

GMB Ceramics Ltd.

H. O. : 23, Ganesh Chandra Avenue, Kolkata - 700 013
Phones : 2236-6204, Fax : +91-33-2236-7519
E-mail : admin@gmbceramics.com, Web : www.gmbceramics.com
CIN No. : L269330R1982PLC001049, GSTIN : 21AABCG1557C1ZB

To,
The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata – 700001

Date : 29.09.2021

Scrip Code in CSE: 017404

Dear Sir/Madam,

Sub: Outcome and Voting Results of Annual General Meeting of the Equity Shareholders of the Company dated September 28, 2021 as per Regulations of SEBI (LODR), 2015 along with Scrutinizer's Report

The 39th Annual General Meeting (AGM) of the Company was held on Tuesday, September 28, 2021 at 3.00 p.m. at the Registered Office of the Company through Video Conferencing (VC) or other audio visual means (OAVM).

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8th April 2020, 13th April 2020, 5th May 2020 and 13th January, 2021, the Company has provided the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM has been provided by NSDL.

The Board of Directors has appointed Mr. Anil Kumar Dubey, Partner of M & A Associates, Practicing Company Secretaries (Membership No 9488 and CP No – 12588), as the Scrutinizer for the remote E-voting and venue voting at the meeting. The Scrutinizer had carried out the scrutiny of the votes cast and submitted his consolidated report.

Accordingly, all the resolutions as mentioned in the Notice of AGM dated August 31, 2021 has been passed with the requisite majority.

Enclosed herewith the Details of the voting results as per Regulation 44 of SEBI (LODR), 2015, proceedings of AGM as per Regulation 30 of SEBI (LODR), 2015 and a copy of the Scrutinizer's Report for your information and record.

Kindly take the same on record and acknowledge the receipt.

Thanking you.

For **GMB CERAMICS LIMITED**


GAURANG JALAN

Managing Director (DIN – 00909769)

Encl: As above

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BRIEF PROCEEDINGS OF THE 39TH ANNUAL GENERAL MEETING

The 39th Annual General Meeting of ‘G M B Ceramics Limited’ (“the Company”) was held at the Corporate office of the Company through Video Conferencing (VC) or other audio visual means (OAVM) on Tuesday, 28th September, 2021 at 3.00 P.M.. and concluded at 3:25 P.M..

Sri Gaurang Jalan took the chair as Chairman of the meeting. As the requisite quorum was present, the Chairman declared the AGM open. Total 15 Members attended the AGM either in person or through proxy.

The Notice convening the 39th AGM was taken as read with the permission of the members present.

The following items of businesses as set out in the notice dated 31st August, 2021 convening the 39th AGM were transacted:

ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Financial Statement for the year ended 31st March, 2021 and Reports of the Board of Directors and the Auditors thereon;
2. To appoint a director in place of Ms. Nidhi Sharma (DIN-07925269), who retires by rotation and, being eligible, offers herself for re-appointment.

The Chairman invited the question(s) from the member who have registered themselves as speakers to ask questions or present their views on the working of the Company.

Based on the Scrutinizer’s Report, the Chairman signed the consolidated voting results and declared that all the resolutions set out in the Notice convening the AGM were declared passed with requisite majority.

The AGM concluded with a vote of thanks to the Chair.

For G M B CERAMICS LIMITED



GAURANG JALAN

Managing Director (DIN – 00909769)

Encl: As above

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Outcome and Voting Results of 39th Annual General Meeting of GMB Ceramics Limited

A. Details of Attendance at Annual General meeting

Date of the AGM	28th September, 2021	
Total number of shareholders on record date	4464	
No. of shareholders present in the meeting either in person or through proxy	In person	Through Proxy
a. Promoters and Promoter Group:	0	0
b. Public:	0	0
Total	0	0
No. of shareholders attended the meeting through Video Conferencing	In person	Through Proxy
a. Promoters and Promoter Group:	7	0
b. Public:	8	0
Total	15	0
Details of Agenda	As detailed in 'B' below	
Resolution required		
Mode of voting		
Voting results		

For G M B CERAMICS LIMITED



GAURANG JALAN

Managing Director (DIN - 00909769)

