



GONERIL INVESTMENT & TRADING COMPANY LIMITED

CIN : L67120WB1982PLC035494

Registered Office :

“Temple Chambers” 6, Old Post Office Street, 4th Floor, Kolkata-700 001

Phone No.: 033 2230-7373/2248-3854

E-mail : goneril1982@gmail.com Website : www.goneril.in

SUMMARY OF THE PROCEEDINGS OF THE 39TH ANNUAL GENERAL MEETING (THE "39TH AGM") OF GONERIL INVESTMENT & TRADING COMPANY LIMITED (THE "COMPANY") PURSUANT TO REGULATION 30 READ WITH SCHEDULE III OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (SEBI LODR)

The 39th Annual General Meeting of the Company was convened at 10.00 A.M. on Friday, 26th August, 2022 at the Registered Office of the Company at 6, Old Post Office Street, 4th Floor, Kolkata -700 001.

The Chairman of the Company chaired the Meeting. The Chairman introduced the Directors/ Key Managerial Personnel sitting on the dais. He informed that Chairman of the Audit Committee, Nomination and Remuneration Committee and the Stakeholders Relationship Committee was present at the meeting to attend and reply to the queries of the shareholders. The representatives of the Statutory Auditors & the Secretarial Auditors were unable to attend due to their other pre-occupations & hence were granted exemption by the Company. After declaring the requisite quorum to be present, the Chairman called the Meeting to order.

The Chairman delivered his speech and with the consent of the Members present at the meeting, the Notice convening the 39th AGM, the Report of the Board of Directors and Auditors together with the Accounts for the financial year ended 31st March, 2022 was taken as read.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and SEBI LODR, the Company has extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the AGM. The remote e-voting commenced on Tuesday 23rd August, 2022 (9.00 A.M) to Thursday 25th August, 2022 (5.00 P.M). Facility to vote through ballot paper at the AGM was also available to the Members who have not cast their vote through remote e-voting.

The Chairman informed the Members that Mr. Sumantra Sarathi Mahata (COP No.: 13473; Membership No.: 11966), Partner of M/s. Mahata Agarwal & Associates, Practicing Company Secretaries, (Firm Registration No.: P2021WB088100), was appointed as the scrutinizer by the Board of Directors for conducting the remote e-voting and voting through ballot paper at the 39th AGM in a fair and transparent manner.

Voting through ballot paper was conducted at the AGM venue under the supervision of the Scrutinizer. However, no one cast their votes through physical ballot.

Thereafter, the Chairman informed the Members that the results for the remote e-voting and voting through ballot paper will be declared within two days and the Scrutinizer's Report will be displayed on the website of the Company.

The meeting concluded at 10.45 A.M.

Post completion of the AGM, the Scrutinizer took the custody of remote e-voting and the ballot papers. The Scrutinizer submitted their Report post verification of the votes.

As per the Report submitted by the Scrutinizer considering the results of remote e-voting, all the resolutions embodied in the Notice of the AGM dated 25th May, 2022 were passed with requisite majority.



UDIN: F011966D000867359

SCRUTINIZER'S REPORT

Report to the Chairman of the Board of Directors of **GONERIL INVESTMENT & TRADING COMPANY LIMITED, (CIN:L67120WB1982PLC035494)** a Company incorporated under the Companies Act, 1956 having its registered office at "Temple Chambers, 6 Old Post Office Street, 4th Floor, Kolkata- 700001 {hereinafter referred to as the Company}" on E- voting conducted on matters as set forth in the notice dated 25th May, 2022 for 39th Annual general Meeting of the Company to be held on 26th August, 2022.

Dear Sir,

1. Pursuant to the provision of Section 108 of the Companies Act, 2013 read with rule 20(ix) of the Companies (Management and Administration) Rules, 2014, I was appointed as the Scrutinizer on 25th May, 2022 to the E-Voting process provided for matters as set forth in the notice dated 25th May, 2022.
2. On the basis of the Register of members and the List of Beneficiary owners made available by the depositories Viz. Alankit Assignments Limited (AAL) as on August 19, 2022, the cutoff date for E-Voting, the Company completed the dispatch of the notice of E-Voting as described by the company.
 - By E-mail to members-NIL
 - Members whose E-mails bounced back-NIL
3. In terms of the said notice the E-Voting was open between August 23, 2022 (9.00 A.M) Tuesday to August 25, 2022 (5.00 P.M) Thursday and members were required to cast their votes electronically conveying their assent/dissent. In respect of the ordinary/special resolutions on E-Voting platform provided by the National Securities Depository Limited (NSDL).
4. As required by the Rules, I unblocked the E-Votes on 26th August, 2022 at 10:17 A.M. on E-Voting platform provided by the National Securities Depository Limited (NSDL) after the completion of the E-Voting process on 26th August, 2022 in presence of two witnesses Ms. Dipa Agarwal and Ms. Sabrin Khatoon.
5. Based on the results made available to me by National Securities Depository Limited (NSDL) on e-voting platform evoting.nsdl.com. I have annexed to the Report the results for each of the 6 (Six) resolutions as set forth in the said notice.
6. The Result of the E-Voting is as under :

