

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

Consolidated Scrutinizer's Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

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

The Fifty Eighth (58th) Annual General Meeting of the Equity Shareholders of Gabriel India Limited held on Friday, August 07, 2020 at 2.30 p.m. IST through Video Conferencing / Other Audio-Visual Means (VC)

Dear Madam,

I, Savita Jyoti, Practicing Company Secretary, appointed as Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting/Instapoll) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and also to scrutinize the e-voting done by the members of the Company at the Annual General Meeting who participated through video conferencing / other audio visual means (VC/OAVM) as permitted by the Ministry of Corporate Affairs (MCA) vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting/Instapoll) at the AGM by the shareholders on the resolutions proposed in the Notice of the 58th Annual General Meeting of the company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting/Instapoll) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor or against if any, to the Chairperson on the resolutions.

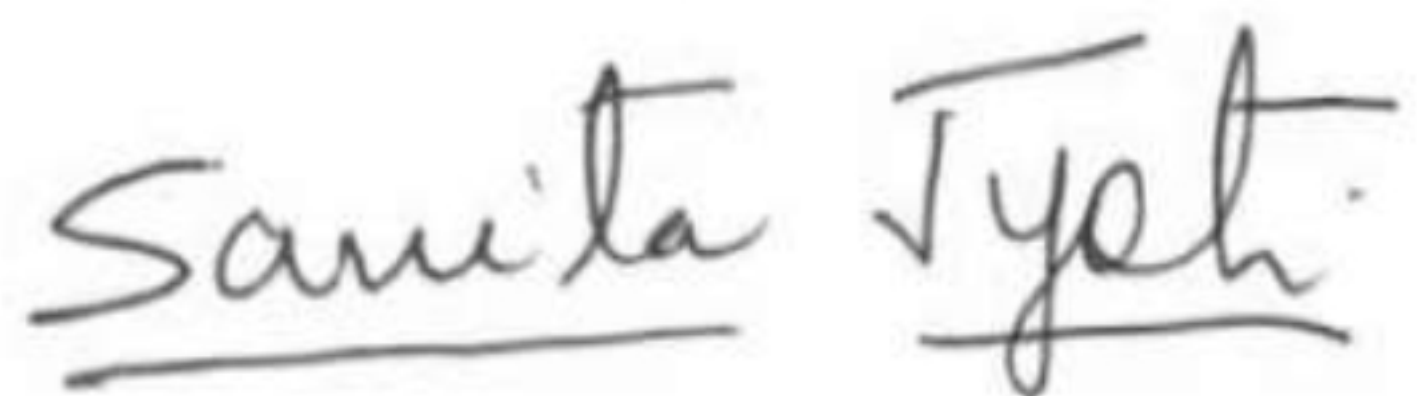
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2. After the Chairperson fixed the time for closing of the e-voting/Instapoll by the shareholders present at the AGM through VC, votes cast through e-voting at AGM/Instapoll were unblocked scrutinized and reviewed, the votes were counted, and the results were prepared.
3. The logged in votes through remote e-voting were diligently scrutinized. The logged-in details of the shareholders were reconciled with the records maintained by KFin Technologies Private Limited and the authorizations lodged with the Company.
4. The result of the remote e-voting resolution-wise is annexed herewith as Annexure A
5. The result of the e-voting at the AGM/Instapoll through VC, resolution-wise is annexed herewith as Annexure B
6. The Consolidated result resolution-wise of remote e-voting and e-voting at the AGM/Instapoll through VC is annexed herewith as Annexure C
7. The Reports on remote e-voting is based on the data downloaded from the remote e-voting platform provided by KFin Technologies Private Limited and votes cast through e-voting at the AGM/Instapoll through VC provided by KFin Technologies Private Limited.
8. Soft Copy of the list of equity shareholders who voted "FOR"/"AGAINST" for each resolution has been emailed to the Company Secretary.
9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary/Chairperson for preserving safely after the Chairperson considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking you,

