

September 16, 2022

To, <b>BSE Limited</b> Department of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 <b>Scrip Code: 532543</b>	To, <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, 5 <sup>th</sup> Floor, G-Block, Bandra Kurla Complex, Bandra East, Mumbai 400 051 <b>Scrip Symbol: GULFPETRO</b>
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Dear Sir/Madam,

**Sub: Scrutinizers Report on Voting Results pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015.**

This is to inform you that the 39<sup>th</sup> Annual General Meeting (AGM) of GP Petroleums Limited held on Thursday, September 15, 2022, at 12.00 Noon (IST) through Video Conferencing/ Other Audio Visual Means (OAVM) in accordance with the circulars of Ministry of Corporate Affairs, the Securities and Exchange Board of India (SEBI) and applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in which items of business as mentioned in the Notice dated July 29, 2022 convening the AGM were transacted.

The Company had appointed Mr. Punit Shah, from M/s. P.P. Shah & Co., a Practising Company Secretary (Membership No. 20536) as the Scrutinizer to scrutinize the remote e-voting and e-voting at the 39<sup>th</sup> AGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice have been duly approved by the Shareholders with the requisite majority.

In this regard, please find enclosed the following-

1. Annexure I Voting Results of the AGM pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. Annexure II Consolidated Scrutinizer's Report dated September 15, 2022 on the remote e-voting and voting through electronic voting system at the AGM.

The aforesaid Voting Results are also available on the website of Stock Exchanges, NSDL and also on the Company's website at [www.gppetroleums.co.in](http://www.gppetroleums.co.in).

You are requested to take the above information on record.

Thanking you,

Your's faithfully,

For **GP PETROLEUMS LIMITED**

**KANIKA SEHGAL SADANA**  
**COMPANY SECRETARY AND COMPLIANCE OFFICER**  
**M. NO. A31466**

The following items of business, as per the Notice convening the 39<sup>th</sup> AGM of the Company dated July 29, 2022 were considered & approved by way of remote e-voting prior and during the AGM:

Sr. No.	Brief Details of items deliberated	Type of Resolutions
<b>Ordinary Business</b>		
1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022 and the Reports of the Directors and Auditors thereon.	Ordinary
2	To appoint a Director in place of Mr. Ayush Goel (DIN: 02889080), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
<b>Special Business</b>		
3	Ratification of payment of remuneration to M/s. Dilip M. Bathija, Cost Accountants, Cost Auditors for the Financial Year 2022-23.	Ordinary

Voting Results in the format prescribed under Regulation 44(3) of the Listing Regulations:-

#### Annexure I

Sr. No.	Particulars	Details
1	Date of AGM	Thursday, September 15, 2022.
2	Total Number of shareholders as on record date/cut-off date	As of Cut-off date i.e. September 7, 2022 : 23749
3	(a) No. of Shareholders Present in the Meeting either in Person or through proxy :- (Promoter & Promoter Group and Public) (b) No. of Shareholders attended the meeting through Video Conferencing : Promoter & Promoter Group & Public	79

<b>Resolution 1 :</b>				<b>To receive, consider and adopt the Audited Financial Statements of the Company for the FY ended 31st March, 2022 and Reports of the Directors and Auditors thereon.</b>				
<b>Resolution Required (Ordinary/ Special) :</b>				<b>Ordinary</b>				
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>				<b>No</b>				
Category		No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
		<b>1</b>	<b>2</b>	<b>3=2/1* 100</b>	<b>4</b>	<b>5</b>	<b>6=4/2* 100</b>	<b>7=5/2* 100</b>
Promoter and Promoter Group	E-Voting	3,23,45,009	3,23,35,009	99.9691	3,23,35,009	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total (A)</b>		<b>3,23,35,009</b>	<b>99.9691</b>	<b>3,23,35,009</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public Institutions	E-Voting	3,57,325	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total (B)</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	1,82,82,049	54,156	0.2962	54,037	119	99.7803	0.2197
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total (C)</b>		<b>54,156</b>	<b>0.2962</b>	<b>54,037</b>	<b>119</b>	<b>99.7803</b>	<b>0.2197</b>
<b>Total (A+B+C)</b>		<b>5,09,84,383</b>	<b>3,23,89,165</b>	<b>63.5276</b>	<b>3,23,89,046</b>	<b>119</b>	<b>99.9996</b>	<b>0.0004</b>