**B. Details of E-voting and voting at AGM for all items proposed at Annual General meeting:
Ordinary Business:**

Item No.1-Ordinary Resolution										
To Receive, consider and adopt Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021, together with the Reports of the Board of Directors and the Auditors thereon.										
Promoter/Public	Mode of Voting	No. of Shareholders voted	No. of shares held	No. of votes polled	% of Polled shares	No. of Votes in favour	No. of Votes against	% of Votes in favour polled	% of Votes in favour of votes against polled	% of Votes against of votes against polled
Promoter and Promoter Group	E-voting	7	1288800	0	0.00%	0	0	0.00%	0.00%	0.00%
	Voting at AGM			1288800	100.00%	1288800	0	100.00%	0.00%	0.00%
	Postal Ballot (if applicable)			0	-	-	-	-	-	-
Public – Institutional holders	E-voting	0	0	0	-	-	-	-	-	-
	Voting at AGM			0	-	-	-	-	-	-
	Postal Ballot (if applicable)			0	-	-	-	-	-	-
Public-Others	E-voting	8	509024	0	0.00%	0	0	0.00%	0.00%	0.00%
	Voting at AGM			509024	100.00%	509024	0	100.00%	0.00%	0.00%
	Postal Ballot (if applicable)			0	-	-	-	-	-	-
Total	Total	15	1797824	1797824	100.00%	1797824	0	100.00%	0.00%	0.00%

Item No.2-Ordinary Resolution										
To appoint a director in place of Ms. Nidhi Sharma (DIN-07925269), who retires by rotation and, being eligible, offers herself for re-appointment.										
Promoter/Public	Mode of Voting	No. of Shareholders voted	No. of shares held	No. of votes polled	% of Polled shares	No. of Votes in favour	No. of Votes against	% of Votes in favour polled	% of Votes in favour of votes against polled	% of Votes against of votes against polled
Promoter and Promoter Group	E-voting	7	1288800	0	0.00%	0	0	0.00%	0.00%	0.00%
	Voting at AGM			1288800	100.00%	1288800	0	100.00%	0.00%	0.00%
	Postal Ballot (if applicable)			0	-	-	-	-	-	-
Public – Institutional holders	E-voting	0	0	0	-	-	-	-	-	-
	Voting at AGM			0	-	-	-	-	-	-
	Postal Ballot (if applicable)			0	-	-	-	-	-	-
Public-Others	E-voting	8	509024	0	0.00%	0	0	0.00%	0.00%	0.00%
	Voting at AGM			509024	100.00%	509024	0	100.00%	0.00%	0.00%
	Postal Ballot (if applicable)			0	-	-	-	-	-	-
Total	Total	15	1797824	1797824	100.00%	1797824	0	100.00%	0.00%	0.00%

For G M B CERAMICS LIMITED



GAURANG JALAN
Managing Director (DIN - 00909769)



M & A Associates
Practicing Company Secretaries
Mob: 9883039240/8334984350
Email: anil@mandaassociates.in

Report of Scrutinizer

*(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Amendment Rules, 2015)*

To,
The Chairman,
THE G M B CERAMICS LIMITED
CIN: L26933OR1982PLC001049
RAJGANGPUR SUNDERGARH OR 770017

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and voting by means of E-voting at the Annual General Meeting of M/s G M B Ceramics Limited held on 28st September, 2021 at 3.00 P.M. at Rajgangpur Sundergarh Orissa 770017

I, Anil Kumar Dubey, (FCS No. 9488 & CP 12588) Partner of M/s. M & A Associates, Practicing Company Secretaries, Kolkata, was appointed as a Scrutinizer, by the Board of Directors of **G M B Ceramics Limited** ("the Company") in terms of the provisions of Section 108 of the Companies Act, 2013("Act"), read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 for the purpose of Scrutinizing and ascertaining the results of voting by electronic means i.e. remote e-voting and voting through Video Conferencing at the Annual General Meeting (AGM) of the Company on the Resolutions set out in the Notice dated 31st August, 2021 of the 39th AGM of the Company held on Tuesday, 28th September, 2021 at **3.00 P.M.** at the Registered office of the Company Rajgangpur Sundergarh Orissa-770017.

1. The Notice dated 31st August, 2021 convening the AGM of the Company along with the Statement under Section 102 of the Act was sent to those Shareholders whose names appeared in the Register of Members/Beneficial Owners in respect of the Resolutions to be passed at the said AGM of the Company.
2. The Company had availed the remote e-voting facility provided by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company. The Company had also provided voting facility to the Shareholders present at the AGM and who were not able to cast their votes by means of remote e-voting prior to the AGM to vote on the Resolutions set out in the Notice of the said AGM through Video Conferencing at the AGM.
3. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to remote e-voting and voting through Video Conferencing at the AGM on the Resolutions contained in the Notice of the said AGM. My responsibility as a Scrutinizer for the remote e-voting process and voting through Video Conferencing at the said AGM is only restricted towards making of a Consolidated Scrutinizer(s) Report of the total votes, cast "in favour" or "against" the Resolutions after taking the effect of "invalid" or "abstained" votes polled by the Members in respect of the said Resolutions set forth in the Notice of the said AGM of the Company.