Yours faithfully,
for Savita Jyoti Associates



CS Savita Jyoti
Scrutinizer
FCS 3738; CP 1796

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

Place: Hyderabad
Dated: August 7, 2020

ANNEXURE – A
Remote e-voting Results

1. Resolution at Item No.1 of the Notice for the AGM: **Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
105	92687766	99.9925

(ii) Voted against the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
10	6992	0.0075

(iii) Invalid votes/ Abstained :

Number of members voted by remote e-voting	Total number of votes cast by them
0	0

2. Resolution at Item No.2 of the Notice for this AGM: **Ordinary Resolution**

To declare Final Dividend for the financial year 2019-20.

(i) Voted in favour of the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
109	92694307	99.9998

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(ii) Voted against the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
4	151	0.0002

(iii) Invalid votes/ Abstained:

Number of members voted by remote e-voting	Total number of votes cast by them
1	300

3. Resolution at Item No. 3 of the Notice for this AGM: **Ordinary Resolution**

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

(i) Voted in favour of the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
102	92687732	99.9925

(ii) Voted against the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
11	6997	0.0075

(iii) Invalid votes/ Abstained:

Number of members voted by remote e-voting	Total number of votes cast by them
1	29

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4. Resolution at Item No.4 of the Notice for this AGM: **Ordinary Resolution**

Appointment of Ms. Matangi Gowrishankar (DIN: 01518137), as a Non- executive Independent director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing from February 14, 2020 to February 13, 2025.

(i) Voted in favour of the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
101	92687565	99.9923

(ii) Voted against the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
12	7164	0.0007

(iii) Invalid votes/ Abstained:

Number of members voted by remote e-voting	Total number of votes cast by them
1	29

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ANNEXURE – B
Results of Instapoll

1. Resolution at Item No.1 of the Notice for the AGM: **Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
10	2720	100

(ii) Voted against the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes / Abstained :

Total number of members voted through VC Instapoll	Total number of votes cast by Them
0	0

2. Resolution at Item No.2 of the Notice for this AGM: **Ordinary Resolution**

To declare Final Dividend for the financial year 2019-20

(i) Voted in favour of the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
10	2720	100

(ii) Voted against the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
0	0	0

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(iii) Invalid votes / Abstained :

Total number of members voted through VC Instapoll	Total number of votes cast by Them
0	0

3. Resolution at Item No. 3 of the Notice for this AGM: **Ordinary Resolution**

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

(i) Voted in favour of the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
10	2720	100

(ii) Voted against the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes / Abstained :

Total number of members voted through VC Instapoll	Total number of votes cast by Them
0	0

4. Resolution at Item No.4 of the Notice for this AGM: **Ordinary Resolution**

Appointment of Ms. Matangi Gowrishankar (DIN: 01518137), as a Non- executive Independent director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing from February 14, 2020 to February 13, 2025.

(i) Voted in favour of the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
10	2720	100

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(ii) Voted against the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes / Abstained :

Total number of members voted through VC Instapoll	Total number of votes cast by Them
0	0

ANNEXURE C
Consolidated Results

Based on the result of remote e-voting and e-voting at the Annual General Meeting through VC, consolidated results of each item of the Agenda as set out in the Notice dated May 19, 2020 is as given below:

Consolidated Results of Item No. 1:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of Board of Directors and Auditors thereon.

Particulars	Number of members voted	Number of Votes cast in			% of total number of valid votes cast
		Remote e-votes	votes through VC Instapoll	Total	
Voted in favour	115	92687766	2720	92690486	99.9925
Voted against	10	6992	0	6992	0.0075
Total	125	92694758	2720	92697478	100

Invalid/Abstained	0	0	0	0
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Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated May 19, 2020, is passed with requisite majority.

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Consolidated Results of Item No. 2

To declare Final Dividend for the financial year 2019-20.

