

23rd June, 2023

National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051.
NSE SYMBOL - GILLANDERS

BSE Limited,
Floor 25, P J Towers,
Dalal Street,
Mumbai – 400 001.
BSE SCRIP CODE - 532716

Dear Sirs,

Sub: Intimation under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that 89th Annual General Meeting ("**AGM**") of the Company was duly convened on 23rd June, 2023 through Video Conferencing/ Other Audio Visual Means ("**VC/OAVM**") facility.

Enclosed please find the following for your information and record:

1. The details regarding the Voting results in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Consolidated Report of the Scrutinizer dated 23rd June, 2023.

Resolution Nos. 1 to 7 as stated in the Notice dated 12th May, 2023 were passed by the Shareholders by requisite majority.

Thanking You,

Yours faithfully,
For Gillanders Arbuthnot And Company Limited

Rajat
Arora

Digitally signed by
Rajat Arora
Date: 2023.06.23
17:02:05 +05'30'

Rajat Arora
Company Secretary & Compliance Officer

Encl: a/a

Date of the AGM	23 rd June, 2023
Record Date	16 th June, 2023
Total Number of Shareholders on Record Date	10046
No. of Shareholders Present in the Meeting Either in Person or Through Proxy :	
Promoter & Promoter Group	NA
Public	NA
Total	NA
No. of Shareholders Attended the Meeting Through Video Conferencing :	
Promoter & Promoter Group	10
Public	85
Total	95

Rajat Arora

Digitally signed by
Rajat Arora
Date: 2023.06.23
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1		To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2023, the Reports of the Board of Directors and Auditors thereon						
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	14743318	14743318	100.00000	14743318	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		14743318	100.00000	14743318	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	74404	0	0.00000	0	0		
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	6524624	8139	0.12474	7358	781	90.40423	9.59577
	Evoting at AGM		363	0.00556	363	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8502	0.13031	7721	781	90.81393	9.18607
Total		21342346	14751820	69.11996	14751039	781	99.99471	0.00529




2		To appoint a Director in place of Mr. Arun Kumar Kothari (DIN: 00051900), who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment						
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?			YES					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	14743318	14743318	100.00000	14743318	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		14743318	100.00000	14743318	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	74404	0	0.00000	0	0		
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	6524624	8139	0.12474	7359	780	90.41651	9.58349
	Evoting at AGM		363	0.00556	363	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8502	0.13031	7722	780	90.82569	9.17431
Total		21342346	14751820	69.11996	14751040	780	99.99471	0.00529

NUMBER OF INVALID VOTES = 247153

Rajan Arora



3		Ratification of Remuneration of Cost Auditor						
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?		NO						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	14743318	14743318	100.00000	14743318	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		14743318	100.00000	14743318	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	74404	0	0.00000	0	0		
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	6524624	8139	0.12474	7254	885	89.12643	10.87357
	Evoting at AGM		363	0.00556	363	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8502	0.13031	7617	885	89.59068	10.40932
Total		21342346	14751820	69.11996	14750935	885	99.99400	0.00600

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4		Acceptance of Deposits from Members of the Company and Public						
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?		NO						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	14743318	14743318	100.00000	14743318	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		14743318	100.00000	14743318	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	74404	0	0.00000	0	0		
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	6524624	8139	0.12474	7353	786	90.34279	9.65721
	Evoting at AGM		363	0.00556	363	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8502	0.13031	7716	786	90.75512	9.24488
Total		21342346	14751820	69.11996	14751034	786	99.99467	0.00533




5		Re-appointment of Mr. Arvind Baheti (DIN: 08094824) as an Independent Director of the Company						
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?		NO						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	14743318	14743318	100.00000	14743318	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		14743318	100.00000	14743318	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	74404	0	0.00000	0	0		
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	6524624	8139	0.12474	7354	785	90.35508	9.64492
	Evoting at AGM		363	0.00556	363	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8502	0.13031	7717	785	90.76688	9.23312
Total		21342346	14751820	69.11996	14751035	785	99.99468	0.00532




