

MEMBER: NATIONAL STOCK EXCHANGE OF INDIA LTD. (SEBI REGN. NO. INB/INF 230793439) : BOMBAY STOCK EXCHANGE OF INDIA LTD. (SEBI REGN. NO. INB/INF 010793439)

Corporate Office:

805, Raheja Centre, 8th Floor, 214, Nariman Point, F. B. Journal Road, Mumbai - 400 021.

Tel.: (91-22) 3023 5727 / 33 • Fax: (91-22) 3020 1364



September 2015

The Listing Dept. **BSE** Limited P.J. Towers Dalal Street, Fort Mumbai- 400 001

Ref: Scrip Code 535431(SME)

Sub: Submission of Scrutinizer Report for AGM

With reference to the above, we are enclosing herewith Scrutinizer Report for the 20th Annual General Meeting of the company held on 28th September 2015 at 10.00 AM.

Thanking You

For GCM Securities Limited

# Verma S & Associates

Office: 86, Sarat Chatterjee Road, Kolkata-700089

E-mail ID: sumitvermaca@yahoo.in, Contact No. 98830 11638

#### 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,

The Chairman of 20<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of M/s. GCM Securities Limited held on 28<sup>th</sup> September, 2015 at 10:00 AM at 3B, Lal Bazar Street, Sir R N M House, 5<sup>th</sup> Floor, Kolkata - 700001

Ref: 20th Annual General Meeting of the Shareholders of M/s. GCM Securities Limited held on Monday, 28th September, 2015 at Kolkata.

#### Dear Sir,

I, Sumit Kumar Verma, Practicing Chartered Accountant, was appointed by the Board of Directors of GCM Securities Limited as Scrutinizer vide resolution dated 28th May, 2015 pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions, at the 20th Annual General Meeting of the Shareholders of M/s. GCM Securities Limited, and submit our report as under:

The Compliance with the provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and voting by using ballots by shareholders on the resolution proposed in the notice of the 20th Annual General Meeting of the company is the responsibility of the Management. My responsibility as a Scrutinizers is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in fair and transparent manner and render consolidated scrutinizer's report of the total vote caste or against, if any to the chairman on the resolutions, based on the report generated from the electronic voting system provided by CDSL an voting through ballot paper conducted at AGM.

- The remote e-voting period remained open from Thursday, 24th September, 2015 (09.30 a.m) to Saturday, 26th September, 2015 (5.00 p.m) both days inclusive.
- The shareholders holding shares as on "cut off" date, i.e 21st September, 2015, were entitled to vote on the proposed resolutions.
- 3. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the remote e-voting website of CDSL.
- After the closing of the poll as announced by the Chairman, ballot box kept for polling was locked in our presence with due identification marks placed by us.
- 5. The locked ballot box was subsequently opened by us in the presence of two witnesses, Mr. Akash Jaishwal and Mr. Rahul Bose who are not in employment of the Company. And poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations / proxies lodged with the Company.
- 6. We did not find any poll paper which was incomplete, invalid and/or defective.
- 7. The Consolidated result of the Ballot held at the aforesaid 20th Annual General Meeting as well as remote e-voting are as under:



### Resolution 1:

Adoption of Directors Report and Audited Statement of Accounts for the year ended March 31, 2015

(i) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
E-voting	0	0	0
Ballot	7	79018000	100
Total *	7	79018000	100

(ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	The Part of the Pa	of	% of total number of valid votes cast
E-voting	0		0	
Ballot	0		0	
Total	0		0	0

(iii) Abstained from Voting:

Type of Voting	Number of members present and voting (in person or by proxy)	of	% of total number of valid votes cast
E-voting	0	0	
Ballot	0	0	
Total	0	0	0

## Resolution 2:

Appointment of M/s. Bharat D Sarawgee & Co., Chartered Accountants, as Auditors and to fix their remuneration.

(ii) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
E-voting	0	0	0
Ballot	7	79018000	100
Total	7	79018000	100

(ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	and the same of th	of	% of total number of valid votes cast
E-voting	0		0	V-z
Ballot	0		0	, ,M;-
Total	0		0	0

(iv) Abstained from Voting:

Type of Voting	Number of members present and voting (in person or by proxy)	of	% of total number of valid votes cast
E-voting	0	0	44
Ballot	0	0	
Total	0	0	.0



2

## **Resolution 3:**

Appointment of Mr. Laxmi Narayan Sharma- as Independent Director for a term of 5 Years.

(i) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)		% of 'total number of valid votes cast
E-voting	0	0	0
Ballot	7	79018000	100
Total	7	79018000	100

(ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	(***)
Ballot	0	0	1
Total	0	0	0

(iii) Abstained from Voting:

Type of Voting	Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
E-voting	- 0	0	
Ballot	0	0	-22
Total	0	0	0

## Resolution 4:

Appointment of Mr. Urmi Bose- as Independent Director for a term of 5 Years.

(i) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
E-voting	0	0	0
Ballot	7	79018000	100
Total	7	79018000	100

(ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	
Ballot	0	0	
Total	0	0	0

(iii) Abstained from Voting:



Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	544
Ballot	0	0	7/44
Total	0	0	

## Resolution 5:

Migration from BSE SME platform to Main Board of BSE Limited

(i) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
E-voting	0	0	0
Ballot	7	79018000	100
Total	7	79018000	100

(ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	22
Ballot	0	0	(44)
Total	0	0	0

(iii) Abstained from Voting:

Type of Voting	Number of members present and voting (in person or by	Number of votes cast	% of total number of valid votes cast
E-voting	proxy)	0	
Ballot	0	0	
Total	0	0	

## Resolution 6:

Adoption of new set of Articles of Association of the Company containing regulation in conformity with the Companies Act, 2013

(i) Votes in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	0
Ballot	7	79018000	100
Total	7	79018000	100



4

### (ii) Votes against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	(44)
Ballot	0	Ó	THE STATE OF THE S
Total	0	0	0

### (iii) Abstained from Voting:

Type of Voting	Number of members present and voting (in person or by proxy)	A TOTAL TOTAL TOTAL	% of total number of valid votes cast
E-voting	0	0	157
Ballot	0	0	
Total	0	0	

8. All the resolutions mentioned in the AGM Notice dated 28th May, 2015 as per the details above stand passed under voting conducted at the AGM by way of Ballot with requisite majority and hence deemed to have been passed on the date of AGM.

The ballot papers and other relevant records relating to evoting and physical voting is under my safe custody and will be handed over to the company secretary of the company for safe keeping, after the chairman signs the minutes of the 20<sup>th</sup> Annual General Meeting.

Thanking you, Yours Sincerely

For Verma S & Associates

Chartered Accountant FRN: 328962E

Sumit Kumar Verma

Proprietor M. No - 302320

Place: Kolkata

Dated: 30th September, 2015.