



GUJARAT FOILS LIMITED

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16th September 2016

To,
The Deputy General Manager
Corporate Relationship Department,
Bombay Stock Exchange Limited,
Pheeroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001

Dear Sir/Madam,

Ref: Script Code: 531410 - GUJARAT FOILS LIMITED

Sub: Submission of Scrutinizer's Report for the 24th Annual General Meeting held on 16th September, 2016

In Compliance of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith summary of the Scrutinizer's Report for voting done through e-voting and poll at the 24th Annual General Meeting of the Company held on 16th September, 2016 at 3436-3439, Chhatral G.I.D.C Phase- IV, Taluka Kalol, Dist. Gandhinagar, Gujarat- 382729.

Kindly take on the record and oblige.

Thanking You,
For Gujarat Foils Limited

Rahul Singh
Company Secretary





UMESH VED & ASSOCIATES
Company Secretaries

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.
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FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies
(Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Gujarat Foils Limited
3436-3449 , Chhatral
GIDC Phase-IV ,
TA. Kalol District
Gandhinagar

**Re: 24th Annual General Meeting (AGM) of Gujarat Foils Limited held on
Friday, the 16th September, 2016 at 11:30 a.m. at 3436-3439, Chhatral
G.I.D.C Phase-IV, Taluka Kalol, Dist. Gandhinagar , Gujarat-382729**

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 24th AGM of the Members of "Gujarat Foils Limited" (the Company) held on Friday, the 16th September, 2016 at 11:30 a.m. at 3436-3439, Chhatral G.I.D.C Phase-IV, Taluka Kalol, Dist. Gandhinagar , Gujarat-382729



My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the vote cast "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system provided by the Link Intime India Private Limited (the Agency/ service provider) and the Polling at the AGM.

I submit my report as under:

1. The shareholders of the Company holding shares as on the "cut-off" date 9th September, 2016, were entitled to vote on the proposed resolutions as set out in item nos. 1 to 6 in the Notice of the 24th AGM of Gujarat Foils Limited.
2. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Tuesday, the 13th September, 2016 and ended on 5.00 P.M. on Thursday, the 15th August, 2016. The Remote E -voting facility was blocked thereafter.
3. At the venue of the AGM the facility to cast vote by poll was provided to facilitate those members present at the AGM who could not participate through Remote E-voting, to record their votes. After counting of the votes conducted at the venue of the AGM through electronic means process, the votes cast through Remote E-voting were unblocked by me in the presence of two witnesses, namely, Ms. Jasmin Majithia and Mr. Rohit Periwal who are not in employment of the company, They have signed below in confirmation of the votes being unblocked in their presence.

J. H. Majithia.

Jasmin Majithia

Rohit

Rohit Periwal

4. The voting done through Remote E-voting and Polling at the meeting were reconciled with the records maintained by the RTA and the authorizations / proxies lodged with the Company.



5. The result of the Remote e-voting as well as Polling at the AGM is as under:

- (a). **Ordinary Resolution** for Adoption of Audited Financial Statements including Statement of Profit & Loss for the year ended 31st March, 2016 Balance sheet as at date, the Directors' Report and the Auditor's Report thereon

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	8	3976141	100%
Poll	15	936047	100%
Total	23	4912188	100%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0
Poll	0	0	0
Total	0	0	0

- (b) **Ordinary Resolution** for Appointment of Shri Abhay Lodha as Director, who retires by rotation.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	8	3976141	100%
Poll	15	936047	100%
Total	23	4912188	100%



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0
Poll	0	0	0
Total	0	0	0

- (c) **Ordinary Resolution** to Ratify the appointment of M/s. H.R. Agarwal & Associates, as the Auditors of the Company to hold office from the conclusion of 24th AGM until the conclusion of 27th Annual General Meeting and authorise the Board of Directors to fix their remuneration.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	8	3976141	100%
Poll	15	936047	100%
Total	23	4912188	100%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0
Poll	0	0	0
Total	0	0	0



- (d) **Ordinary Resolution** to approve the remuneration of M/s. S.K.Agarwal , as Cost Auditor for the Financial year ending 31st March, 2017.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	8	3976141	100%
Poll	15	936047	100%
Total	23	4912188	100%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0
Poll	0	0	0
Total	0	0	0

- (e) **SPECIAL RESOLUTION** for Appointment of Mr. Satish Gupta as an Independent Director of the Company for a period of Three years with effect from 28th April ,2016.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	8	3976141	100%
Poll	15	936047	100%
Total	23	4912188	100%



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0
Poll	0	0	0
Total	0	0	0

- (f) **Special Resolution** to revise remuneration of Mr. Prasenjit Datta, as Whole-Time Director of the Company..

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	8	3976141	100%
Poll	15	936047	100%
Total	23	4912188	100%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0
Poll	0	0	0
Total	0	0	0

6. One polling paper was found Invalid.
7. Two members present had already casted vote in remote voting.



8. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
9. The Electronic data and all other relevant records relating to Remote e-voting and electronic voting conducted at the AGM is under my safe custody and all will be handled over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,

Umesh H. Ved

Umesh Ved

FCS: 4411

CP : 2924

Date: 16th September 2016

Place: Ahmedabad

