

FORM NO. MGT-13

SCRUTINIZER'S REPORT ON E-VOTING AND POLL

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman

35th Annual General Meeting of G M BREWERIES LIMITED

Held on Thursday, 10th May, 2018

Vows Banquet (Joshi's Kohinoor Hall),

3rd Floor, Veer Savarkar Marg, Prabhadevi,

Mumbai - 400025.

Dear Sir,

I, Kala Agarwal, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **M/s. G M BREWERIES LIMITED** ("the Company") for the purpose of Remote E-voting and voting by poll taken on the below mentioned resolutions at the **35th Annual General Meeting of the Equity Shareholders of G M BREWERIES LIMITED, held on Thursday, 10th May, 2018 at 11.30 a.m. at Vows Banquet (Joshi's Kohinoor Hall), 3rd Floor, Veer Savarkar Marg, Prabhadevi, Mumbai - 400025**, submit my report as under:

The Company have extended facility of Remote e-voting to the members of the Company through NSDL from **Monday, 07th May, 2018 at 09.00 a.m to Wednesday, 09th May, 2018 till 5.00 p.m.**

Further, on 10th May, 2018, at the 35th Annual general meeting, ballot papers were distributed to the members present in person or by proxy to enable the members to vote who could not do remote e-voting.

1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.

2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and authorizations / proxies lodged with the company.
3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
4. The results of the Remote e-voting and voting by poll are as under

ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution-

To receive, consider and adopt the Balance Sheet as at March 31, 2018 and statement of Profit and Loss Account for the year ended on that date, the Report of Directors and Auditor's thereon:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	74	11183529	99.61	55	43792	0.39	11227321	100
Less-Invalid votes	--	--	--	9	1238	100	1238	100
Net Valid Votes	74	11183529	99.62	46	42554	0.38	11226083	100
Voting with Assent	73	11183528	99.62	45	42526	0.38	11226054	100
Voting with Dissent	1	1	3.45	1	28	96.55	29	100



Item No. 2- Ordinary Resolution-

To declare dividend on equity shares of the Company:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	74	11183529	99.61	55	43792	0.39	11227321	100
Less-Invalid votes	--	--	--	9	1238	100	1238	100
Net Valid Votes	74	11183529	99.62	46	42554	0.38	11226083	100
Voting with Assent	73	11183528	99.62	45	42526	0.38	11226054	100
Voting with Dissent	1	1	3.45	1	28	96.55	29	100



Item No. 3- Ordinary Resolution-

To appoint a Director in place of Smt. Iyoti Almeida (DIN 00112031), who retires by rotation and being eligible, offers herself for re- appointment:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	73	11183514	99.61	55	43792	0.39	11227306	100
Less-Invalid votes	--	--	--	9	1238	100	1238	100
Net Valid Votes	73	11183514	99.62	46	42554	0.38	11226068	100
Voting with Assent	72	11183513	99.62	45	42526	0.38	11226039	100
Voting with Dissent	1	1	3.45	1	28	96.55	29	100



Item No. 4- Ordinary Resolution-

To appoint a Director in place of Shri. Kiran Parashare (DIN 06587810), who retires by rotation and being eligible, offers himself for re- appointment:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	72	11183511	99.61	55	43792	0.39	11227303	100
Less-Invalid votes	--	--	--	9	1238	100	1238	100
Net Valid Votes	72	11183511	99.62	46	42554	0.38	11226065	100
Voting with Assent	71	11183510	99.62	45	42526	0.38	11226036	100
Voting with Dissent	1	1	3.45	1	28	96.55	29	100



Item No. 5- Ordinary Resolution-

To Appoint M/S. Priti V. Mehta & Company, Chartered Accountants as Statutory Auditors:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	73	11183514	99.61	55	43792	0.39	11227306	100
Less- Invalid votes	--	--	--	9	1238	100	1238	100
Net Valid Votes	73	11183514	99.62	46	42554	0.38	11226068	100
Voting with Assent	72	11183513	99.62	45	42526	0.38	11226039	100
Voting with Dissent	1	1	3.45	1	28	96.55	29	100



Item No. 6- Ordinary Resolution-

To Re-Appoint Mr. Jimmy Willaiam Almeida (DIN:00111905) as “Chairman & Managing Director” of the Company:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	73	11183512	99.61	55	43792	0.39	11227304	100
Less- Invalid votes	--	--	--	9	1238	100	1238	100
Net Valid Votes	73	11183512	99.62	46	42554	0.38	11226066	100
Voting with Assent	71	11183491	99.62	45	42526	0.38	11226017	100
Voting with Dissent	2	21	42.86	1	28	57.14	49	100



Item No. 7- Ordinary Resolution-

To Issue Bonus Shares:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	Number of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	74	11183529	99.61	55	43792	0.39	11227321	100
Less- Invalid votes	--	--	--	9	1238	100	1238	100
Net Valid Votes	74	11183529	99.62	46	42554	0.38	11226083	100
Voting with Assent	73	11183528	99.62	45	42526	0.38	11226054	100
Voting with Dissent	1	1	3.45	1	28	96.55	29	100

5. A Compact Disc (CD) containing the list of Equity Share holders who voted "For", "Against" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary, authorized by the Board for safe keeping.

Thanking you,
Yours Faithfully,



KALA AGARWAL
(PRACTISING COMPANY SECRETARY)
COP: 5356



Witnesses:

1. Ms. Aji Clifford 

2. Ms. M.S. Gayatri 

Place: Mumbai
Date: 11.05.2018