

GI ENGINEERING SOLUTIONS LIMITED

Regd. Office: 73A SDF-III, SEEPZ, Andheri (East), Mumbai-400 096

Tel No: 022-28290303, Fax No: 022-28290603

CIN: L40109MH2006PLC163731

Website: www.giesl.com; E-mail ID: investor@giesl.com

September 29, 2017

BSE Limited Corporate Relationship Department P.J. Towers, Dalal Street, Fort, Mumbai - 400 001 Ph : 22721233, Fax : 22723121/3719	National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051 Ph : 26598235, Fax : 26598237/38
Scrip Code: 533048	Symbol: GISOLUTION

Dear Sir,

Sub: Details of Voting Results of the 11th Annual General Meeting of the Company held on September 28, 2017

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the voting results of the business contained in the Notice of 11th Annual General Meeting of the Company held on September 28, 2017 in the prescribed format.


All the resolutions contained in the said Notice were passed with requisite majority.

Kindly take the above information on your record.

Thanking You,

Yours Faithfully,

For **GI ENGINEERING SOLUTIONS LIMITED**


SAJID MALIK
MANAGING DIRECTOR
(DIN: 00400366)

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General information about company

Scrip code	533048
Name of the company	GI ENGINEERING SOLUTIONS LIMITED
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	28-09-2017
Start time of the meeting	03:30 PM
End time of the meeting	03:50 PM

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Voting results	
Record date	20-09-2017
Total number of shareholders on record date	3665
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	4
b) Public	23
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	4
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Consider and Adopt Audited Financial Accounts (Standalone and Consolidated) for the financial year ended March 31, 2017 and the Report of the Auditors and Board of Directors 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	3395177	2010711	59.2226	2010711	0	100.0000	0.0000
	Poll		1383466	40.7480	1383466	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3395177	3394177	99.9705	3394177	0	100.0000
Public- Institutions	E-Voting	4050	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4050	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5212651	1955	0.0375	1955	0	100.0000	0.0000
	Poll		39228	0.7526	39228	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5212651	41183	0.7901	41183	0	100.0000
Total		8611878	3435360	39.8910	3435360	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

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

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Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mrs. Saroja Malik, who retires by rotation and being eligible offers herself for re-appointment				
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	3395177	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3395177	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	4050	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4050	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5212651	1955	0.0375	1955	0	100.0000	0.0000
	Poll		39228	0.7526	39228	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5212651	41183	0.7901	41183	0	100.0000
Total		8611878	41183	0.4782	41183	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s. Sachin Phadke & Associates, Chartered Accountants (Firm Registration No. 133898W), as Statutory Auditors of the Company and to authorise the Board of Directors to fix				
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	3395177	2010711	59.2226	2010711	0	100.0000	0.0000
	Poll		1383466	40.7480	1383466	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3395177	3394177	99.9705	3394177	0	100.0000
Public- Institutions	E-Voting	4050	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4050	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5212651	1955	0.0375	1955	0	100.0000	0.0000
	Poll		39228	0.7526	39228	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5212651	41183	0.7901	41183	0	100.0000
Total		8611878	3435360	39.8910	3435360	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Re-appointment of Mr. Sajid Malik (DIN: 00400366) as Managing Director

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	3395177	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3395177	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	4050	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4050	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5212651	1955	0.0375	1955	0	100.0000	0.0000
	Poll		39228	0.7526	39228	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5212651	41183	0.7901	41183	0	100.0000
Total		8611878	41183	0.4782	41183	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

264, Maru Sadan, N. C. Kelkar Road, Dadar, Mumbai - 400 028. ☎ Off. 2430 7707
1, Tara (Gretas) House, 166-B, Bhagat Lane, Mahim, Mumbai - 400 016. ☎ Off. 2430 4882
E-mail : cadbdixit@gmail.com

To,
The Chairman,
GI Engineering Solutions Limited
73-A, SDF-III, SEEPZ,
Andheri (E),
Mumbai - 400 096

Dear Sir,

At the outset, I would like to thank you for entrusting me with the task of scrutinizing the remote e-Voting and voting by assent-dissent forms (Poll/ Physical Ballot) by shareholders at the 11th Annual General Meeting of your Company held on Thursday, September 28, 2017.

Please find enclosed, the Report on remote E-Voting, facility of voting through Ballot in case of shareholders not having access to remote e-voting and Poll conducted at the venue of AGM. The report on Remote E-Voting is based on the data downloaded from the Remote E-voting platform provided by Central Depository Services Limited (CDSL) and the Report on Voting on Poll/Physical Ballots is based on the data provided/authenticated by your Registrar and Share Transfer Agent.

I trust you will find the Report to be comprehensive and self-explanatory in all respects. I will however be happy to answer your queries, if any, on the same and assure you of best services at all times.