<b>Resolution 2 :</b>				<b>To appoint a Director in place of Mr. Ayush Goel (DIN: 02889080), who retires by rotation and being eligible, offers himself for re-appointment.</b>				
<b>Resolution Required (Ordinary/ Special) :</b>				<b>Ordinary</b>				
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>				<b>No</b>				
Category		No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
		<b>1</b>	<b>2</b>	<b>3=2/1* 100</b>	<b>4</b>	<b>5</b>	<b>6=4/2* 100</b>	<b>7=5/2* 100</b>
Promoter and Promoter Group	E-Voting	3,23,45,009	3,23,35,009	99.9691	3,23,35,009	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total (A)</b>		<b>3,23,35,009</b>	<b>99.9691</b>	<b>3,23,35,009</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public Institutions	E-Voting	3,57,325	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total (B)</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	1,82,82,049	53,906	0.2949	41,652	12,254	77.2678	22.7322
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total (C)</b>		<b>53,906</b>	<b>0.2949</b>	<b>41,652</b>	<b>12,254</b>	<b>77.2678</b>	<b>22.7322</b>
<b>Total (A+B+C)</b>		<b>5,09,84,383</b>	<b>3,23,88,915</b>	<b>63.5271</b>	<b>3,23,76,661</b>	<b>12,254</b>	<b>99.9622</b>	<b>0.0378</b>

Resolution 3 :				Ratification of payment of remuneration to M/s. Dilip M. Bathija, Cost Accountants, Cost Auditors for the Financial Year 2022-23				
Resolution Required (Ordinary/ Special) :				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category		No. of shares held	No. of votes polled	% of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes in against
		1	2	3=2/1* 100	4	5	6=4/2* 100	7=5/2* 100
Promoter and Promoter Group	E-Voting	3,23,45,009	3,23,35,009	99.9691	3,23,35,009	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)		<b>3,23,35,009</b>	<b>99.9691</b>	<b>3,23,35,009</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public Institutions	E-Voting	3,57,325	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	1,82,82,049	54,156	0.2962	41,677	12,479	76.9573	23.0427
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)		<b>54,156</b>	<b>0.2962</b>	<b>41,677</b>	<b>12,479</b>	<b>76.9573</b>	<b>22.0427</b>
<b>Total (A+B+C)</b>		<b>5,09,84,383</b>	<b>3,23,89,165</b>	<b>63.5276</b>	<b>3,23,76,686</b>	<b>12,479</b>	<b>99.9615</b>	<b>0.0385</b>

## Annexure II

**Pradip Shah**  
B. Com. I.I. B. FCS

**P. P. Shah & Co.**  
Company Secretaries

**Punit Shah**  
B.Com, ACS

### FORM NO. MGT-13 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,

Mr. Ayush Goel, Chairman,  
39<sup>th</sup> Annual General Meeting of the Equity Shareholders of GP Petroleums Limited,  
Held on Thursday, 15<sup>th</sup> September, 2022 at 12.00 noon through  
Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

Dear Sir,

I, Mr. Punit Shah, Partner of M/s. P. P. Shah & Co., Practicing Company Secretaries was appointed as Scrutinizer for the 39<sup>th</sup> Annual General Meeting of the equity shareholders of GP Petroleums Limited held on Thursday, 15<sup>th</sup> September, 2022 at 12.00 noon through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') for the purpose of scrutinizing the E-voting process ('remote e-voting') and Electronic Voting (e-voting) at the 39<sup>th</sup> Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority on E-voting ('remote e-voting') and Electronic Voting (e-voting) carried out as per the provisions of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

We submit our report as under:

1. The 39<sup>th</sup> AGM is held in compliance with the MCA Circular dated 13<sup>th</sup> February, 2021 read with circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020 and 5<sup>th</sup> May, 2022 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12<sup>th</sup> May, 2020 read with circular dated 15<sup>th</sup> January, 2021 and 13<sup>th</sup> May, 2022 (collectively referred to as 'SEBI Circulars') regarding holding of the AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.
2. The Notice of the AGM alongwith the Annual Report 2021 – 22 has been sent to all the Members on 19<sup>th</sup> August, 2022 only through electronic mode to those Members whose email addresses are registered with the Company, RTA or CDSL / NSDL ('Depositories') as on 12<sup>th</sup> August, 2022 to vote on the proposed 3 (Three) resolutions as mentioned in the Notice of the 39<sup>th</sup> Annual General Meeting of "GP Petroleums Limited" [Item No. 1 (One) to 3 (Three) of the Notice of the 39<sup>th</sup> Annual General Meeting of GP Petroleums Limited].
3. The Company had provided the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) and had engaged the services of NSDL for this purpose.
4. Voting rights were reckoned as on Wednesday, 7<sup>th</sup> September, 2022, being the cut-off date for the purpose deciding the entitlements of members for remote e-voting and e-voting during the AGM.