Particulars	Number of members voted	Number of Votes cast in			% of total number of valid votes cast
		Remote e-votes	votes through VC Instapoll	Total	
Voted in favour	119	92694307	2720	92697027	99.9998
Voted against	4	151	0	151	0.0002
Total	123	92694458	2720	92697178	100

Invalid/Abstained	1	300	0	300
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Thus, the Ordinary Resolution as contained in Item No. 2 of the Notice dated May 19, 2020, is passed with requisite majority.

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	Number of members voted	Number of Votes cast in			% of total number of valid votes cast
		Remote e-votes	votes through VC Instapoll	Total	
Voted in favour	112	92687732	2720	92690452	99.9925
Voted against	11	6997	0	6997	0.0075
Total	123	92694729	2720	92697449	100

Invalid/Abstained	1	29	0	29
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Thus, the Ordinary Resolution as contained in Item No. 3 of the Notice dated May 19, 2020, is passed with requisite majority.

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

Consolidated Results of Item No. 4

Appointment of Ms. Matangi Gowrishankar (DIN: 01518137), as a Non- executive Independent director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing from February 14, 2020 to February 13, 2025.

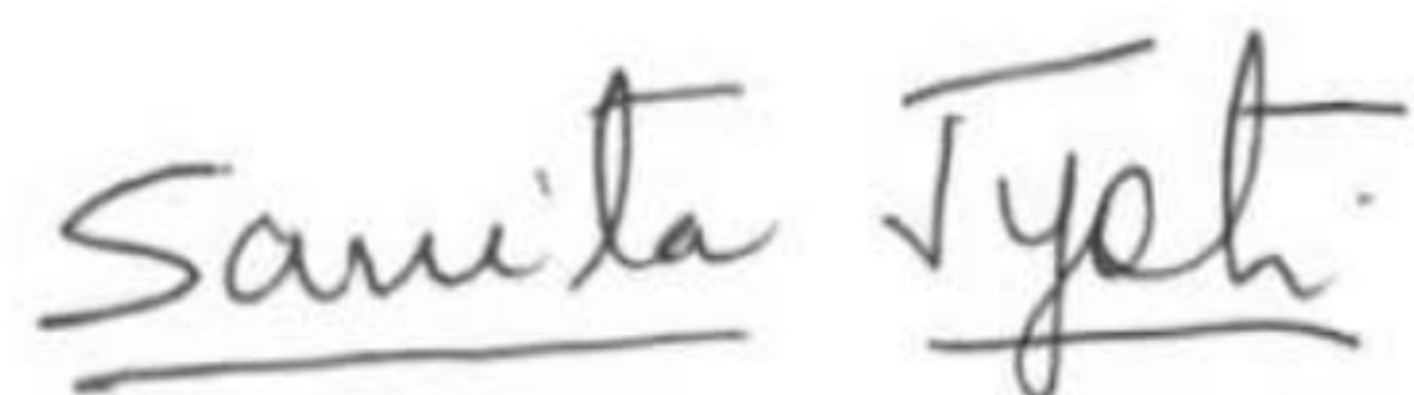
Particulars	Number of members voted	Number of Votes cast in			% of total number of valid votes cast
		Remote e-votes	votes through VC Instapoll	Total	
Voted in favour	111	92687565	2720	92690285	99.9923
Voted against	12	7164	0	7164	0.0077
Total	123	92694729	2720	92697449	100

Invalid/Abstained	1	29	0	29
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Thus, the Ordinary Resolution as contained in Item No. 4 of the Notice dated May 19, 2020, is passed with requisite majority.

