (LEGAL & CC)

Encl.: As above



Dahej Complex : P. O. Dahej - 392130, Tal. Vagra, Dist. Bharuch (Gujarat) INDIA.  
Phone : +91-2641-256315 / 6 / 7, Fax : +91-2641-256220.

**GUJARAT ALKALIES AND CHEMICALS LIMITED**  
**P.O. : PETROCHEMICALS : 391 346 DIST. : VADODARA**

**46<sup>TH</sup> ANNUAL GENERAL MEETING HELD AT 11.00 A.M.ON 27<sup>TH</sup> SEPTEMBER, 2019**

**Declaration of Results of e-Voting and Voting through Ballot Papers**

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) (Amendment) Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the Members of the Company were given the opportunity to exercise their rights to vote on the resolutions set out in the Notice dated 9<sup>th</sup> August, 2019 of 46<sup>th</sup> Annual General Meeting (AGM) through Electronic Voting (e-Voting) services provided by Central Depository Services (India) Ltd. (CDSL) during the period commencing from 24<sup>th</sup> September, 2019 (9.00 a.m.) to 26<sup>th</sup> September, 2019 (5.00 p.m.) and Voting through Ballot Papers at the venue of AGM to those Members who had not voted through remote e-Voting.

The Board of Directors had appointed Mr. Niraj Trivedi, Practicing Company Secretary, as the Scrutinizer for e-Voting and Voting through Ballot Papers. The Scrutinizer have carried out the scrutiny of electronic votes and physical votes and submitted their report dated 28<sup>th</sup> September, 2019.

The consolidated results as per the Scrutinizer's Report dated 28<sup>th</sup> September, 2019 is as follows :

Reso. No.	Resolutions	No. & % votes in favour	No. & % votes against	No. of votes invalid/abstained
<b>ORDINARY BUSINESS :</b>				
1.	Adoption of (i) Audited Standalone Financial Statements of the Company; (ii) Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2019 including Balance Sheet as at 31 <sup>st</sup> March, 2019, Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditor's thereon. (Ordinary Resolution)	6,04,22,228 (99.93 %)	111 (0.00%)	45,059
2.	Declaration of Dividend of Rs.8.00 per Share (80%) on 7,34,36,928 Equity Shares of Rs.10/- each for the Financial Year ended 31 <sup>st</sup> March, 2019. (Ordinary Resolution)	6,04,64,348 (100.00%)	792 (0.00%)	2,260
3.	Appointment of Shri Arvind Agarwal, IAS (DIN 00122921) as a Director of the Company, liable to retire by rotation. (Ordinary Resolution)	5,99,12,578 (99.08%)	5,52,560 (0.91%)	2,260
4.	Approval for appointment and remuneration of M/s. K C Mehta & Co., Chartered Accountants, Vadodara (Firm Registration No. 106237W) as Statutory Auditors of the Company to hold office from the conclusion of 46 <sup>th</sup> AGM till conclusion of 51 <sup>st</sup> AGM i.e. for a period of five (5) consecutive years. (Ordinary Resolution)	6,04,64,967 (100.00%)	171 (0.00%)	2,260



**GUJARAT ALKALIES AND CHEMICALS LIMITED**

: 2 :

<b>SPECIAL BUSINESS :</b>				
<b>Reso. No.</b>	<b>Resolutions</b>	<b>No. &amp; % votes in favour</b>	<b>No. &amp; % votes against</b>	<b>No. of votes invalid/abstained</b>
5.	Appointment of Shri S B Dangayach (DIN 01572754) as Non-Executive Independent Director of the Company not liable to retire by rotation w.e.f. 09.08.2019 for a term of five years. (Ordinary Resolution)	4,27,57,111 (70.71%)	1,77,07,648 (29.28%)	2,639
6.	Re-appointment Dr. Rajiv I Modi (DIN 01394558) as Non-Executive Independent Director of the Company, not liable to retire by rotation for second term of five (5) years w.e.f. 1 <sup>st</sup> October, 2019. (Special Resolution)	4,15,98,651 (68.80%)	1,88,66,108 (31.20%)	2,639
7.	Ratification and approval of the remuneration of M/s. R K Patel & Co., Cost Accountants in Practice (Firm Registration No. : 14115) as Cost Auditors of the Company for the Financial Year ending on 31 <sup>st</sup> March, 2020. (Ordinary Resolution)	6,04,64,473 (100.00%)	281 (0.00%)	2,644

Based on the consolidated Report of the Scrutinizer(s), all Resolutions as set out in the Notice of 46<sup>th</sup> Annual General Meeting (as stated above) have been duly approved by the Members with requisite majority except the Special Resolution No. 6 i.e. re-appointment of Dr. Rajiv I Modi (DIN 01394558) as Non-Executive Independent Director of the Company.



