

29th Milestone, Pune-Nashik Highway, Village Kuruli, Tal : Khed, Dist. Pune - 410 501 (India)

Tel.:+ 91 - 2135 - 610700, 610757 Fax:+ 91 - 2135 - 610787, 610796 www.anandgroupindia.com

A Summary of proceedings of 54th Annual General Meeting

The 54th Annual General Meeting (AGM) of the Members of Gabriel India Limited ('the Company') was convened at 2.30 P.M (IST) on Friday, July 29, 2016 at the Auditorium, Gabriel India Limited, 29th Milestone, Pune-Nashik Highway, Village Kuruli, Taluka Khed, Pune - 410 501 and concluded at 4.15 p.m.

Mrs. Anjali Singh, chaired the meeting. She introduced the Directors, CFO and CS on dais, Statutory Auditors and Secretarial Auditors to the Members and she further informed that the statutory registers are available for Inspection.

The requisite quorum being present, the Chairperson called the meeting to order. All the directors of the Company attended the meeting. The quorum was present throughout the meeting. 64 Members were present in person and 1 proxy attended the meeting.

The Chairperson delivered her speech followed by presentations by Mr. Manoj Kolhatkar, Managing Director of the Company. Mr. Nilesh Jain, Company Secretary, read the Auditors' Report.

As authorised by the Chairperson, the Managing Director covered the items of Ordinary business and Special Business, explaining the objective and implications of the resolutions before they were put to vote.

The Chairperson gave the opportunity to ask questions and seek clarifications on the resolutions set out in the Notice and Financials of the Company. Thereafter, queries / clarifications were responded by the Board Members.

The Managing Director informed that the Company has provided remote e-voting facility to the members from July 26, 2016 (09.00 A.M.) to July 28, 2016 (05.00 P.M.) and the voting through ballot was also provided at AGM Venue. It was informed that there would be no voting by show of hands.



Registered Office:
29th Milestone,
Pune-Nashik Highway,
Village Kuruli, Taluka Khed,
Dist. Pune - 410 501 (India)
www.gabrielindia.com
CIN - L34101PN1961PLC015735





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The following items of business as per the Notice of 54th AGM were transacted at the meeting:

Ordinary Business:

- 1. Adoption of Audited Financial Statements along with Directors' Report and Auditors
- 2. Declaration of final Dividend for the financial year 2015-16.
- 3. Appointment of a Director in place of Mrs. Anjali Singh (DIN: 02082840), who retires by rotation and being eligible offers herself for re-appointment.
- 4. Appointment of M/s. B. K. Khare & Co., Chartered Accountants, Mumbai (Registration No. 105102W) as Statutory Auditors of the Company to hold the office for a period of 5 (Five) consecutive years from the conclusion of this Annual General Meeting.

Special Business:

- 5. Appointment of Mr. Jagdish Kumar (DIN: 00318558) as Non-Executive Director, eligible to retire by rotation as Ordinary resolution.
- 6. Re-appointment of Mr. Manoj Kolhatkar (DIN: 03553983), as Managing Director of the Company for a period of 5 (five) years with effect from May 27, 2016 as Special resolution.

Ms. Savita Jyothi was appointed as the Scrutinizer to supervise the remote e -voting and voting through ballot at the venue of AGM. The Chairperson authorized the Company secretary to declare the results of voting.

As per the scrutinizers report, all the resolutions as set forth in the 54th Annual General Meeting were passed by the members with requisite majority.

Thanking you,

Yours faithfully,

For Gabriel India Limited

Nilesh Jain Company Secretary



Registered Office: 29th Milestone. Pune-Nashik Highway, Village Kuruli, Taluka Khed, Dist. Pune - 410 501 (India) www.gabrielindia.com CIN - L34101PN1961PLC015735



CS. SAVITA JYOTI, B.Com., F.C.S.

Consolidated Scrutinizer's Report

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015 and provisions of Section 108 and 109 of the Companies Act, 2013
read with Rule 20 and 21of Companies (Management and Administration) Rules,
2014 as amended from time to time.