6		Payment of Managerial Remuneration to Mr. Mahesh Sodhani (DIN: 02100322), Managing Director of the Company						
Whether Promoter / Promoter Group Are Interested In The		NO						
Agenda / Resolution ?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	14743318	14743318	100.00000	14743318	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		14743318	100.00000	14743318	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	74404	0	0.00000	0	0		
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	6524624	8139	0.12474	7353	786	90.34279	9.65721
	Evoting at AGM		363	0.00556	363	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8502	0.13031	7716	786	90.75512	9.24488
Total		21342346	14751820	69.11996	14751034	786	99.99467	0.00533

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7		Payment of Managerial Remuneration to Mr. Manoj Sodhani (DIN: 02267180), Executive Director and Chief Executive Officer ('CEO') of the Company						
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	14743318	14743318	100.00000	14743318	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		14743318	100.00000	14743318	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	74404	0	0.00000	0	0		
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	6524624	8139	0.12474	7353	786	90.34279	9.65721
	Evoting at AGM		363	0.00556	363	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8502	0.13031	7716	786	90.75512	9.24488
Total		21342346	14751820	69.11996	14751034	786	99.99467	0.00533

Rajat





Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

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136, JESSORE ROAD, BLOCK - 1
FLAT # 1B, 1ST FLOOR
KOLKATA - 700055
Phone : +91 33 32916865
Mobile : 09831036425, 09830236425
E-mail : daga.ashok@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To
The Chairman,
Gillanders Arbuthnot & Co Ltd
C-4, Gillander House,
Netaji Subhas Road,
Kolkata - 700 001

Dear Sir,

I, Ashok Kumar Daga, Practising Company Secretary having office at 1, Crooked Lane, 2nd Floor, Room No. 212, Kolkata-700069 have been appointed by the Board of Directors of Gillanders Arbuthnot and Company Limited (the 'Company') at their meeting held on 12th May, 2023, as Scrutinizer for the purpose of remote e-Voting and e-Voting at the Annual General Meeting (the 'AGM') of the Members of the Company (hereinafter collectively referred to as the 'electronic voting') (the in a fair and transparent manner and ascertaining the results thereof, held through Video Conferencing / other Audio Visual Means (VC/OAVM) for the below mentioned resolutions passed at the 89th Annual General Meeting of the Members of **Gillanders Arbuthnot and Company Limited** held on **Friday, 23rd Day of June, 2023** at **11:00 A.M.** submit my report as under:

1. The electronic voting facility for the AGM was provided by Central Depository Services (India) Limited (CDSL).
2. The Members holding shares as on the cut-off date i.e. 16th June, 2023 were entitled to vote on the proposed resolutions (Item Nos. 1 to 7) as set out in the Notice of 89th AGM of the Company.
3. The remote e-voting period commenced on 20th June, 2023 at 9:00 A.M. and concluded on 22nd June, 2023 at 5.00 PM.
4. After the time fixed for e-voting facility provided to the members during the AGM, e-voting system for voting was stopped.



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

AVANI OXFORD, PHASE II
136, JESSORE ROAD, BLOCK - 1
FLAT # 1B, 1ST FLOOR
KOLKATA - 700055
Phone : +91 33 32916865
Mobile : 09831036425, 09830236425
E-mail : daga.ashok@gmail.com

5. The votes were unblocked at Kolkata on 23rd June, 2023 at 12.38 p.m.
6. There is no instance of duplication of voting of Members by electronic voting.
7. My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report of the votes cast in favour or against the resolutions contained in the notice of AGM. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolutions contained in the notice of the AGM.
8. The results of the scrutiny of voting by remote e-voting and through electronic voting facility provided for AGM in respect of resolutions contained in Notice dated 12th May, 2023 are as under :

Item No.1:-

Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2023, the Reports of the Board of Directors and Auditors thereon.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	88	6	94	14750676	363	14751039	99.99	69.11
DISSENT	25	0	25	781	0	781	0.01	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	113	6	119	14751457	363	14751820	100	69.11

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 1 of the Notice dated 12th May, 2023 has been passed with requisite majority.