Dattatray B. Dixit
Chartered Accountant
Membership No. 40032

Date: September 29, 2017
Place: Mumbai

264, Maru Sadan, N. C. Kelkar Road, Dadar, Mumbai - 400 028. ☎ Off. 2430 7707
1, Tara (Gretas) House, 166-B, Bhagat Lane, Mahim, Mumbai - 400 016. ☎ Off. 2430 4882
E-mail : cadbdixit@gmail.com

Form No. MGT-13
Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman,
GI Engineering Solutions Limited,
73-A, SDF-III, SEEPZ,
Andheri (East),
Mumbai-400 096.

The 11th Annual General Meeting of the Equity Shareholders of GI Engineering Solutions Limited held on Thursday, September 28, 2017 at 3.30 p.m. at Kohinoor Continental, Andheri - Kurla Road, Andheri (East), Mumbai - 400 059.

Dear Sir,

I, Dattatray B. Dixit, appointed as Scrutinizer for the purpose of remote e-voting as well as the voting by Poll to be conducted at the venue of Annual General Meeting of the Equity Shareholders of GI Engineering Solutions Limited held on Thursday, September 28, 2017 at 3.30 p.m. at Kohinoor Continental, Andheri - Kurla Road, Andheri (East), Mumbai - 400 059, submit my report as under:

1. The remote e-voting period commenced on September 25, 2017 at 9.00 a.m. and ends on September 27, 2017 at 5.00 p.m
2. The Shareholders holding shares as on the cut-off date September 20, 2017 were entitled to vote on the proposed resolutions.
3. The details containing *inter alia*, list of Equity share holders, who voted "for", "against" or "abstain" on each of the resolution that were put to vote, were generated from the remote e-voting website of CDSL.
4. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
5. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records





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E-mail : cadbdixit@gmail.com

maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/Proxies lodged with the Company.

6. The polling box was opened in the presence of Ms. Purva Nagwekar and Mr. Gajanan Nagari as witnesses after the voting process is over.
7. I did not find any poll papers invalid.
8. The consolidated results of remote e-voting as well as of the poll held at the aforesaid Annual General Meeting are as under.

Thanking You,

Yours Faithfully,



Dattatray B. Dixit
Chartered Accountant
Membership No. 40032

Witness 1

Name: Ms. Purva Nagwekar

Witness 2

Name : Mr. Gajanan Nagari

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 1, Tara (Gretas) House, 166-B, Bhagat Lane, Mahim, Mumbai - 400 016. ☎ Off. 2430 4882
 E-mail : cadbdixit@gmail.com

Resolution No. 1 - Consider and Adopt Audited Financial Accounts (Standalone and Consolidated) for the financial year ended March 31, 2017 and the Report of the Auditors and Board of Directors thereon

i. Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	20,12,666	100
Poll	25	14,22,694	100
Total	31	34,35,360	100

ii. Voted **against** the resolution:

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

iii. **Invalid Votes:**

Type of Voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0
Poll	0	0
Total	0	0





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E-mail : cadbdixit@gmail.com

Resolution No. 2 - Re-appointment of Mrs. Saroja Malik, who retires by rotation and being eligible offers herself for re-appointment

i. Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	4	1955	100
Poll	23	39,228	100
Total	27	41,183	100

ii. Voted **against** the resolution:

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

iii. **Invalid** Votes:

Type of Voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0
Poll	0	0
Total	0	0



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 E-mail : cadbdixit@gmail.com

Resolution No. 3 - To appoint M/s. Sachin Phadke & Associates, Chartered Accountants (Firm Registration No. 133898W), as Statutory Auditors of the Company and to authorise the Board of Directors to fix their remuneration

i. Voted **in favour** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	6	20,12,666	100
Poll	25	14,22,694	100
Total	31	34,35,360	100

ii. Voted **against** the resolution:

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

iii. **Invalid** Votes:

Type of Voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0
Poll	0	0
Total	0	0



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E-mail : cadbdixit@gmail.com

Resolution No. 4 - Re-appointment of Mr. Sajid Malik (DIN: 00400366) as Managing Director

i. Voted in favour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	4	1955	100
Poll	23	39,228	100
Total	27	41,183	100

ii. Voted against the resolution:

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

iii. Invalid Votes:

Type of Voting	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0
Poll	0	0
Total	0	0



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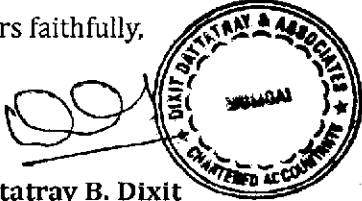
All the Resolutions stands passed with the requisite majority.

9. The Poll papers and all other relevant records were sealed and handed over to Company Secretary / Director authorised by the Board for safe keeping.

I hereby confirm that I am maintaining the Registers in respect of votes cast by the shareholders as required. I shall be arranging to hand over these records to the Chairman of the Company or to such person as may be authorised by the Chairman on consideration, approval and signing of the minutes of the relevant AGM.

Thanking you,

Yours faithfully,



Dattatray B. Dixit
Chartered Accountant
Membership No. 40032