To, Mrs Anjali Singh Chairperson Gabriel India Limited 29th Milestone, Pune-Nashik Highway, Village Kuruli, Taluka Khed, Pune - 410 501, Maharashtra, India

The Fifty Fourth (54th) Annual General Meeting of the Equity Shareholders of Gabriel India Limited held on Friday, July 29, 2016 at 2.30 p.m. at 29th Milestone, Pune-Nashik Highway, Village Kuruli, Taluka Khed, Pune 410 501, Maharashtra

Dear Madam,

- I, Savita Jyoti, Practicing Company Secretary, appointed as Scrutinizer(s) for the purpose of the remote e-voting and poll taken on the below mentioned resolution(s), in connection with the 54th Annual General Meeting of the Equity Shareholders of Gabriel India Limited held on Friday, July 29, 2016 at 2.30 p.m. at 29th Milestone, Pune-Nashik Highway, Village Kuruli, Taluka Khed, Pune 410 501, Maharashtra, report as under:
- 1. After the time fixed for closing of the voting by the Chairperson of the Meeting, the polling papers were taken into my custody for scrutiny of the votes.
- 2. The logged in votes were subsequently diligently scrutinised. The logged-in details of the shareholders were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisations lodged with the Company.
- 3. The Consolidated result resolution-wise of e-voting and polling is annexed herewith: Annexure A
- 4. The Reports on remote e-voting is based on the data downloaded from the remote e-voting platform provided by Karvy Computershare Private Limited ("Karvy") and poll as per the ballot in the Annual General Meeting of the Company.

SAVITA JYOTHI, FCS 3738

Practicing Company Secretary

Certificate of Practice No.1796

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SAVITA JYOTI ASSOCIATES

COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

- 5. Soft Copy of the list of equity shareholders who voted "FOR"/"AGAINST" for each resolution has been emailed to the Company Secretary.
- The poll results and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board of Directors for safe keeping.

Thanking you,

Yours faithfully

Place: Pune

Dated: July 29, 2016

Ms. Savita Jyoti Scrutiniser

Practicing Company Secretary

ANNEXURE A Consolidated Results

Based on the result of remote e-voting and polling at the Annual General Meeting, consolidated results of each item of the Agenda as set out in the Notice dated May 20, 2016 is as given below:

Consolidated Results of Item No. 1:

To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2016 and Reports of Board of Directors and Auditors thereon;

Particulars	Numb	per of Votes contained	d in	Percentage
	Remote e-votes	Poll at AGM	Total	
Assent	90689499	5314	90694813	100
Dissent	0	0	0	0
Total	90689499	5314	90694813	100

Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated May 20, 2016, is passed with requisite majority.

Consolidated Results of Item No. 2

To declare final dividend for the financial year 2015-16

Numbe	er of Votes contained	d in	Percentage
Remote e-votes	Poll at AGM	Total	
90689899	5314	90695213	100
0	0	0	0
90689899	5314	90695213	100
	Remote e-votes 90689899 0	Remote e-votes Poll at AGM 90689899 5314 0 0	90689899 5314 90695213 0 0 0

Thus, the Ordinary Resolution as contained in Item No. 2 of the Notice dated May 20, 2016, is passed with requisite majority.

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SAVITA JYOTHI, FCS 3738

Practicing Company Secretary

Certificate of Practice No.1796

Consolidated Results of Item No. 3

To appoint a Director in place of Mrs. Anjali Singh (DIN: 02082840), who retires by rotation and being eligible offers herself for re-appointment.

Particulars	Numb	er of Votes contained	in	Percentage
	Remote e-votes	Poll at AGM	Total	
Assent	90598225	5314	90603539	99.8994
Dissent	91274	0	91274	0.1006
Total	90689499	5314	90694813	100

Thus, the Ordinary Resolution as contained in Item No. 3 of the Notice dated May 20, 2016, is passed with requisite majority.