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

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Item No.2

Appointment of Director in place of Mr. Arun Kumar Kothari (DIN: 00051900), who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	86	6	92	14503524	363	14503887	98.32	67.95
DISSENT	24	0	24	780	0	780	0	0
INVALID*	3	0	3	247153	0	247153	1.68	1.15
TOTAL	113	6	119	14751457	363	14751820	100	69.10

** In view of vote casted in respect of 247153 shares held by Director himself & close relatives of promoter is treated as Invalid for the purpose of passing of the Resolution.*

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 2 of the Notice dated 12th May, 2023 has been passed with requisite majority.

Item No.3

Ordinary Resolution

Ratification of Remuneration of Cost Auditors

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	87	6	93	14750572	363	14750935	99.99	69.11
DISSENT	26	0	26	885	0	885	0.01	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	113	6	119	14751457	363	14751820	100	69.11

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 3 of the Notice dated 12th May, 2023 has been passed with requisite majority.



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

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Item No.4

Ordinary Resolution

Acceptance of Deposits from Members of the Company and Public

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	87	6	93	14750671	363	14751034	99.99	69.11
DISSENT	26	0	26	786	0	786	0.01	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	113	6	119	14751457	363	14751820	100	69.11

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 4 of the Notice dated 12th May, 2023 has been passed with requisite majority.

Item No.5

Special Resolution

Re-appointment of Mr. Arvind Baheti (DIN: 08094824) as an Independent Director of the Company

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	88	6	94	14750672	363	14751035	99.99	69.11
DISSENT	25	0	25	785	0	785	0.01	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	113	6	119	14751457	363	14751820	100	69.11

Based on aforesaid Results, Special Resolution Contained in Item no. 5 of the Notice dated 12th May, 2023 has been passed with requisite majority.



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

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Mobile : 09831036425, 09830236425
E-mail : daga.ashok@gmail.com

Item No.6

Special Resolution

Payment of Managerial Remuneration to Mr. Mahesh Sodhani (DIN: 02100322), Managing Director of the Company

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	87	6	93	14750671	363	14751034	99.99	69.11
DISSENT	26	0	26	786	0	786	0.01	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	113	6	119	14751457	363	14751820	100	69.11

Based on aforesaid Results, Special Resolution Contained in Item no. 6 of the Notice dated 12th May, 2023 has been passed with requisite majority.

Item No.7

Special Resolution

Payment of Managerial Remuneration to Mr. Manoj Sodhani (DIN: 02267180), Executive Director & Chief Executive Officer (“CEO”) of the Company

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	87	6	93	14750671	363	14751034	99.99	69.11
DISSENT	26	0	26	786	0	786	0.01	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	113	6	119	14751457	363	14751820	100	69.11

Based on aforesaid Results, Special Resolution Contained in Item no. 7 of the Notice dated 12th May, 2023 has been passed with requisite majority.



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

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FLAT # 1B, 1ST FLOOR
KOLKATA - 700055
Phone : +91 33 32916865
Mobile : 09831036425, 09830236425
E-mail : daga.ashok@gmail.com

Thanking you,
Yours faithfully,

ASHOK
KUMAR
DAGA

Digitally signed by
ASHOK KUMAR
DAGA
Date: 2023.06.23
16:53:33 +05'30'

Ashok Kumar Daga
(Practising Company Secretary)
Membership No. - 2699
C.O.P No. - 2948
Place- Kolkata

Date-23.06.2023
UDIN:

Countersigned by

Rajat Arora

Digitally signed by
Rajat Arora
Date: 2023.06.23
16:59:23 +05'30'

Chairman/Authorised Signatory