| Assent/Dissent | Number of members who voted through E-Voting System /poll. | Number of E-Votes Cast by them. | % of total number of valid votes cast | Remarks |
|--|--|---------------------------------|---------------------------------------|---------|
| Item No. 1 As Ordinary Resolution for the consideration and adoption of the (a) the Audited Standalone Financial Statement of the Company for the Financial Year ended 31st March, 2022, together with the Reports of the Board of Directors & Auditors thereon and (b) the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Auditors thereon. | | | | |



| | | | | |
|---|----|--------|-----|--|
| (i)voted in favour of the resolution | 17 | 403676 | 100 | |
| (ii)voted against the resolution | - | - | - | |
| Total | 17 | 403676 | | |
| (iii)Invalid Votes | - | - | | |
| The Resolution has been passed with majority. | | | | |
| Item No. 2 As Ordinary Resolution for the re-appointment of Mr. Shaurya Veer Himatsingka, (DIN: 01200202), who retires by rotation and being eligible offers himself for reappointment. | | | | |
| (i)voted in favour of the resolution | 13 | 124309 | 100 | |
| (ii)voted against the resolution | - | - | - | |
| Total | 13 | 124309 | 100 | |
| (iii)Invalid Votes | - | - | | |
| The Resolution has been passed with majority. | | | | |
| Item No. 3 As Ordinary Resolution for the Appointment of Avinash Kumar Gupta (DIN :08763153) as Non-executive Independent Director of the Company. | | | | |
| (i)voted in favour of the resolution | 17 | 403676 | 100 | |
| (ii)voted against the resolution | - | - | - | |
| Total | 17 | 403676 | 100 | |
| (iii)Invalid Votes | - | - | | |
| The Resolution has been passed with majority. | | | | |
| Item No. 4 As Ordinary Resolution for the Appointment of, Anand Gupta (DIN :09500794) as Non-executive Independent Director of the Company. | | | | |
| (i)voted in favour of the resolution | 17 | 403676 | 100 | |
| (ii)voted against the resolution | - | - | - | |
| Total | 17 | 403676 | 100 | |
| (iii)Invalid Votes | - | - | | |
| The Resolution has been passed with majority | | | | |
| Item No. 5 As Ordinary Resolution for obtaining the consent of the members of the Company for approval of Related Party Transactions pursuant to Section 188 of the Companies Act, 2013. | | | | |
| (i)voted in favour of the resolution | 13 | 124309 | 100 | |
| (ii)voted against the resolution | - | - | - | |
| Total | 13 | 124309 | 100 | |
| (iii)Invalid Votes | - | - | | |
| The Resolution has been passed with majority | | | | |
| Item No. 6 As Special Resolution for the re-appointment of Mr. Arindam Dey Sarkar (DIN: 06959585) as Whole Time Director of the Company. | | | | |



| | | | | |
|--|----|--------|-----|---|
| (i)voted in favour of the resolution | 17 | 403676 | 100 | |
| (ii)voted against the resolution | - | - | - | - |
| Total | 17 | 403676 | 100 | |
| (iii)Invalid Votes | - | - | - | - |
| The Resolution has been passed with majority | | | | |

Thanking You,

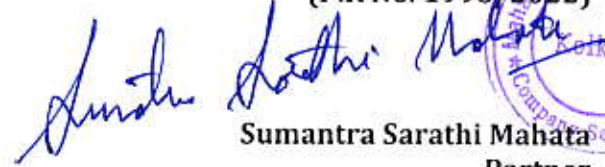
Date:29.08.2022

Place: Kolkata

For Mahata Agarwal & Associates
Practicing Company Secretaries

(Unique No: P2021WB088100)

(P.R No. 1998/2022)


Sumantra Sarathi Mahata

Partner

Membership No.-F11966

C.P. No.-13473

We the undersign, have witnessed that the votes were unblocked from National Securities Depository Limited (NSDL) e- voting website evoting.nsdl.com in our presence on 26thAugust, 2022 at 10:17 A.M



Name: Dipa Agarwal

Address: 1ST Floor, Room No. 108,
1Crooked Lane Kolkata- 700069



Name: Sabrin Khatoon

Address: 1ST Floor, Room No. 108,
1Crooked Lane Kolkata- 700069