Consolidated Results of Item No. 4

To appoint M/s. B. K. Khare & Co., Chartered Accountants, Mumbai (Registration No.105102W) as Statutory Auditors of the Company to hold the office for a period of 5 (Five) consecutive years from the conclusion of this Annual General Meeting.

	er of Votes contained	a in	Percentage
Remote e-votes	Poll at AGM	Total	
90537646	5314	90542960	99.8321
152253	0	152253	0.1679
90689899	5314	90695213	100
_	90537646 152253	90537646 5314 152253 0	90537646 5314 90542960 152253 0 152253

Thus, the Ordinary Resolution as contained in Item No. 4 of the Notice dated May 20, 2016, is passed with requisite majority.

Consolidated Results of Item No. 5

To appoint Mr. Jagdish Kumar (DIN: 00318558) as Non-Executive Director, eligible to retire by rotation.

Particulars	Number o	f Votes contained in		Percentage
	Remote e-votes	Poll at AGM	Total-	
Assent	90518852	5314	90524166	99.8162
Dissent	166647	0	166647	0.1838
Total	90685499	5314	90690813	100

Thus, the Ordinary Resolution as contained in Item No. 5 of the Notice dated May 20, 2016,

is passed with requisite majority.

SAVITA JYOTHI, FCS 3738
Practicing Company Secretary
Certificate of Practice No.1796

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Consolidated Results of Item No. 6

To re-appoint Mr. Manoj Kolhatkar (DIN: 03553983), as Managing Director of the Company for a period of 5 (five) years with effect from May 27, 2016.

Particulars	Number o	f Votes contained in		Percentage
	Remote e-votes	Poll at AGM	Total	
Assent	90689499	5314	90694813	100
Dissent	0	0	0	0
Total	90689499	5314	90694813	100

Thus, the Special Resolution as contained in Item No. 6 of the Notice dated May 20, 2016, is passed with requisite majority.

Thanking you,

Yours faithfully,

For Savita Jyoti Associates

CS Savita Jyoti

Practicing Company Secretary

FCS 3738; CP 1796

SAVITA JYOTHI, FCS 3738

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Practicing Company Secretary
Certificate of Practice No.1796

Place: Pune

Dated: July 29, 2016

~	GABRIEL INDIA LIMITED
Date of the AGM	29-07-2016
Total number of shareholders on record date	55914
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	2
Public:	63
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0
	7

Resolution required: (Ordinary/ Special)	ORDINARY - To red	ORDINARY - To receive, consider and adopt the Audi Reports of Board of Directors and Auditors thereon.	adopt the Audited	Financial Statemer	its of the Company	for the Financial	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016 and Reports of Board of Directors and Auditors thereon.	31, 2016 and
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No			belled sate 113 10		No of Votes -	% of Votes in	% of Votes
Category	Mode of Voting	No. of shares held No. of votes (1) polled (2)	NAME OF TAXABLE PARTY.	% of votes Polled No. of votes - iii on outstanding favour (4) shares (3)=[(2)/(1)]* 100		against (5)	es 100	against on votes polled (7)=[(5)/(2)]*100
		00000		05 0442	75797556	0	100.0000	0.0000
	E-Voting	/84/5368	00076701	2446.00	00		00000	0.0000
	Poll	78475368	0	0.0000	00			
	Postal Ballot (if	0)615705	c	00000	00		0.0000	0.0000
Promoter and Promoter Group	applicable)	/84/3300	-		15269738		100,0000	0.0000
	E-Voting	26118928	15369/38	n	OC /COCCT			0.0000
	Poll	26118928	0	0.0000	00			
	Postal Ballot (if		c	0000 0	00		0.0000	0.0000
Public- Institutions	applicable)	797118978			CLC		100.0000	000000
	E-Voting	39049644	7		7			00000
	Poll	39049644	5314	0.0136	5314			
	Postal Ballot (if			0000	00		0.0000	00000
Public- Non Institutions	applicable)	39049644				1000	10	00000
	Total	143643940	90694813	63.1386	90694813			



ORDINARY - To declare final dividend for the financial year 2015-16.