5. The remote e-voting period remained open from Monday, 12<sup>th</sup> September, 2022 at 09.00 a.m. to Wednesday, 14<sup>th</sup> September, 2022 at 05.00 p.m.
6. At the 39<sup>th</sup> Annual General Meeting of the Company held on Thursday, 15<sup>th</sup> September, 2022, the facility to vote through electronic system had been provided to facilitate voting for those Members who were present at the Meeting through VC / OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
7. After the closure of the e-voting at the Annual General Meeting, the votes cast through e-Voting at the AGM and through remote e-Voting prior to the date of the Annual General Meeting were unblocked on Thursday, 15<sup>th</sup> September, 2022.
8. Since the meeting was held through VC / OAVM, no poll papers were cast.
9. The consolidated results of the remote e-voting and e-voting during AGM through VC / OAVM are as under:

**ORDINARY BUSINESS:**

**a. RESOLUTION NO. 1**

<b>Ordinary Resolution No. 1 – Approval and adoption of the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022 and the Reports of the Directors and Auditors' thereon:</b>									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	32389046	100.00	119	0.00	32389165	100.00	0	0.00	32389165
Total No. of Members	141	97.92	3	2.08	144	100.00	0	0.00	144

**b. RESOLUTION NO. 2**

<b>Ordinary Resolution No. 2 – Appointing Mr. Ayush Goel, (DIN: 02889080), as a Director of the Company who retires by rotation and being eligible had offered himself for re-appointment:</b>									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	32376661	99.96	12254	0.04	32388915	100.00	0	0.00	32388915
Total No. of Members	137	95.80	6	4.20	143	100.00	0	0.00	143



**SPECIAL BUSINESS:**

**c. RESOLUTION NO. 3**

Ordinary Resolution No. 3 – Ratifying the remuneration of Mr. Dilip M. Bathija, Cost Accountant, Cost Auditors of the Company for the financial year 2022-23:									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total Votes Cast
Total No. of Shares on voting	32376686	99.96	12479	0.04	32389165	100.00	0	0.00	32389165
Total No. of Members	137	95.14	7	4.86	144	100.00	0	0.00	144

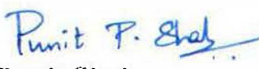
10. Since the votes cast FOR the resolutions exceed the number of votes cast AGAINST the resolutions by requisite majority, all the resolutions as set out in item no. 1 to 3 of the Notice of the 39<sup>th</sup> Annual General Meeting have been passed with requisite majority.

11. A Compact Disc (CD) containing a list of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid for each resolution is enclosed.

12. The consolidated result of the votes cast (by remote e-voting and e-voting during AGM) is provided as Annexure - I to this report.

Thanking You,  
Yours Faithfully,

For P. P. Shah & Co.  
Practicing Company Secretaries

  
Punit Shah  
Partner



Place: Mumbai  
Date: 15<sup>th</sup> September, 2022  
UDIN: A020536D000980484





Annexure – 1

Consolidated Result of Voting (by Remote E-voting and E-voting) for Resolution Nos. 1 to 3 of the Notice of the 39<sup>th</sup> Annual General Meeting of “GP Petroleums Limited” held on Thursday, 15<sup>th</sup> September, 2022 at 12.00 noon by VC / OAVM

Resolution # 1 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	136	32388457	100.00	8	708	100.00	144	32389165	100.00
Voted In Favour Of Resolution	133	32388338	100.00	8	708	100.00	141	32389046	100.00
Voted against the resolution	3	119	0.00	0	0	0.00	3	119	0.00

Resolution # 2 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	135	32388207	100.00	8	708	100.00	143	32388915	100.00
Voted In Favour Of Resolution	129	32375953	99.96	8	708	100.00	137	32376661	99.96
Voted against the resolution	6	12254	0.04	0	0	0.00	6	12254	0.04

Resolution # 3 – Ordinary Resolution	Remote E-voting			E-Voting			Total		
	No.	Shares	%	No.	Shares	%	No.	Shares	%
Total Valid Votes Cast	136	32388457	100.00	8	708	100.00	144	32389165	100.00
Voted In Favour Of Resolution	129	32375978	99.96	8	708	100.00	137	32376686	99.96
Voted against the resolution	7	12479	0.04	0	0	0.00	7	12479	0.04



*Pradip*