For GUJARAT ALKALIES AND CHEMICALS LIMITED

*(Signature)*  
**(R.K. GERA)**  
 MANAGING DIRECTOR  
 & CHAIRMAN OF THE 46<sup>th</sup> ANNUAL GENERAL MEETING

Date : 29<sup>th</sup> September, 2019

## CONSOLIDATED SCRUTINIZER'S REPORT

(E-Voting & Poll)

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and  
Companies (Management and Administration) Rules, 2014 as amended]

To,

**The Chairman,**

of 46<sup>th</sup> Annual General Meeting of the Equity Shareholders of

**M/S. GUJARAT ALKALIES AND CHEMICALS LIMITED** held at

P.O.: Petrochemicals: 391 346

District: Vadodara (Gujarat).

On Friday, the 27<sup>th</sup> September, 2019, at 11:00 a.m.

Dear Sir,

1. I, **Niraj Trivedi**, Practicing Company Secretary, having C. P. No.: 3123, have been appointed as a Scrutinizer by the Board of Directors of **M/s. Gujarat Alkalies and Chemicals Limited** ("the Company") at their meeting held on 9<sup>th</sup> August, 2019, for the purpose of:-

- (i). Scrutinizing the E-Voting process (Remote E-Voting) under the provisions of Section 108 of the Companies Act, 2013 ("The 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rule") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

**CS NIRAJ TRIVEDI**  
**Practicing Company Secretary**

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- (ii). Poll through Polling Papers under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rule, on the resolutions contained in the Notice to the 46<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Friday, the 27<sup>th</sup> September, 2019, at 11:00 a.m.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the 2013 Act and Rules relating to voting i.e. by Remote E-Voting and voting by Poll at the AGM for the resolutions contained in the Notice to the 46<sup>th</sup> AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through electronic means i.e. through Remote E-Voting and also through Poll at AGM is restricted to make a Consolidated Scrutinizer's report of votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by **Central Depository Services (India) Limited (CDSL)**, the agency authorized under the Rule and on voting by Poll at the AGM.
3. The Company had availed the Remote E-Voting facility provided by **Central Depository Services (India) Limited (CDSL)**, for conducting the Remote E-Voting by the shareholders of the Company. The Remote E-Voting period commenced at 9:00 a.m. on Tuesday, 24<sup>th</sup> September, 2019 and ended on 5:00 p.m. on Thursday, 26<sup>th</sup> September, 2019. The Company had provided facilities of Remote E-Voting and Poll was also taken at the meeting by members to exercise their right to vote.
4. I, as a Scrutinizer for scrutinizing the entire voting process carried out by electronic means and by poll at the Annual General Meeting have issued two separate Scrutinizer's Reports both dated, 28<sup>th</sup> September, 2019.
5. I submit herewith my Consolidated Scrutinizer's Report on the results of voting through electronic mode and voting through poll as under:-

Item No. of the Notice	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid / abstained Votes
	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.
<p><b>Item No. 1:-</b>  <b>Ordinary Business:</b>  <b>Ordinary Resolution:</b>    To receive, consider and adopt the (i) Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019;  (ii) Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019;  and the Reports of the Board of Directors and Auditors thereon.</p>	60422228	99.93	111	0.00	45059

<b>Item No. 2:-</b> <b>Ordinary Business:</b> <b>Ordinary Resolution:</b>  To declare Dividend on Equity Shares for the Financial Year ended 31 <sup>st</sup> March, 2019.	60464346	100	792	0.00	2260
<b>Item No. 3:-</b> <b>Ordinary Business:</b> <b>Ordinary Resolution:</b>  To appoint a Director in place of Shri Arvind Agarwal, IAS (DIN: 00122921) who retires by rotation at this Meeting and being eligible, offers himself for re-appointment.	59912578	99.08	552560	0.91	2260

<b>Item No. 4:-</b> <b>Special Business:</b> <b>Ordinary Resolution:</b>  To consider appointment of M/s. K C Mehta & Co., Chartered Accountants, Vadodara, (Firm Registration No. 106237W) as the Statutory Auditors of the Company to hold office from the conclusion of this 46 <sup>th</sup> Annual General Meeting (AGM) till the conclusion of 51 <sup>st</sup> AGM i.e. for a period of five (5) consecutive years and to fix their remuneration.	60464967	100	171	0	2260
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<b>Item No. 5:-</b> <b>Special Business:</b> <b>Ordinary Resolution:</b>  To appoint Shri S B Dangayach, Director (DIN 01572754) as Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a term of five (5) years w.e.f. 9 <sup>th</sup> August, 2019.	42757111	70.71	17707648	29.28	2639
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<b>Item No. 6:-</b> <b>Special Business:</b> <b>Special Resolution:</b>  To re-appoint Dr. Rajiv L. Modi, Director (DIN: 01394558) as Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for the second term of Five (5) years w.e.f. 1 <sup>st</sup> October, 2019.	41598651	68.80	18866108	31.20	2639
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<b>Item No. 7:-</b> <b>Special Business:</b> <b>Ordinary Resolution:</b>  To ratify and approve the remuneration of M/s. R K Patel & Co., Cost Accountants in Practice (Firm Registration No. 14115) as Cost Auditors of the Company for the Financial Year ending on 31 <sup>st</sup> March, 2020.	60464473	100	281	0	2644
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The invalid votes are not considered for the purpose of calculating the percentage.