No

Resolution required: (Ordinary/ Special)
Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held No. of votes (1) polled (2)	l 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
	E-Voting	78475368	75292556	95.9442	75292556		100,000	00000
	Poll	78475368	0	0.0000	00			00000
Promoter and Promoter Group	Postal Ballot (if applicable)	78475368		00000	8			
	E-Voting	26118928	1536973	58 8452	15360738			
	Poll	26118928		00000	00		7	0.0000
Duhlic lactitudian	Postal Ballot (if						0.0000	0.0000
rubiic- institutions	applicable)	26118928		0.0000	00	0	0.0000	0.0000
	E-Voting	39049644	2	0.0707	27605	0	10	0.0000
	Poll	39049644	5314	0.0136	5314	0		0.0000
Public- Non Institutions	Postal Ballot (if applicable)	39049644	0	0.0000	0			
· · · · · · · · · · · · · · · · · · ·	Total	143643940	9069521	62 1390	00000			0,0000
Resolution required: (Ordinary/Snecial)	ORDINARY - To a	ppoint a Director in	ORDINARY - To appoint a Director in place of Mrs. Anjali Singh (DIN : 02082840), who retires by rotation and being eligible offers herself for re-	Singh (DIN: 0208;	2840), who retires l	by rotation and be	eing eligible offersh	erself for re-
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
				% of Votes Polled on outstanding			% of Votes in	% of Votes
Category	Mode of Voting	No. of shares held No. of votes (1) polled (2)		2	No. of Votes – in favour (4)	No. of Votes –		polled
	E-Voting	78475368	75292556		5292556	O (c) scump	c	00000
	Poll	78475368	0	0.0000	00	0	00000	0.000
Promoter and Promoter Group	Postal Ballot (if applicable)	78475368	O	0000	8			0000
170	E-Voting	26118928	15369738	58.8452	15278664	0 01074	0.0000	0.0000
	Poll	26118928	0	0.0000	00	1016		0.5925
Public- Institutions	Postal Ballot (if applicable)	26118928	0	00000	6			00000
	E-Voting	39049644	27205	0.0697	27005	200	99 2648	0.0000
	Poll	39049644	5314	0.0136	5314	0	100 000	0.7331
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Public- Non Institutions	Postal Ballot (if applicable)	39049644		0000				
· 新國家院的東京的海灣高灣 · 高高的 · 高高的 · 高高	Total	143643940	9069481			1000		
		OFCCFOCFI	77	63.1386	90603539	91274	1 99.8994	0.1006
		12						
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint M/s. to hold the office for a period	ppoint M/s. B.K. Kh for a period of 5 (fi	ORDINARY - To appoint M/s. B.K. Khare& Co., Chartered Accountants, Mumbai (Registration No. 105102W) as Statutory Auditors of the Company to hold the office for a period of S (five) conscitution was found to hold the office for a period of S (five)	d Accountants, Mi	ımbai (Registration	No. 105102W) as	Statutory Auditors	of the Company
Whether promoter/ promoter group are		o pound a to	ive) consecutive ye	ars from the conci	usion of this AGM.			
interested in the agenda/resolution?	No							
				% of Votes Polled				
				on outstanding			% of Votes in	% of Votes
Category	Mode of Voting	No. of shares held	es held No. of votes	shares	No. of Votes – in	No. of Votes -	polled	against on votes
	F-Voting	70775700	bolled (z	(3)=(5)/(1	tavour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
	E-Voiling Poll	18475368	/529255	0,	75292556	0	100.0000	0.0000
	Postal Ballat (15	/84/5368	0	0.0000	00	0	0.0000	0.0000
Promoter and Promoter Group	applicable)	78475368	C	0000	Ö			
	E-Voting	26118928	1536973		357535			
	Poll	26118028		20.000	1777	15220		
	Postal Ballot (if	0700107		0.000	00	0	0.0000	0.0000
Public- Institutions	applicable)	26118928	0	0.0000	00	C	0000	0000
	E-Voting	39049644	27605		275		0	0.000
	Poll	39049644	5314	0.0136			-	00000
Duhlic Non Inctitation	Postal Ballot (if	2						00000
done- North institutions	applicable)	39049644	0	0.0000	00	0	0.0000	0.0000
	Total	143643940	90695213	63.1389	90542960	152253	6	0.1679
Resolution required: (Ordinary/ Special)	ORDINARY - To ap	point Mr. Jagdish K	ORDINARY - To appoint Mr. Jagdish Kumar (DIN: 00318558) as Non-Executive Director elicitic to seeing his constant	558) as Non-Evecu	live Director elicih	1		
Whether promoter/ promoter group are				מז ומון דעבות	יואב חוו ברוחו, בווצום	ie to retire by rota	tion.	
interested in the agenda/resolution?	No							
				% of Votes Polled				
				on outstanding				% of Votes
		No. of shares held No. of votes		shares	No. of Votes - in	No of Votes -	Tavour on votes	against on votes
Category	Voting	(1)		(3)=[(2)/(1)]* 100 favour (4)			1/(2)1*100	Joined (7)=[(5)/(2)]*100
	E-Voting	78475368	75292556	95.9442	5292556	0	100.0000	00000
	Poll	78475368	0	0.0000	00	0	0.0000	00000