22, Madan Mohan Talla Street, Kolkata - 700005



4. Further to the above, I submit my report as under:-

- i. The remote e-voting period commenced on Saturday, 25th September, 2021 from 09.00 A.M. (IST) and ended on Monday, 27th September, 2021 at 5.00 P.M. (IST).
- ii. The Shareholders who were holding shares of the Company as on the "cut-off date i.e., 17th September, 2021, fixed by the Board of Directors, were entitled to vote on the Resolutions set out in the Notice of the AGM of the Company dated 31st August, 2021.
- iii. Members who were Shareholders as on the cut-off date but did not cast their votes by means of remote e-voting prior to the AGM and attended the AGM were eligible to cast their votes through Video Conferencing at the said AGM.
- iv. The votes cast through remote e-voting facility were thereafter unlocked on 29th September, 2021, after conclusion of AGM, in the presence of 2 (two) witnesses, Ms. Jyoti Goel and Ms. Ankita Gupta, who were not in the employment of the Company.
- v. The Report inter alia containing details such as list of Equity Share Holders, who voted "for" or "against", on each of the Resolutions that were put to vote and whose votes became invalid or who abstained from voting, in respect of Resolutions set out in the Notice dated 31st August, 2021 of the said AGM were generated from the e-voting website of NSDL.
- vi. The combined result of voting through electronic means, i.e. remote e-voting and voting through Physical Ballot Papers at the AGM is as per "**Annexure - A**" attached herewith.

Thanking You,
Yours faithfully,
For M & A Associates
Practicing Company Secretaries

Anil Kumar Dubey
Partner
F.C.S No. 9488
Certificate of Practice No.12588



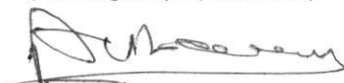
Place: Kolkata
Date: 29th September, 2021
UDIN: F009488C001033742

Annexure- A

Consolidated Scrutinizer(s) Report of Voting on the Resolutions considered at the 39th AGM of GM B CERAMICS LIMITED held on Monday 28th September, 2021 at 3:00 P.M.

SL No.	Resolution	Mode	No. of folios	Total no. of Shares held	Valid votes		% of Valid votes	Invalid votes		% of Invalid votes	Vote cast in favour of resolutions		% of Valid Votes in favour of the resolutions	Vote cast against the resolutions		% of Valid votes against the resolutions	Abstain	
					No. of folios/ No. of Ballots received	Votes		No. of folios/ No. of Ballots received	Votes		No. of folios/ No. of Ballots	Votes		No. of folios/ no. of Ballots	Votes		No. of folios/ no. of Ballots	Votes
1	To receive, consider and adopt the Audited Accounts and Report of the Directors and the Auditors of the Company for the year ended 31st March, 2021.	Electronic/ Video Conferencing	15	1797824	15	1797824	100%	0	0	0	15	1797824	100%	0	0	0.00	0	0
		Physical	0	0	0	0	0%	0	0	0.00	0	0	0%	0	0	0.00	0	0
		TOTAL	15	1797824	15	1797824	100%	0	0	0.00	15	1797824	100%	0	0	0.00	0	0
2	RESOLVED THAT pursuant to Section 152 and all other applicable provisions, if any, of the Companies Act, 2013, the vacancy caused by retirement of Ms. Nidhi Sharma (DIN-07925269) who retires by rotation at this Annual General Meeting and who seek to be reappointed as a Director of the Company and the vacancy, so caused, be filled up	Electronic/ Video Conferencing	15	1797824	15	1797824	100%	0	0	0.00	15	1797824	100%	0	0	0.00	0	0
		Physical	0	0	0	0	0%	0	0	0.00	0	0	0%	0	0	0.00	0	0
		TOTAL	15	1797824	15	1797824	100%	0	0	0.00	15	1797824	100%	0	0	0.00	0	0

FOR M & A Associates
(Practising Company Secretaries)



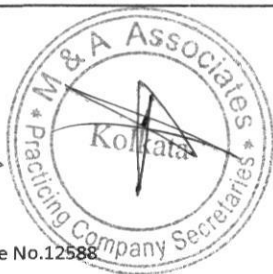
(Anil Kumar Dubey)

Partner

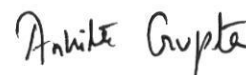
F.C.S No. 9488, Certificate of Practice No.12588

Place: Kolkata

Date: 29th September, 2021




(i) Ms. Jyoti Goel
Kolkata



(ii) Ms. Ankita Gupta
Kolkata