Thanking you,

Yours faithfully,
for Savita Jyoti Associates



CS Savita Jyoti
Practicing Company Secretary
FCS 3738; CP 1796
UDIN: F003738B000562021

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

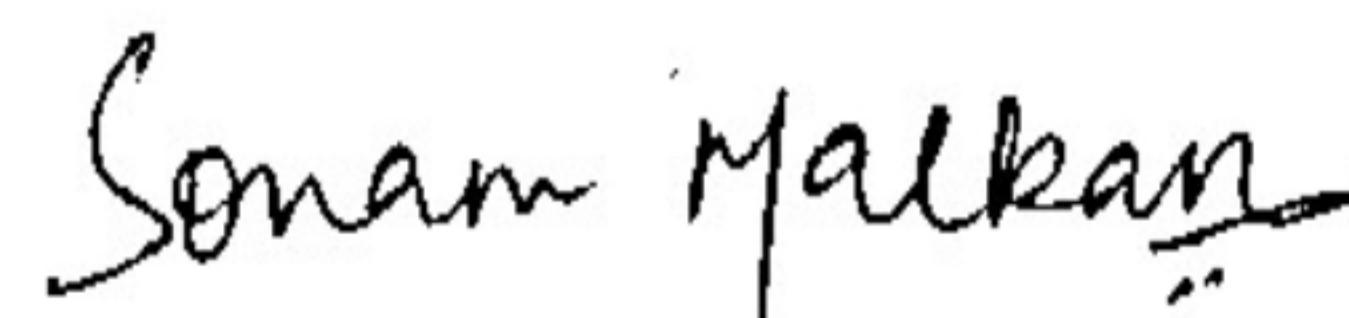
Place: Hyderabad
Dated: August 7, 2020

Witness:

1.



2.



	GABRIEL INDIA LIMITED
Date of the AGM/EGM	07-08-2020
Total number of shareholders on record date	61142
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	3
Public:	42

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,765,026	75,765,026	100.0000	75,765,026	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,765,026	100.0000	75,765,026	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	26,114,067	16,719,883	64.0263	16,719,883	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,719,883	64.0263	16,719,883	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	41,764,847	209,849	0.5025	202,857	6,992	96.6680	3.3319	0	0
	Poll		2,720	0.0065	2,720	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		212,569	0.509	205,577	6,992	96.7107	3.2893	0	0
Total		183,643,940	92,697,478	64.5328	92,690,446	6,992	99.9925	0.0075	0	0

[Signature]

GABRIEL INDIA LIMITED

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Declare Final Dividend for the financial year 2019-20									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,765,026	75,765,026	100.0000	75,765,026	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,765,026	100.0000	75,765,026	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	26,114,067	16,719,883	64.0263	16,719,883	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,719,883	64.0263	16,719,883	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	41,764,847	209,549	0.5017	209,398	151	99.9279	0.0720	0	300
	Poll		2,720	0.0065	2,720	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		212,269	0.5082	212,118	151	99.9289	0.0711	0	300
Total		105,643,940	92,697,172	87.720	92,697,172	151	99.9998	0.0002	0	300

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Appoint a Director in place of Mrs. Anjali Singh DIN 02082840, who retires by rotation and being eligible, offers herself for re-appointment									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,765,026	75,765,026	100.0000	75,765,026	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,765,026	100.0000	75,765,026	0	100.0000	0.0000	0	0

Handwritten signature and circular stamp of the company secretary.

Public- Non Institutions	E-Voting	41,764,847	209,820	0.5024	202,823	6,997	96.6652	3.3347	0	29
	Poll		2,720	0.0065	2,720	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		212,540	0.5089	205,543	6,997	96.7079	3.2921	0	29
	Total	143,643,940	92,697,449	64.5328	92,690,452	6,997	99.9925	0.0075	0	29

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Ms. Matangi Gowrishankar (DIN: 01518137), as a Non- executive Independent director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing from February 14, 2020 to February 13, 2025									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,765,026	75,765,026	100.0000	75,765,026	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,765,026	100.0000	75,765,026	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	26,114,067	16,719,883	64.0263	16,719,883	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,719,883	64.0263	16,719,883	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	41,764,847	209,820	0.5024	202,656	7,164	96.5856	3.4143	0	29
	Poll		2,720	0.0065	2,720	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		212,540	0.5089	205,376	7,164	96.6293	3.3707	0	29
Total		143,643,940	92,697,449	64.5328	92,690,285	7,164	99.9923	0.0077	0	29