_								
	Postal Ballot (if							
Promoter and Promoter Group	applicable)	78475368	0	0.0000	00	0	0.0000	00000
	E-Voting	26118928	15369738	58.8452	15203591	166147	98.9189	1.0810
	Poll	26118928	0	0.0000	00	0	00000	00000
	Postal Ballot (if							
Public- Institutions	applicable)	26118928	0	0.0000	00	C	00000	00000
	E-Voting	39049644	23205	0.0594	20705	001	02000	0.0000
	-			10000	52103	OOC	31.0432	7.1247
	Poll	39049644	5314	0.0136	5314	0	100.0000	0.0000
	Postal Ballot (if							
Public- Non Institutions	applicable)	39049644	0	0.0000	00	0	0.0000	00000
ところとのなるという はののをあるとは、大	Total	143643940	90690813	63.1358	90524166	166647	99.8162	0.1838
								2001

Resolution required: (Ordinary/ Special)	SPECIAL - To re-a May 27, 2016.	SPECIAL - To re-appoint Mr. Manoj Kolhatkar (DIN : 03553983), as Managing Director of the Company for a period of 5 (five) years with effect from May 27, 2016.	Kolhatkar (DIN:03	553983), as Manag	ing Director of the	Company for a pe	riod of 5 (five) year	rs with effect from
Whether promoter/ promoter group are interested in the agenda/resolution?	No No							
				% of Votes Polled on outstanding			% of Votes in	% of Votes
Category	Mode of Voting	No. of shares held No. of votes (1) polled (2)	No. of votes polled (2)	shares No. of Vot (3)=[(2)/(1)]* 100 favour (4)	No. of Votes – in No. of Votes – favour (4)	No. of Votes – against (5)	polled (6)=[(4)/(2)]*100	
	E-Voting	78475368	75292556		75292556			00000
	Poll	78475368	0	0.0000	00			
	Postal Ballot (if							
Promoter and Promoter Group	applicable)	78475368	0	0.0000	00	0	0.0000	0.0000
	E-Voting	26118928	15369738	58.8452	15369738	0	10	
	Poll	26118928	0	0.0000	00	0	0.0000	0.0000
77 28	Postal Ballot (if							
Public- Institutions	applicable)	26118928	0	0.0000	00	0	0.0000	0.000
	E-Voting	39049644	27205	0.0697	27205	0	10	
	Poll	39049644	5314	0.0136	5314	0	1826	
	Postal Ballot (if							
Public- Non Institutions	applicable)	39049644	0	0.0000	00	0	0.0000	0.0000
(1) 1 (1) (1) (1) (1) (1) (1) (1) (1) (1	Total	143643940	90694813	63.1386	90694813	0	100,000	