**CS NIRAJ TRIVEDI**  
**Practicing Company Secretary**

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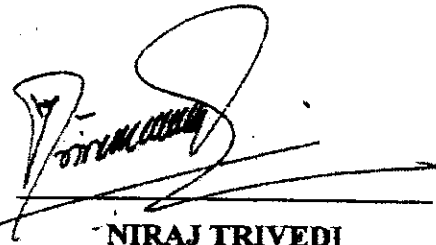
6. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You.

Yours faithfully,

DATE: 28<sup>TH</sup> SEPTEMBER, 2019

PLACE: VADODARA

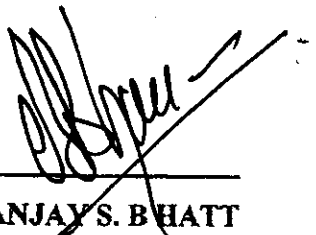
  
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NIRAJ TRIVEDI

PRACTICING COMPANY SECRETARY

FCS: 3844 (C. P. No.: 3123)

**COUNTERSIGNED BY:-**

**GUJARAT ALKALIES AND CHEMICALS LIMITED**

  
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SANJAY S. BHATT

COMPANY SECRETARY & GENERAL MANAGER (LEGAL & CC)

**General information about company**

Scrip code	530001
NSE Symbol	GUJALKALI
MSEI Symbol	NOTLISTED
ISIN	INE186A01019
Name of the company	GUJARAT ALKALIES AND CHEMICALS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2019
Start time of the meeting	11:00 AM
End time of the meeting	12:45 PM



Scrutinizer Details	
Name of the Scrutinizer	NIRAJ TRIVEDI
Firms Name	
Qualification	CS
Membership Number	3844
Date of Board Meeting in which appointed	09-08-2019
Date of Issuance of Report to the company	28-09-2019



<b>Voting results</b>	
Record date	20-09-2019
Total number of shareholders on record date	57481
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	7
b) Public	167
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the (i) Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019; (ii) Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019; and the Reports of the Board of Directors and Auditors thereon.				
Category	Mode of voting	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	E-Voting	33986310	33986310	100	33986310	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		33986310	33986310	100	33986310	0	100
Public-Institutions	E-Voting	7161727	5938103	82.9144	5938103	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7161727	5938103	82.9144	5938103	0	100
Public- Non Institutions	E-Voting	32288891	2783039	8.6192	2782928	111	99.996	0.004
	Poll		17714887	54.8637	17714887	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		32288891	20497926	63.4829	20497815	111	99.9995
Total		73436928	60422339	82.2779	60422228	111	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare Dividend of Rs.8.00 per share (80%) on 7,34,36,928 Equity Shares of Rs.10/- each for the Financial Year ended 31st March, 2019.				
Category	Mode of voting	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	E-Voting	33986310	33986310	100	33986310	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		33986310	33986310	100	33986310	0	100
Public-Institutions	E-Voting	7161727	5980802	83.5106	5980802	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7161727	5980802	83.5106	5980802	0	100
Public- Non Institutions	E-Voting	32288891	2783039	8.6192	2782928	111	99.996	0.004
	Poll		17714987	54.864	17714306	681	99.9962	0.0038
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		32288891	20498026	63.4832	20497234	792	99.9961
Total		73436928	60465138	82.3361	60464346	792	99.9987	0.0013
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Shri Arvind Agarwal, IAS (DIN 00122921) who retires by rotation at this Meeting and being eligible, offers himself for reappointment.				
Category	Mode of voting	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	E-Voting	33986310	33986310	100	33986310	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		33986310	33986310	100	33986310	0	100
Public- Institutions	E-Voting	7161727	5980802	83.5106	5428574	552228	90.7667	9.2333
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7161727	5980802	83.5106	5428574	552228	90.7667
Public- Non Institutions	E-Voting	32288891	2783039	8.6192	2782707	332	99.9881	0.0119
	Poll		17714987	54.864	17714987	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		32288891	20498026	63.4832	20497694	332	99.9984
Total		73436928	60465138	82.3361	59912578	552560	99.0862	0.9138
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s. K C Mehta & Co., Chartered Accountants, Vadodara, (Firm Registration No. 106237W) as the Statutory Auditors of the Company to hold office from the conclusion of this 46th Annual General Meeting (AGM) till the conclusion of 51st AGM i.e. for a period of five (5) consecutive years.				
Category	Mode of voting	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	E-Voting	33986310	33986310	100	33986310	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		33986310	33986310	100	33986310	0	100
Public-Institutions	E-Voting	7161727	5980802	83.5106	5980802	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7161727	5980802	83.5106	5980802	0	100
Public- Non Institutions	E-Voting	32288891	2783039	8.6192	2782868	171	99.9939	0.0061
	Poll		17714987	54.864	17714987	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		32288891	20498026	63.4832	20497855	171	99.9992
Total		73436928	60465138	82.3361	60464967	171	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

